Draft Red Herring Prospectus
Dated: September 19, 2026
100% Book Building Offer
Please read Section 26 and 32 of Companies Act, 2013

Please scan this QR Code to view the DRHP and Draft Abridged Prospectus

BROOKS RESTAURANT AND BANQUETS LIMITED

(Previously known as Brooks Restaurant and Banquets Private Limited)

CIN: U55101GJ2022PLC133357

REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON	EMAIL & TELEPHONE	WEBSITE
Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India	N.A.	Mr. Simer Singh Bhatia Company Secretary & Compliance Officer	cs@brooksbanquets.com & +91 92270 07188	www.brooksbanquets.com

NAME OF PROMOTER(S) OF THE COMPANY

MR. RONAK VASANTBHAI PATEL, MR. AMITKUMAR GOVINDBHAI PATEL, MR. JIMIT AMITBHAI PATEL, MR. KUSHAL NITINBHAI PATEL, MR. NITINBHAI GOVINDBHAI PATEL, MRS. RIYA HARSHIT SHAH, MRS. GITABEN NITINBHAI PATEL, KN FAMILY TRUST AND NG FAMILY TRUST

DETAILS OF OFFER TO PUBLIC, PROMOTERS/ SELLING SHAREHOLDERS

Type	Fresh Issue Size (By Number of Shares)	OFS* Size (By amount in Rs. Lakh)	Total Issue Size (By Number of Shares)	Eligibility & Share Reservation among NII & RII
Fresh Issue	2,85,00,000 Equity Shares of Face Value of Rs. 2/- each aggregating up to Rs. [●] lakhs	Nil	2,85,00,000 Equity Shares of Face Value of Rs. 2/- each aggregating up to Rs. [●] lakhs	The Issue is being made pursuant to Regulation 229(2) And 253(1) of chapter IX of SEBI (ICDR) Regulations, 2018 as amended. For details in relation to share reservation among QIB's, NII's and RIB's, see ***"Issue Structure"*** beginning on page no. 313 of the Draft Red Herring Prospectus.

**OFS: Offer for Sale*

Details of OFS by Promoter(s)/ Promoter Group/ Other Selling Shareholders (upto maximum of 10 shareholders)

Name	Type	No. of shares offered/ Amount in Rs.	WACA in Rs. Per Equity Shares
N.A.			

RISKS IN RELATION TO THE FIRST OFFER

This being the first public offer of our Company, there has been no formal market for the Equity Shares The face value of our Equity Shares is ₹2/- each and the Floor Price and Cap Price are [●] times and [●] times of the face value of the Equity Shares, respectively. The Floor Price, Cap Price and Issue Price (determined and justified by our Company in consultation with the Book Running Lead Manager as stated in "Basis for Issue Price" on page 114 of this Draft Red Herring 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

Investments in Equity and Equity related securities involve a degree of risk and investors should not invest any funds in this issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Draft Red Herring Prospectus. Specific attention of the investors is invited to the section "Risk Factors" beginning on page 19 of this Draft Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

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

LISTING

The Equity Shares of our Company offered through this Draft Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an approval letter dated [●] from BSE Limited for using its name in the Draft Red Herring Prospectus for listing of our shares on the SME Platform of BSE Limited. For the purpose of this Issue, BSE Limited shall be the Designated Stock Exchange.

BOOK RUNNING LEAD MANAGER TO THE ISSUE

LOGO	NAME	CONTACT PERSON	EMAIL & TELEPHONE
TURNAROUND	**TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED**	Mr. Rajveer Singh	Telephone: +91 93272 66259 Email Id: brooks.smeipo@turnaroundmb.com

REGISTRAR TO THE ISSUE

LOGO	NAME	CONTACT PERSON	EMAIL & TELEPHONE
	BIGSHARE SERVICES PVT. LTD.	Mr. Babu Rapheal C.	Telephone: 022 – 6263 8200 Email ID: ipo@bigshareonline.com

BID/ISSUE PERIOD

Anchor Bid opens on[(1)]: [●] *	**Bid/ Issue open on: [●]**	**Bid/ Issue Closes on[(2)(3)]: [●]**

****Subject to Finalization of Basis of Allotment***

1. *Our Company in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one working day prior to the Issue Opening Date.*
2. *Our Company may, in consultation with the Book Running Lead Manager, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.*
3. *UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date.*

Draft Red Herring Prospectus
Dated: September 19, 2026
100% Book Building Offer
Please read Section 26 and 32 of Companies Act, 2013

BROOKS RESTAURANT AND BANQUETS LIMITED

(Previously known as Brooks Restaurant and Banquets Private Limited)

CIN: *U55101GJ2022PLC133357*

Our Company was originally incorporated on June 28, 2022, under the name and style of 'Brooks Restaurant and Banquets Private Limited', pursuant to a certificate of incorporation issued by the Assistant Registrar of Companies, Central Registration Centre. Furthermore, our Company was converted into a public limited company pursuant to a resolution passed by the Shareholders in an Extraordinary General Meeting held on December 12, 2025, with a fresh certificate of incorporation dated January 02, 2026, issued by Registrar of Companies, Central Processing Centre. Consequently, the name of our Company was changed to 'Brooks Restaurant and Banquets Limited'. The corporate identification number of our Company is U55101GJ2022PLC133357. For further details of incorporation please refer to section titled "Our History and Certain Other Corporate Matters" beginning on page no. 198 of this Draft Red Herring Prospectus.

Registered Office: Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India
Corporate office: N.A.
Tel: +91 92270 07188; **Fax**: N.A.; **Website:** www.brooksbanquets.com; **E-mail:** cs@brooksbanquets.com
Company Secretary and Compliance Officer: Mr. Simer Singh Bhatia

OUR PROMOTERS: MR. RONAK VASANTBHAI PATEL, MR. AMITKUMAR GOVINDBHAI PATEL, MR. JIMIT AMITBHAI PATEL, MR. KUSHAL NITINBHAI PATEL, MR. NITINBHAI GOVINDBHAI PATEL, MRS. RIYA HARSHIT SHAH, MRS. GITABEN NITINBHAI PATEL, KN FAMILY TRUST AND NG FAMILY TRUST

THE ISSUE

INITIAL PUBLIC OFFERING OF UP TO 2,85,00,000 EQUITY SHARES OF RS. 2/- EACH ("EQUITY SHARES") OF BROOKS RESTAURANT AND BANQUETS LIMITED ("BROOKS" OR "BRBL" OR THE "COMPANY" OR THE "ISSUER) FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE (THE "ISSUE PRICE"), AGGREGATING TO RS. [●] LAKHS ("THE ISSUE") COMPRISING A FRESH OFFER OF UP TO 2,85,00,000 EQUITY SHARES AGGREGATING TO RS. [●] LAKHS BY OUR COMPANY ("FRESH ISSUE"). OUT OF THE ISSUE, [●] EQUITY SHARES AGGREGATING TO RS. [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF RS. 2/- EACH AT AN ISSUE PRICE OF RS. [●]/- PER EQUITY SHARE AGGREGATING TO RS. [●] LAKHS IS HEREINAFTER 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.

THE FACE VALUE OF THE EQUITY SHARES IS RS. 2/- EACH AND THE FLOOR PRICE AND CAP PRICE ARE [●] TIMES AND [●] TIMES OF THE FACE VALUE OF THE EQUITY SHARES, RESPECTIVELY.

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

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). 33.33% of the Anchor Investor Portion shall be reserved for domestic Mutual Funds and 6.67% for life insurance companies and pension funds subject to valid Bids being received from them at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size. in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" on page 282.

RISKS IN RELATION TO FIRST OFFER

This being the first public issue of our Company, there has been no formal market for our Equity Shares. The face value of the Equity Shares of our Company is Rs.2/- each and the Issue Price is [●] times of the face value of the Equity Shares. The Issue Price determined and justified by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for the Equity Shares by way of the Book building process, in accordance with the SEBI ICDR Regulations, and as stated in chapter titled "***Basis for Issue Price***" on page 114 of this Draft Red Herring Prospectus, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and this Issue, including the risks involved. The Equity Shares 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 Draft Red Herring Prospectus. Specific attention of the investors is invited to the section titled ***"Risk Factors"*** beginning on page 19 of this Draft Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

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

LISTING

The Equity Shares of our Company offered through this Draft Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. For the purpose of this Issue, BSE Limited shall be the Designated Stock Exchange.

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED	**BIGSHARE SERVICES PVT. LTD.**
Address: 614, Vishwadeep Building, Plot No. 4 District Centre, Janak Puri A-3, West Delhi 110058, India	**Address:** Office No S6-2 6th Floor, Pinnacle Business Park, Mahakali Caves Rd, next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India.
Telephone: +91 93272 66259	**Telephone**: +91 22 6263 8200
Email: brooks.smeipo@turnaroundmb.com	**Email:** ipo@bigshareonline.com
Investor Grievance E-mail Id: investors@turnaroundmb.com	
Website: https://tcagroup.in	**Website**: www.bigshareonline.com
Contact Person: Mr. Rajveer Singh	**Contact Person:** Mr. Babu Rapheal C
SEBI Registration Number: INM000012290	**SEBI Registration Number:** INR000001385
CIN: U74140DL2015PTC278474	**CIN**: U99999MH1994PTC076534

BID/ISSUE PERIOD

Anchor Bid opens on[1]: [●]	Bid/ Issue open on: [●]	Bid/ Issue Closes on[2][3]: [●]

**Subject to Finalization of Basis of Allotment*

1. *Our Company in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one working day prior to the Issue Opening Date.*
2. *Our Company may, in consultation with the Book Running Lead Manager, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.*
3. *UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date*

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Table of Contents

SECTION I – GENERAL **2**
DEFINITIONS AND ABBREVIATIONS 2
PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA 15
FORWARD LOOKING STATEMENTS 18

SECTION II- RISK FACTORS **19**

SECTION III- INTRODUCTION **52**
THE ISSUE 52
SUMMARY OF OUR FINANCIAL INFORMATION 55
SUMMARY OF CONTINGENT LIABILITIES 59
SUMMARY OF RELATED PARTY TRANSACTION 60
GENERAL INFORMATION 62
CAPITAL STRUCTURE 70
OBJECTS OF THE ISSUE 85
BASIS FOR ISSUE PRICE 114
STATEMENT OF POSSIBLE TAX BENEFITS 120

SECTION IV – ABOUT THE COMPANY **126**
INDUSTRY OVERVIEW 126
OUR BUSINESS 158
KEY REGULATIONS AND POLICIES 189
OUR HISTORY AND CERTAIN OTHER CORPORATE MATTERS 198
OUR MANAGEMENT 203
OUR PROMOTERS AND PROMOTER GROUP 218
OUR SUBSIDIARY 228
OUR GROUP ENTITIES 230
DIVIDEND POLICY 231

SECTION V – FINANCIAL INFORMATION **232**
FINANCIAL STATEMENT AS RESTATED 232
OTHER FINANCIAL INFORMATION 233
MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS 234
FINANCIAL INDEBTEDNESS 250

SECTION VI - LEGAL AND OTHER INFORMATION **251**
OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS 251
GOVERNMENT AND OTHER APPROVALS 257
OTHER REGULATORY AND STATUTORY DISCLOSURES 261

SECTION VII – ISSUE INFORMATION **272**
TERMS OF THE ISSUE 272
ISSUE PROCEDURE 282
RESTRICTION ON FOREIGN OWNERSHIP OF INDIAN SECURITIES 312
ISSUE STRUCTURE 313

SECTION VIII - MAIN PROVISION OF ARTICLE OF ASSOCIATION **317**

SECTION IX- OTHER INFORMATION **331**
MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION 331

SECTION X - DECLARATION **332**

SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise indicates, requires or implies, the following terms shall have the following meanings in this Draft Red Herring Prospectus. References to statutes, rules, regulations, guidelines and policies will be deemed to include all amendments, modifications or re-enactments notified thereto.

Notwithstanding the foregoing, terms in "Basis for Issue Price", "Main Provisions of the Articles of Association", "Statement of Special Tax Benefits", "Our History and Certain Corporate Matters, "Industry Overview", "Key Industry Regulations and Policies", "Financial Statements", "Other Regulatory and Statutory Disclosures", "Outstanding Litigation and Other Material Developments", on page 114, 317,120, 198,126, 189, 232, 261, 251 will have the meaning ascribed to such terms in these respective sections.

In case of any inconsistency between the definitions given below and the definitions contained in the General Information Document (as defined below), the definitions given below shall prevail.

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

General Terms

Term	Description
"Brooks Restaurant and Banquets Limited" or "BRBL", "We" or "us" or "the Issuer" or "the/our Company"	Unless the context otherwise requires, refers to Brooks Restaurant and Banquets Limited, a Company incorporated under the Companies Act, 2013, vide Corporate Identification Number U55101GJ2022PLC133357 and having registered office at Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India
"we", "us" or "our"	Unless the context otherwise indicates or implies, refers to our Company.
"you", "your", or "yours"	Prospective Investor in this issue

Company Related Terms

Terms	Description
Articles / Articles of Association	Unless the context otherwise requires, refers to the Articles of Association of Brooks Restaurant and Banquets Limited, as amended from time to time.
Associate Companies	A body corporate in which any other company has a significant influence, but which is not a subsidiary of the company having such influence and includes a joint venture company.
Audit Committee	The committee of the Board of Directors constituted as the Company's Audit Committee is in accordance with Section 177 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled "Our Management" on page 203 of this Draft Red Herring Prospectus.
Auditors/ Statutory Auditors	The Statutory Auditors of our Company, being M/s D T A & Associates, Chartered Accountants, having firm registration number: 140825W and peer review certificate number: 022772.
Board of Directors / Board/ Director(s)	The Board of Directors of Brooks Restaurant and Banquets Limited, including all duly constituted committees thereof.
Central Registration Centre (CRC)	It's an initiative of the Ministry of Corporate Affairs (MCA) in Government Process Re-engineering (GPR) with the specific objective of providing speedy incorporation related services in line with the best global practices.
Companies Act	The Companies Act, 2013, as amended from time to time.

Terms	Description
Chief Financial Officer	The Chief Financial Officer of our Company being Mr. Supal Arvindkumar Brahmakshatriya.
Company Secretary and Compliance Officer	The Company Secretary and Compliance Officer of our Company being Mr. Simer Singh Bhatia.
CSR Committee	The Corporate Social Responsibility Committee is constituted pursuant to Section 135 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled "Our Management" on page 203 of this Draft Red Herring Prospectus.
Depositories Act	The Depositories Act, 1996, as amended from time to time.
Director	The Director(s) of our Company, unless otherwise specified.
Equity Shares	Equity Shares of our Company of Face Value of Rs.2/- each unless otherwise specified in the context thereof.
Equity Shareholders	Persons holding equity shares of our Company.
Fugitive economic offender	It shall mean an individual who is declared a fugitive economic offender under section 12 of the Fugitive Economic Offenders Act, 2018.
Group Companies	In terms of SEBI ICDR Regulations, the term "Group Companies" includes companies (other than promoters and subsidiary) with which there were related party transactions as disclosed in the Restated Consolidated Financial Statements as covered under the applicable accounting standards, and any other companies as considered material by our Board, in accordance with the Materiality Policy, as described in "Our Group Companies" on page 230 this Draft Red Herring Prospectus.
HNI	High Networth Individual
HUF	Hindu Undivided Family.
Independent Director	A Non- executive, Independent Director as per the Companies Act, 2013 and the Listing Regulations.
Indian GAAP	Generally Accepted Accounting Principles in India.
ISIN	International Securities Identification Number, in this case being INE1PCK01029.
IPO Committee	The IPO Committee of our Board. For details see "Our Management" on page 203 of this Draft Red Herring Prospectus.
Key Managerial Personnel / Key Managerial Employees	Key Management Personnel of our Company in terms of the SEBI Regulations and the Companies Act, 2013. For details, see section entitled "Our Management" on page 203 of this Draft Red Herring Prospectus.
Legal Advisors to the Issue	The legal advisors, being M/s Zenith India Lawyers having Enrollment No. D/40/84.
MOA / Memorandum / Memorandum of Association	Memorandum of Association of Brooks Restaurant and Banquets Limited.
Nomination and Remuneration Committee	The committee of the Board of Directors constituted as the Company's Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled "Our Management" on page 203 of this Draft Red Herring Prospectus.
Non-Residents	A person resident outside India, as defined under FEMA.
NRIs / Non-Resident Indians	A person resident outside India, as defined under FEMA Regulation and who is a citizen of India or a Person of Indian Origin under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 as amended from time to time.
Peer Review Auditor	Peer Review Auditor for the purpose of Restated Consolidated Financial Statement, having a valid Peer Review certificate No. 015841, in our case being M/s Talati & Talati LLP, Chartered Accountants (FRN: 110758W/W100377) having their office at 2nd & 3rd Floor, Ambica Chambers, Near Old High Court, Navrangpura, Ahmedabad-380009.
Person or Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization,

Terms	Description
	body corporate, corporation, Company, partnership, limited liability Company, joint venture, trust or any other entity or organization validity constituted and/or incorporated in the jurisdiction in which it exists and operates, as the context requires.
Promoters or Our Promoters	Mr. Amitkumar Govindbhai Patel, Mr. Jimit Amitbhai Patel, Mr. Ronak Vasantbhai Patel, Mrs. Riya Harshit Shah, Gitaben Nitinbhai Patel, Mr. Kushal Nitinbhai Patel, Mr. Nitinbhai Govindbhai Patel, KN Family Trust, NG Family Trust are Promoters of the Company.
Promoters Group	The companies, individuals and entities (other than companies) as defined under Regulation 2(1) (pp) of the SEBI (ICDR) Regulations, 2018, which is provided in the chapter titled "Our Promoters Group". For further details refer page 218 of this Draft Red Herring Prospectus.
Registered Office	The Registered of our company is located at Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India.
Restated Financial Statements	The Restated Consolidated Financial statements of our Company, which comprises the restated Consolidated statement of Assets and Liabilities for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024 and the restated consolidated statements of profit and loss and the restated consolidated cash flows for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024 of our Company prepared in accordance with Indian GAAP and the Companies Act and restated in accordance with the SEBI (ICDR) Regulations, 2018 and the Revised Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, together with the schedules, notes and annexure thereto.
ROC	Registrar of Companies, Ahmedabad.
SEBI	Securities and Exchange Board of India, constituted under the SEBI Act, 1992.
SEBI Act	Securities and Exchange Board of India Act 1992, as amended from time to time.
SEBI (ICDR) Regulations	SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.
SEBI Insider Trading Regulations	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended, including instructions and clarifications issued by SEBI from time to time.
SEBI (LODR) Regulations	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
SEBI (Takeover) Regulations or SEBI (SAST) Regulations	SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
Stakeholders Relationship Committee	The committee of the Board of Directors constituted as the Company's Stakeholders' Relationship Committee is in accordance with Section 178 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled "Our Management" on page 203 of this Draft Red Herring Prospectus.
Senior Management Personnel	Senior Management Personnel as more specifically defined under Regulation 2(1) (bbbb) of the SEBI (ICDR) Regulations, 2018
Stock Exchange/ Exchange	Unless the context requires otherwise, refers to the SME Platform of BSE Limited.
Subsidiary	For details of our Subsidiary, refer section titled "Our History and Certain Corporate Matters" beginning on page no. 198 of this Draft Red Herring Prospectus.
Subscribers to MOA	Initial Subscribers to the MOA & AOA being Mr. Ronak Vasantbhai Patel, Mr. Amitkumar Govindbhai Patel, Mr. Jimit Amitbhai Patel, Mr. Imdadali Mikadadali Ganthiya, Mr. Mikdadali Jivabhai Ganthiya, Mr. Nitinbhai Govindbhai Patel, Mr. Kushal Nitinbhai Patel and Mrs. Riya Harshit Shah.

Issue Related Terms

Terms	Description
Abridged Prospectus	Abridged Prospectus to be issued under Regulation 255 as per SEBI ICDR Regulations and

Terms	Description
	appended to the Application Form.
Acknowledgement Slip	The slip or document issued by a Designated Intermediary to a Bidder as proof of registration of the Bid cum Application Form.
Allocation Note	Shares which will be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange.
Allotment/ Allot/Allotted	Unless the context otherwise requires, allotment of the Equity Shares pursuant to the Fresh Issue to the successful Applicants.
Allotment Advice	Note or advice or intimation of Allotment sent to the Bidders who have been or are to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange.
Allottee	The successful applicant to whom the Equity Shares are being / have been allotted.
Anchor Investor	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in the SEBI ICDR Regulations and the Draft Red Herring Prospectus/ Red Herring Prospectus and who has Bid for an amount of at least Rs. 200 lakhs.
Anchor Investor Allocation Price	The price at which Equity Shares will be allocated to the Anchor Investors in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus and the Prospectus, which will be decided by our Company in consultation with the Book Running Lead Manager during the Anchor Investor Bid/Issue Period.
Anchor Investor Application Form	The application form used by an Anchor Investor to make a Bid in the Anchor Investor Portion, and which will be considered as an application for Allotment in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus and the Prospectus.
Anchor Investor Bidding Date	The day, being one Working Day prior to the Bid/Issue Opening Date, on which Bids by Anchor Investors shall be submitted, prior to and after which the Book Running Lead Manager will not accept any Bids from Anchor Investors, and allocation to Anchor Investors shall be completed.
Anchor Investor Issue Price	The final price at which the Equity Shares will be issued and Allotted to Anchor Investors in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus and the Prospectus, which price will be equal to or higher than the Issue Price but not higher than the Cap Price. The Anchor Investor Issue Price will be decided by our Company in consultation with the BRLM.
Anchor Investor Portion	Up to 60% of the QIB Portion which may be allocated by our Company, in consultation with the Book Running Lead Manager, to the Anchor Investors on a discretionary basis in accordance with the SEBI (ICDR) Regulations. In accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Third Amendment) Regulations, 2025, out of the Anchor Investor Portion, 40% shall be reserved, of which (i) 33.33% shall be available for allocation to domestic Mutual Funds, and (ii) 6.67% for life insurance companies and pension funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds at or above the Anchor Investor Allocation Price. In the event of undersubscription in (ii) above, the allocation may be made to domestic Mutual Funds.
Applicant/ Investor	Any prospective investor who makes an application for Equity Shares of our Company in terms of this Draft Red Herring Prospectus.
Application Amount	The amount at which the Applicant makes an application for Equity Shares of our Company in terms of this Draft Red Herring Prospectus.
Application Form	The Form in terms of which the prospective investors shall apply for our Equity Shares in the Issue.
ASBA/ Application Supported by Blocked Amount.	Applications Supported by Blocked Amount (ASBA) means an application for Subscribing to the Issue containing an authorization to block the application money in a bank account maintained with SCSB.
ASBA Account	Account maintained with an SCSB and specified in the Application Form which will be blocked by such SCSB or account of the RIIs blocked upon acceptance of UPI Mandate request by RIIs using the UPI mechanism to the extent of the appropriate Bid / Application Amount in relation to a Bid / Application by an ASBA Applicant.

Terms	Description
ASBA Application Location(s)/ Specified Cities	Locations at which ASBA Applications can be uploaded by the SCSBs, namely Mumbai, New Delhi, Chennai, Kolkata, Ahmedabad, Hyderabad, Pune, Baroda and Surat.
ASBA Investor/ASBA applicant	Any prospective investor(s)/applicants(s) in this Issue who apply(ies) through the ASBA process.
Banker(s) to the Issue/ Public Issue Bank/ Refund Banker.	The banks which are clearing members and registered with SEBI as Banker to an Issue with whom the Public Issue Account will be opened and in this case being [●].
Basis of Allotment	The basis on which Equity Shares will be Allotted to the successful Applicants under the issue and which is described under chapter titled "Issue Procedure" beginning on page 282 of this Draft Red Herring Prospectus.
Bid	An indication to make an Offer during the Bid/Issue Period by an ASBA Bidder pursuant to submission of the ASBA Form, or during the Anchor Investor Bidding Date by an Anchor Investor, pursuant to the submission of a Bid cum Application Form, to subscribe to or purchase the Equity Shares at a price within the Price Band, including all revisions and modifications thereto as permitted under the SEBI ICDR Regulations in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus and the Bid cum Application Form.
Bidder	Any investor who makes a Bid pursuant to the terms of the Draft Red Herring Prospectus/ Red Herring Prospectus and the Bid cum Application Form, and unless otherwise stated or implied, includes an Anchor Investor.
Bid Amount	The highest value of optional Bids indicated in the Bid cum Application Form and, in the case of RIBs Bidding at the Cut off Price, the Cap Price multiplied by the number of Equity Shares Bid for by such RIBs and mentioned in the Bid cum Application Form and payable by the Bidder or blocked in the ASBA Account of the ASBA Bidder, as the case may be, upon submission of the Bid.
Bid cum Application Form	Anchor Investor application form or ASBA form (with and without the use of UPI, as may be applicable), whether physical or electronic, which will be considered as the application for Allotment in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus.
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.
Bidding/Collection Centre's	Centre's at which the Designated intermediaries shall accept the ASBA Forms, i.e., Designated SCSB Branch for SCSBs, specified locations for syndicate, broker centre for registered brokers, designated RTA Locations for RTAs and designated CDP locations for CDPs.
Book Building Process	The book building process, as described in Part A, Schedule XIII of the SEBI ICDR Regulations, in terms of which the Issue will be made
Book Running Lead Manager or BRLM/ LM	The book running lead manager or the lead manager to the Issue, namely Turnaround Corporate Advisors Private Limited.
Business Day	Monday to Friday (except public holidays).
CAN or Confirmation of Allocation Note	The note or advice or intimation sent to Anchor investors indicating the Equity Shares which will be Allotted, after approval of Basis of Allotment by the designated stock exchange.
Cap Price	The higher end of the Price Band, above which the Issue Price and Anchor Investor Issue Price will not be finalised and above which no Bids will be accepted. The Cap Price shall be atleast 105% of the Floor Price.
Circular's on Streamlining of Public Issues	Circular (CIR/CFD/POLICYCELL/11/2015) dated November 10, 2015 amended by circular (SEBI/HO/CFD/DIL2/CIR/P/2018/138) dated November 1, 2018, circular (SEBI/HO/CFD/DIL2/CIR/P/2019/50) dated April 3, 2019, circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, circular (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019 and circular (SEBI/HO/CFD/DCR2/CIR/P/2019/133) dated November 8, 2019 and any subsequent circulars issued by SEBI in this regard.
Client ID	Client Identification Number maintained with one of the Depositories in relation to Demat

Terms	Description
	account.
Collecting Depository Participants or CDPs	A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications at the Designated CDP Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 Issued by SEBI.
Collecting Registrar and ShareTransfer Agent	Registrar to an Issue and share transfer agents registered with SEBI and eligible to procure Bids at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI.
Controlling Branch	Such branch of the SCSBs which coordinate Applications under this Issue by the ASBA Applicants with the Registrar to the Issue and the Stock Exchange and a list of which is available at http://www.sebi.gov.in, or at such other website as may be prescribed by SEBI from time to time.
Cut Off Price	The Issue Price, which shall be any price within the Price band as finalized by our Company in consultation with the Book Running Lead Manager. Only Individual Investors who applies for minimum application size are entitled to Bid at the Cut-off Price. QIBs (including Anchor Investor) and Non-Institutional Investors are not entitled to Bid at the Cut-off Price.
Demographic Details	The demographic details of the Applicants such as their address, PAN, occupation and bank account details.
Designated Branches	Such branches of the SCSBs which shall collect the ASBA Forms from the ASBA Applicants and a list of which is available at www.sebi.gov.in, or at such other website as may be prescribed by SEBI from time to time.
Designated Date	The date on which relevant amounts blocked by SCSBs are transferred from the ASBA Accounts to the Public Offer Account or the Refund Account, as the case may be, and the instructions are issued to the SCSBs (in case of RIIs using UPI Mechanism, instruction issued through the Sponsor Bank) for the transfer of amounts blocked by the SCSBs in the ASBA Accounts to the Public Offer Account or the Refund Account, as the case may be, in terms of the Draft Red Herring Prospectus following which Equity Shares will be Allotted in the Issue.
Designated Intermediaries/ Collecting Agent	In relation to ASBA Forms submitted by RIIs authorizing an SCSB to block the Application Amount in the ASBA Account, Designated Intermediaries shall mean SCSBs. In relation to ASBA Forms submitted by RIIs where the Application Amount will be blocked upon acceptance of UPI Mandate Request by such RII using the UPI Mechanism, Designated Intermediaries shall mean syndicate members, sub-syndicate members, Registered Brokers, CDPs and RTAs. In relation to ASBA Forms submitted by QIBs and NIBs, Designated Intermediaries shall mean SCSBs, syndicate members, sub- syndicate members, Registered Brokers, CDPs and RTAs.
Designated CDP Locations	Such locations of the CDPs where Applicant can submit the Application Forms to Collecting Depository Participants. The details of such Designated CDP Locations, along with names and contact details of the Collecting Depository Participants eligible to accept Application Forms are available on the websites of the Stock Exchange i.e. https://www.bseindia.com/.
Designated SCSB Branches	Such branches of the SCSBs which shall collect the ASBA Forms (other than ASBA Forms submitted by RIIs where the Application Amount will be blocked upon acceptance of UPI Mandate Request by such RII using the UPI Mechanism), a list of which is available on the website of SEBI at Intermediaries [www.sebi.gov.in] or at such other website as may be prescribed by SEBI from time to time.
Designated StockExchange	SME Platform of BSE Limited ("BSE SME").
Draft Abridged Prospectus	The memorandum dated September 19, 2026 containing such salient features of this Draft Red Herring Prospectus as may be specified by SEBI in this regard.
Draft Red Herring Prospectus	This Draft Red Herring Prospectus dated September 19, 2026 issued in accordance with Section 26 and 32 of the Companies Act, 2013 and the SEBI (ICDR) Regulations and filed with BSE SME for obtaining In- principal Approval.
Eligible NRIs	NRIs from jurisdictions outside India where it is not unlawful to make an issue or invitation under the Issue and in relation to whom this Draft Red Herring Prospectus constitutes an invitation to

Terms	Description
	subscribe to the Equity Shares offered herein.
BSE SME	The SME Platform of BSE Limited for listing equity shares offered under Chapter IX of the SEBI (ICDR) Regulation which was approved by SEBI as an SME Exchange.
FII/ Foreign Institutional Investors	Foreign Institutional Investor (as defined under SEBI (Foreign Institutional Investors) Regulations, 1995, as amended) registered with SEBI under applicable laws in India.
First/ Sole Applicant	The applicant whose name appears first in the Application Form or Revision Form.
Floor Price	The lower end of the Price Band, subject to any revision thereto, at or above which the Issue Price and the Anchor Investor Issue Price will be finalized and below which no Bids will be accepted.
General Information Document / GID	The General Information Document for investing in public issues prepared and issued in accordance with the circular (CIR/CFD/DIL/12/2013) dated October 23, 2013, notified by SEBI and updated pursuant to the circular (CIR/CFD/POLICYCELL/11/2015) dated November 10, 2015, the circular (CIR/CFD/DIL/1/2016) dated January 1, 2016 and (SEBI/HO/CFD/DIL/CIR/P/2016/26) dated January 21, 2016, circular (SEBI/HO/CFD/DIL2/CIR/P/2018/138) dated November 1, 2018, circular no. (SEBI/HO/CFD/DIL2/CIR/P/2019/50) dated April 3, 2019, circular no. (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, circular no. (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019 and circular (SEBI/HO/CFD/DCR2/CIR/P/2019/133) dated November 8, 2019, issued by SEBI. The General Information Document is available on the website of the Stock Exchange and the Book Running Lead Manager.
Issue/ Issue Size/ Initial Public Issue/ Initial Public Offer/Initial Public Offering/ IPO	Initial Public Offering of up to 2,85,00,000 equity shares of Rs. 2/- each ("Equity Shares") for cash at a price of Rs. [●]/- per equity share (the "issue price"), aggregating to Rs. [●] lakhs ("the issue") comprising a fresh issue of up to 2,85,00,000 Equity Shares aggregating to Rs. [●] lakhs by our company ("Fresh Issue").
Issue Agreement/ Memorandum of Understanding (MOU)	The agreement/MOU dated August 24, 2026, between our Company and the BRLM, pursuant to which certain arrangements are agreed to in relation to the Issue.
Issue Closing Date	The date on which Issue closes for subscription i.e. [●]
Issue Opening Date	The date on which Issue opens for subscription i.e. [●]
Individual Investors	Individual investors (including HUFs, in the name of Karta and Eligible NRIs) who applied or bid for the 2 lots with minimum application size of above ₹ 2,00,000.
Issue Period	The period between the Issue Opening Date and the Issue Closing Date inclusive of both the days during which prospective investors may submit their application.
Issue Price	The final price at which Equity Shares will be Allotted to successful ASBA Bidders in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus which will be decided by our Company in consultation with the BRLM, on the Pricing Date, in accordance with the Book-Building Process and in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus. Equity Shares will be Allotted to Anchor Investors at the Anchor Investor Issue Price, which will be decided by our Company in consultation with the BRLM, on the Pricing Date, in accordance with the Book-Building Process and in terms of the Draft Red Herring Prospectus/ Red Herring Prospectus.
Issue Proceeds	Proceeds from the Issue will be, being Rs. [●] Lakhs.
KPI	Key Performance Indicator
Listing Agreement	The equity listing agreement to be signed between our Company and BSE Limited.
Market Maker	Market Makers appointed by our Company from time-to-time [●] having SEBI registration number [●] who have agreed to receive or deliver the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for any other period as may be notified by SEBI from time to time.
Minimum Promoters' Contribution	As per Regulation 236 of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, aggregate of 20% of the fully diluted Post-Issue Equity Share capital of our Company held by our Promoters which shall be provided towards minimum promoters of 20% and locked-in for a period of three years from the date of Allotment.

Terms	Description
	As per Regulation 238(b) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025 Promoters' holding in excess of minimum promoters' contribution shall be locked-in as follows: i. fifty percent of promoters' holding in excess of minimum promoters' contribution shall be locked in for a period of two years from the date of allotment in the initial public offer; and ii. remaining fifty percent of promoters' holding in excess of minimum promoters' contribution shall be locked in for a period of one year from the date of allotment in the initial public offer.
Market MakingAgreement	The Agreement entered into between the BRLM, Market Maker and our Company dated [●].
Market MakerReservation	The Reserved Portion of [●] Equity Shares of face value of Rs.2/- each fully paid-up for cash at a price of Rs. [●] /- per equity share aggregating Rs. [●] Lakh for the Market Maker in this Issue.
Mutual Fund(s)	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as amended from time to time.
Net Issue/ Offer	The Issue (excluding the Market Maker Reservation Portion) of [●] Equity Shares of Rs.2/- each of Issuer at Rs. [●]/- (including share premium of Rs. [●] /- per equity share aggregating to Rs. [●] /- Lakhs.
Net Proceeds	The Issue Proceeds, less the Issue related expenses, received by the Company. For information about use of the Issue Proceeds and the Issue expenses, please refer to the chapter titled "Objects of the Issue" beginning on page 85 of this Draft Red Herring Prospectus.
Non-Institutional Applicants	All Applicants that are not Qualified Institutional Buyers or Individual Investors and who have applied for Equity Shares for an amount more than Rs. 2,00,000.
Non-Institutional Portion	The portion of the Issue being not less than 15 % of the Net Issue consisting of [●] Equity Shares which shall be available for allocation on a proportionate basis to Non-Institutional Bidders, subject to valid Bids being received at or above the Issue Price or through such other method of allocation as may be introduced under applicable law. All Applicants, including FPIs which are individuals, corporate bodies and family offices, that are not QIBs or Individual Investors and to whom allocation shall be made in the following manner: (a) one third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than two lots and up to such lots equivalent to not more than ₹10 lakhs; (b) two third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than ₹10 lakhs; Provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of Non-Institutional Investors.
OCB/Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs, including overseas trust in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly as defined under Foreign Exchange Management (Deposit) Regulations, 2000. OCBs are not allowed to invest in this Issue.
Payment throughelectronic transfer of funds	Payment through ECS / NECS, Direct Credit, RTGS or NEFT, as applicable.
Price Band	The price band ranging from the Floor Price of Rs. [●] per Equity Share to the Cap Price of Rs. [●] per Equity Share, including any revisions thereto. The Price Band and minimum Bid Lot, as decided by our Company in consultation with the BRLM, will be advertised in in all editions of [●] (a widely circulated English national daily newspaper), all editions of [●] (a widely circulated Hindi national daily newspaper) and Gujarati editions of the regional daily newspaper [●],where the registered office of the company is situated each with wide circulation at least two Working Days prior to the Bid/Issue Opening Date with the relevant financial ratios calculated at the Floor

Terms	Description
	Price and at the Cap Price, and shall be made available to the Stock Exchange for the purpose of uploading on their respective websites.
Pricing Date	The date on which our Company, in consultation with the BRLM, will finalise the Issue Price.
Prospectus	The Prospectus to be filed with the RoC containing, inter alia, the Issue opening and closing dates and other information.
Public Issue Account	Account opened with the Banker to the Issue/Public Issue Bank i.e. [●] by our Company to receive monies from the SCSBs from the bank accounts of the ASBA Applicants on the Designated Date.
Qualified Institutional Buyers / QIBs	Qualified institutional buyers as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations.
Red Herring Prospectus/RHP	The Red Herring Prospectus to be issued in accordance with Section 32 of the Companies Act, 2013, and the provisions of the SEBI ICDR Regulations, which will not have complete particulars of the Issue Price and the size of the Issue, including any addenda or corrigenda thereto. The Red Herring Prospectus will be filed with the RoC at least three days before the Bid/Issue Opening Date.
Refund Account	Account(s) to which monies to be refunded to the Applicants shall be transferred from the Public Issue Account in case listing of the Equity Shares does not occur.
Refund Bank	The bank(s) which is/are clearing members and registered with SEBI as Banker(s) to the Issue, at which the Refund Account for the Issue will be opened in case listing of the Equity Shares does not occur, in this case being [●].
Refunds through electronic transfer of funds	Refunds through electronic transfer of funds means refunds through ECS, Direct Credit or RTGS or NEFT or the ASBA process, as applicable.
Registrar/ Registrar to the Issue	Registrar to the Issue being Bigshare Services Pvt. Ltd. For more information, please refer "General Information" on page 62 of this Draft Red Herring Prospectus.
Registrar Agreement	The agreement dated August 24, 2026, entered into between our Company and the Registrar to the Issue in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the Issue.
Regulations	Unless the context specifies something else, this means the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 as amended from time to time.
Revision Form	The form used by the Applicants to modify the quantity of the Equity Shares or the Application Amount in any of their Application Forms or any previous Revision Form(s). QIBs and Non-Institutional Investors are not allowed to withdraw or lower their Application Amounts (in terms of quantity of Equity Shares or the Application Amount) at any stage. Individual Applicants can withdraw or revise their Application until Issue Closing Date).
SCSB	The banks registered with SEBI, offering services: (a) in relation to ASBA (other than using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes , as applicable or such other website as may be prescribed by SEBI from time to time; and (b) in relation to ASBA (using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes , or such other website as may be prescribed by SEBI from time to time. Applications through UPI in the Issue can be made only through the SCSBs mobile applications (apps) whose name appears on the SEBI website. A list of SCSBs and mobile application, which, are live for applying in public issues using UPI Mechanism is available on the website of SEBI a https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43, as updated from time to time.
Sponsor Bank	Sponsor Bank means a Banker to the Issue registered with SEBI which is appointed by the Issuer to act as a conduit between the Stock Exchanges and NPCI in order to push the mandate collect requests and / or payment instructions of the individual investors into the UPI. In this case being [●].

Terms	Description
Underwriter	Underwriter to this Issue is [●].
Underwriting Agreement	The agreement dated [●] entered into between [●] and our Company.
UPI/ Unified Payments Interface	Unified Payments Interface (UPI) is an instant payment system developed by the NPCI. It enables merging several banking features, seamless fund routing & merchant payments into one hood. UPI allows instant transfer of money between any two persons bank accounts using a payment address which uniquely identifies a person's bank a/c
Working Days	In accordance with Regulation 2(1)(mmm) of SEBI ICDR Regulations, working days means, all days on which commercial banks in the city as specified in this Draft Red Herring Prospectus are open for business. 1. However, in respect of the announcement of price band and bid/ Issue Period, working day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in the city as notified in the Draft Red Herring Prospectus are open for business. 2. In respect to the time period between the bid/ Issue Closing Date and the listing of the specified securities on the stock exchange, the working day shall mean all trading days of the stock exchange, excluding Sundays and bank holidays in accordance with circular issued by SEBI.

Conventional Terms / General Terms / Abbreviations/

Abbreviation	Full Form
"₹" or "Rs." or "Rupees" or "INR"	Indian Rupees, the official currency of the Republic of India
A/c	Account
ACS	Associate Company Secretary
AGM	Annual General Meeting
AS	Accounting Standards as issued by the Institute of Chartered Accountants of India
ASBA	Applications Supported by Blocked Amount
AY	Assessment Year
BIS	Bureau of Indian Standards
Bn	Billion
BSE	BSE Limited
BSE SME	SME Platform of BSE Limited
CAGR	Compounded Annual Growth Rate
CDSL	Central Depository Services (India) Limited
CFO	Chief Financial Officer
CEO	Chief Executive Officer
CIN	Corporate Identification Number
CIT	Commissioner of Income Tax
CSR	Corporate Social Responsibility
DGFT	Directorate General of Foreign Trade
DIN	Director Identification Number
DP	Depository Participant
ECS	Electronic Clearing System
EGM	Extraordinary General Meeting
EMDEs	Emerging Markets and Developing Economies
EPS	Earnings Per Share
FDI	Foreign Direct Investment
FEMA	Foreign Exchange Management Act, 1999, as amended from time to time, and the regulations framed there under

Abbreviation	Full Form
FIIs	Foreign Institutional Investor as defined under SEBI (Foreign Institutional Investors) Regulations, 1995, as amended) registered with SEBI under applicable laws in India.
FIPB	Foreign Investment Promotion Board
FPIs	Foreign Portfolio Investors as defined under Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 and as amended thereunder.
F&NG	Father and Natural Guardian
FY / Fiscal/Financial Year	Period of twelve months ended on March 31 of that particular year, unless otherwise stated
FSSAI	Food Safety and Standards Authority of India
GDP	Gross Domestic Product
GoI/Government	Government of India
GST	Goods and Service Tax
HUF	Hindu Undivided Family
I.T. Act	Income Tax Act, 1961, as amended from time to time
ICSI	Institute of Company Secretaries of India
MAPIN	Market Participants and Investors' Integrated Database
Merchant Banker	Merchant Banker as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992
MoF	Ministry of Finance, Government of India
MOU	Memorandum of Understanding
MEITy	Ministry of Electronics and Information Technology
NA	Not Applicable
NAV	Net Asset Value
NGT	National Green Tribunal
NPV	Net Present Value
NRE Account	Non-Resident External Account
NRIs	Non-Resident Indians
NRO Account	Non-Resident Ordinary Account
NSDL	National Securities Depository Limited
NSWS	National Single Window System
OCB	Overseas Corporate Bodies
p.a.	Per Annum
P/E Ratio	Price/Earnings Ratio
PAC	Persons Acting in Concert
PAN	Permanent Account Number
PAT	Profit After Tax
PCB	Pollution Control Board
PSU	Public Sector Undertaking
RBI	The Reserve Bank of India
ROE	Return on Equity
RONW	Return on Net Worth
Rs.	Rupees, the official currency of the Republic of India
RTGS	Real Time Gross Settlement
RERA	Real Estate Regulatory Authority
RMC	Risk Management Committee
SCRA	Securities Contract (Regulation) Act, 1956, as amended from time to time
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to time.
Sec.	Section
SPV	Special Purpose Vehicle

Abbreviation	Full Form
STT	Securities Transaction Tax
US/United States	United States of America
USD/ US$/ $	United States Dollar, the official currency of the Unites States of America
UPI/ Unified Payments Interface	Unified Payments Interface (UPI) is an instant payment system developed by the NPCI. It enables merging several banking features, seamless fund routing & merchant payments into one hood. UPI allows instant transfer of money between any two persons bank accounts using a payment address which uniquely identifies a person's bank a/c
UPI Circulars	SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, SEBI circular number SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2020 dated March 30, 2020, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI circular number SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021, SEBI circular number SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/51 dated April 20, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/2022/75 dated May 30, 2022 and any subsequent circulars or notifications issued by SEBI in this regard.
UPI ID	ID created on Unified Payment Interface (UPI) for single-window mobile payment system developed by the National Payments Corporation of India (NPCI).
UPI Mandate Request	The request initiated by the Sponsor Bank and received by an RII using the UPI Mechanism to authorize blocking of funds on the UPI mobile or other application equivalent to the Bd Amount and subsequent debit of funds in case of Allotment
UPI Mechanism	The bidding mechanism that may be used by a RIB to make an application in the Issue in accordance with SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2018/138) dated November 1, 2018.
UPI PIN	Password to authenticate UPI transaction
VCF / Venture Capital Fund	Foreign Venture Capital Funds (as defined under the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996) registered with SEBI under applicable laws in India.
WEO	World Economic Outlook
WTD	Whole Time Director

Technical / Industry related Terms

Abbreviation	Full Form
AC	Air Conditioning
AMC	Annual Maintenance Contract
BR	Brickwork
BOH	Back of House
CBDD	Challenge-Based Destination Development
CNC	Computer Numerical Control
Cu.m	Cubic Meter
CCTV	Closed-Circuit Television
CRM	Customer Relationship Management
EPCG	Export Promotion Capital Goods
Ft.	Feet
FF	First Floor

Abbreviation	Full Form
FBO	Food Business Operators
F & B	Food and Beverage
FoSCoS	FSSAI's Food safety Compliance System
Fe 500	High-strength TMT rebar grade conforming to IS 1786, with a minimum characteristic yield strength of 500 N/mm² (MPa), widely used as reinforcement in RCC structures.
GEB	Grid-interactive Efficient Building
GF	Ground Floor
HRACC	Hotel and Restaurant Approval and Classification Committee
HYSD	High Yield Strength Deformed steel reinforcement bars engineered with surface ribs or lugs to provide superior mechanical grip and bonding with concrete in reinforced cement concrete (RCC) works.
IPRS	Indian Performing Right Society Ltd
Kgs.	Kilograms
Kw	Kilowatt
Lvl.	Level
LED	Light Emitting Diode
LEDC	Live Events Development Cell
LS	Lump Sum
MEPF	Mechanical, Electrical, Plumbing, and Fire Protection
M	Meter
M10	Nominal mix concrete (typically 1:3:6) with a characteristic compressive strength of 10 N/mm² at 28 days, used for non-structural leveling courses and blinding.
M25	Standard grade concrete with a characteristic compressive strength of 25 N/mm² at 28 days, widely specified for reinforced concrete (RCC) structural elements such as slabs, beams, columns, and footings.
M30	Design-mix concrete with a characteristic compressive strength of 30 N/mm² at 28 days, specified for heavy-duty RCC works, commercial structures, and members subject to severe environmental exposure.
M35	High-strength design-mix concrete with a characteristic compressive strength of 35 N/mm² at 28 days, used for specialized structural applications including industrial floors, prestressed concrete, bridge girders, and high-rise load-bearing elements.
MEP	Mechanical, Electrical, and Plumbing
MICE	Meetings, Incentives, Conferences, and Exhibitions
No.	Number
PCC	Plain Cement Concrete
PSUs	Public Section Undertakings
PRASHAD	Pilgrimage Rejuvenation And Spiritual Heritage Augmentation Drive
RCC	Reinforced Cement Concrete
Rmt	Running Meter
RMPL	Recorded Music Performance Ltd
Sq.m	Square Meter
Sq. Ft.	Square Feet
SF	Second Floor
SASCI	Special Assistance to States for Capital Investment
TF	Third Floor
Thk	Thick

Notwithstanding the foregoing:

1. *In the section titled "Main Provisions of the Articles of Association" beginning on page number 317 of the Draft Red*

Herring Prospectus, defined terms shall have the meaning given to such terms in that section;

2. *In the chapters titled "Our Business" beginning on page numbers 158 of the Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
3. *In the section titled "Risk Factors" beginning on page number 19 of the Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
4. *In the chapter titled "Statement of Tax Benefits" beginning on page number 120 of the Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
5. *In the chapter titled "Management's Discussion and Analysis of Financial Conditions and Results of Operations" beginning on page number 234 of the Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section.*

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Certain Conventions

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

Unless stated otherwise, all references to page numbers in this Draft Red Herring Prospectus are to the page number of this Draft Red Herring Prospectus.

Financial Data

Unless stated otherwise, the financial data included in this Draft Red Herring Prospectus are extracted from the restated consolidated financial statements of our Company, prepared in accordance with the applicable provisions of the Companies Act and Indian GAAP and restated in accordance with SEBI (ICDR) Regulations, as stated in the report of our Peer Reviewed Auditors, set out in the section titled *"Consolidated Financial Statements as Restated"* beginning on page 232 this Draft Red Herring Prospectus. The restated Consolidated Financial Statements of our Company, for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024 prepared in terms of the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, the SEBI ICDR Regulations, 2018; and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India, as amended from time to time (the "Guidance Note"), comprising the restated consolidated statement of assets and liabilities for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024,the restated consolidated statements of profit and loss (including other comprehensive income), the restated consolidated statement of changes inequity, the restated cash flow statement for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024, the summary statement of significant accounting policies, and other explanatory information.

Our Company's financial year commences on 1st April of each year and ends on 31st March of the next year. All references to a particular fiscal year are to the 12-month period ended 31st March of that year. In this Draft Red Herring Prospectus, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding-off. All decimals have been rounded off to two decimal points.

There are significant differences between Indian GAAP, IFRS and US GAAP. The Company has not attempted to quantify their impact on the financial data included herein and urges you to consult your own advisors regarding such differences and their impact on the Company's financial data. Accordingly, to what extent, the financial statements included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices / Indian GAAP. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited. Any percentage amounts, as set forth in "Risk Factors'', "Our Business", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and elsewhere in this Draft Red Herring Prospectus unless otherwise indicated, have been calculated on the basis of the Company's restated consolidated financial statements prepared in accordance with the applicable provisions of the Companies Act and Indian GAAP and restated in accordance with SEBI (ICDR) Regulations, as stated in the report of our Peer Reviewed Auditors, set out in the section titled "Financial Statements, as Restated" beginning on 251 of this Draft Red Herring Prospectus.

Currency and units of presentation

In this Draft Red Herring Prospectus, All references to:

- 'Rupees' or '₹' or 'Rs.' are to Indian Rupees, the official currency of the Republic of India.
- 'U.S.$', 'U.S. Dollar', 'USD' or 'U.S. Dollars' are to United States Dollars, the official currency of the United States of America.

In this Draft Red Herring Prospectus, our Company has presented certain numerical information. All figures have been expressed in "lakhs" of units or in whole numbers where the numbers have been too small to be represented in lakhs. One lakh represents 1,00,000 and ten lakhs represents 10,00,000 and one crore represents 1,00,00,000 and ten crores represents 10,00,00,000. However, where any figures that may have been sourced from third-party industry sources may be expressed in denominations other than lakhs, such figures have been expressed in this Draft Red Herring Prospectus in such denominations as provided in their respective sources.

Exchange Rates

This Draft Red Herring Prospectus may contain conversions of certain other currency amounts into Indian Rupees that have been presented solely to comply with the requirements of the SEBI ICDR Regulations. These conversions should not be construed as a representation that these currency amounts could have been, or can be converted into Indian Rupees, at any particular rate, or at all.

Unless otherwise particularly stated in the Draft Red Herring prospectus, the following table set forth, for period indicated, information with respect to the exchange rate between the Rupee and other foreign currencies:

(Amount in Rupees)

Currency	Exchange Rate as on		
	March 31, 2026[$]	**March 31, 2025****	**March 31, 2024***
1 USD	94.65	85.58	83.37

Source: RBI / Financial Benchmark India Private Limited (www.rbi.org.in/scripts/referenceratearchive.aspx))

** Since March 31, 2024, was a Sunday, the exchange rate was considered as on March 28, 2024, being the last working day prior to March 31, 2024.*

*** Since March 31, 2025, was a Public Holiday, the exchange rate was considered as on March 28, 2025, being the last working day prior to March 31, 2025.*

[$] Since March 31, 2026, was a Public Holiday, the exchange rate was considered as on March 30, 2026, being the last working day prior to March 31, 2026.

Industry and Market Data

Unless stated otherwise, industry and market data used in this Draft Red Herring Prospectus has been obtained or derived from the Dun & Bradstreet Information Services India Private Limited ("Dun & Bradstreet") or and publicly available information as well as other industry publications and sources.

Dun & Bradstreet is an independent agency which has no relationship with our Company, our Promoters, any of our directors or Key Managerial Personnel or the Book Running Lead Manager. The Dun & Bradstreet Report has been exclusively commissioned pursuant to an engagement letter with Dun & Bradstreet, for the purpose of confirming our understanding of the industry in which the Company operates, in connection with the Issue. The Dun & Bradstreet Report will be made available on the website of our Company at www.brooksbanquets.com from the date of the Draft Red Herring Prospectus till the Bid/ Issue Closing Date.

Excerpts of the Dun & Bradstreet Report are disclosed in this Draft Red Herring Prospectus and there are no parts, information or data from the Dun & Bradstreet Report which would be relevant for the Issue that have been left out or changed in any manner by our Company for the purposes of this Draft Red Herring Prospectus. The data used in these sources may have been re-classified by us for the purposes of presentation.

Accordingly, the extent to which the market and industry data used in this Draft Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data.

Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors, including those discussed in ***"Risk Factors*** – ***This Draft Red Herring Prospectus contains information from third parties, including an industry report prepared by an independent third-party research agency, Dun & Bradstreet Information Services India Private Limited, which we have commissioned and paid for purposes of confirming our understanding of the industry exclusively in connection with the Issue.",*** on page no. 19 . Accordingly, investment decisions should not be based solely on such information.

Disclaimer of Dun & Bradstreet Information Services India Private Limited.

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

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

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

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

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FORWARD LOOKING STATEMENTS

All statements contained in the Draft Red Herring Prospectus that are not statements of historical facts constitute "forward-looking statements". All statements regarding our expected financial condition and results ofoperations, business, objectives, strategies, plans, goals and prospects are forward-looking statements. These forward-looking statements include statements as to our business strategy, our revenue and profitability, planned projects and other matters discussed in the Draft Red Herring Prospectus regarding matters that are not historical facts. These forward-looking statements and any other projections contained in the Draft Red Herring Prospectus (whether made by us or any third party) are predictions and involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or other projections.

These forward-looking statements can generally be identified by words or phrases such as "will", "aim", "will likely result", "believe", "expect", "will continue", "anticipate", "estimate", "intend", "plan", "contemplate", "seek to", "future", "objective", "goal", "project", "should", "will pursue" and similar expressions or variations of such expressions.

Important factors that could cause actual results to differ materially from our expectations include but are not limited to:

- Changes in consumer spending patterns, preferences and demand for restaurants, banquets, catering and allied hospitality services;
- Our ability to attract and retain customers and maintain consistent occupancy and utilisation levels across our restaurants, banquet halls and other facilities;
- Our ability to maintain and enhance our brand reputation, service quality, food quality and customer experience;
- Competition from existing and new restaurants, banquet venues, hotels, catering businesses and other food and hospitality service providers;
- Changes in the prices and availability of food ingredients, beverages, consumables, fuel, utilities and other raw materials and operating expenses;
- Our ability to manage fluctuations in operating costs, including employee costs, rent, utilities, maintenance and other overhead expenses;
- Dependence on key management personnel, skilled employees and service staff, and our ability to attract, train and retain qualified personnel;
- Seasonal variations, changes in customer footfall and fluctuations in demand for banquet, wedding, social and corporate events;
- Our ability to obtain, renew and maintain requisite licences, registrations, permits and approvals necessary for our business operations;
- Any disruption in our operations due to natural disasters, fire, accidents, epidemics, pandemics, civil disturbances, supply chain disruptions or other unforeseen events;
- Our ability to maintain adequate working capital and effectively manage cash flows and other financial requirements;

For a further discussion of factors that could cause our current plans and expectations and actual results to differ, please refer to the chapters titled *"Risk Factors", "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations"* beginning on page 19, 158 and 234, respectively of this Draft Red Herring Prospectus.

Forward looking statements reflect views as of the date of the Draft Red Herring Prospectus and not a guarantee of future performance. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. Neither our Company/our Directors nor the BRLM, nor any of its affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with SEBI requirements, our Company and the BRLM will ensure that investors in India are informed of material developments until such time as the listing and trading permission is granted by the Stock Exchange(s).

SECTION II- RISK FACTORS

An investment in the Equity Shares involves a high degree of risk. You should carefully consider all the information in this Draft Red Herring Prospectus, including the risks and uncertainties summarized below, before making an investment in our Equity Shares. The risks described below are relevant to the industries our Company is engaged in, our Company and our Equity Shares. To obtain a complete understanding of our Company, you should read this section in conjunction with the chapters titled "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on page numbers 158 and 234, respectively, of this Draft Red Herring Prospectus as well as the other financial and statistical information contained in this Draft Red Herring Prospectus. Prior to making an investment decision, prospective investors should carefully consider all the information contained in the section titled "Financial Information, as Restated" beginning on page number 232 of this Draft Red Herring Prospectus.

If any one or more of the following risks as well as other risks and uncertainties discussed in the Draft Red Herring Prospectus were to occur, our business, financial condition and results of our operation could suffer material adverse effects and could cause the trading price of our Equity Shares and the value of investment in the Equity Shares to materially decline which could result in the loss of all or part of investment. Prospective investors should pay particular attention to the fact that our Company is incorporated under the laws of India and is therefore subject to a legal and regulatory environment that may differ in certain respects from that of other countries.

This Draft Red Herring Prospectus also contains forward looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of many factors, including the considerations described below and elsewhere in the Draft Red Herring Prospectus. These risks are not the only ones that our Company face. Our business operations could also be affected by additional factors that are not presently known to us or that we currently consider to be immaterial to our operations. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify financial or other implication of any risks mentioned herein.

Materiality

The Risk factors have been determined based on their materiality, which has been decided based on followingfactors:

1. Some events may not be material individually but may be material when considered collectively.
2. Some events may have an impact which is qualitative though not quantitative.
3. Some events may not be material at present but may have a material impact in the future.

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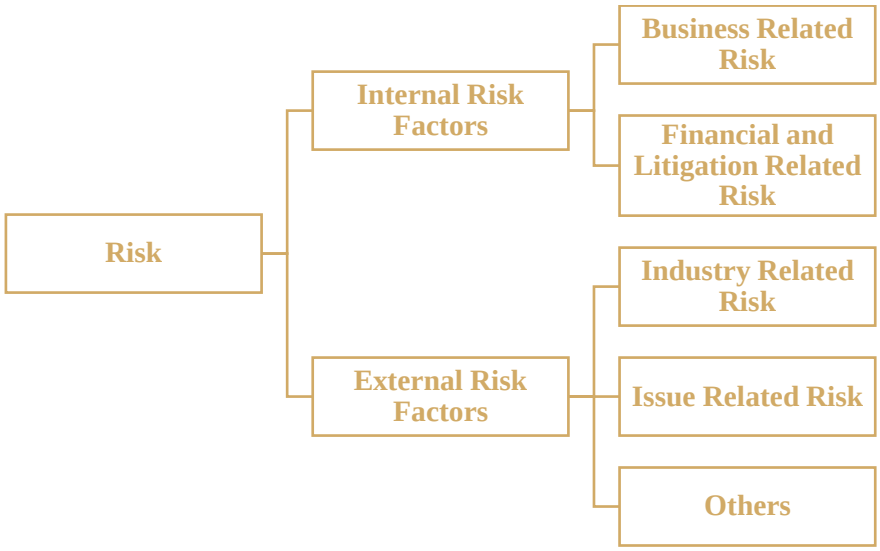
Classification of Risk Factors



Internal Risk Factors

1. ***A Show Cause Notice has been issued by the Securities and Exchange Board of India ("SEBI") to our Promoter, Mr. Kushal Nitinbhai Patel, in connection with alleged violations of securities laws.***

   A Show Cause Notice bearing reference number DIS/17845-17857/2026 dated July 08, 2026 has been issued by the Securities and Exchange Board of India ("SEBI") to Mr. Kushal Nitinbhai Patel, our Promoter, in relation to certain alleged contraventions of the provisions of the SEBI Act, 1992 and the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 ("PFUTP Regulations"). The said notice has been issued by the Securities and Exchange Board of India (SEBI) under rule 4(1) of SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 under section 12A read with Section 27 of SEBI Act, and under Section 3 and 4 of PFUTP Regulations.

   The Show Cause Notice calls upon our Promoter to show cause as to why an inquiry should not be held against him and why appropriate penalty should not be imposed in respect of the alleged contraventions. The proceedings are subject to the applicable regulatory and settlement process. Mr. Kushal Nitinbhai Patel has filed an application for settlement with SEBI on September 03, 2026, in accordance with the SEBI (Settlement Proceedings) Regulations, 2018. The said settlement application is still pending.

2. ***Our business is dependent on the continued availability of the premises on which our existing Banquet and Hotel facility operates, which are held by us on lease. Any termination, disruption or adverse change in our lease arrangements or damage to the premises could adversely affect our business, results of operations, financial condition and cash flows.***

   Our existing banquet, restaurant and accommodation facility, from which we currently conduct our operations, is situated at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India. We have obtained the premises on lease for a period commencing from August 1, 2022 and valid up to July 31, 2037. Accordingly, our ability to continue operating our existing banquet, restaurant and accommodation businesses from these premises is dependent on the continued validity and enforceability of the lease arrangement and our compliance with the terms and conditions thereof.

   Although the lease provides us with a defined tenure, it is subject to various terms and conditions, including provisions relating to payment of rent and termination / revocation under specified circumstances. Any dispute with the lessors, breach of contractual obligations, failure to comply with the terms of the lease, change in ownership or status of the underlying property, or any other circumstances resulting in termination, modification or disruption of the lease arrangement could adversely affect our ability to operate from the existing premises.

   In the event that we are required to vacate the premises, or are otherwise unable to continue operating from the existing location, we may be required to identify and secure an alternative property. There can be no assurance that we would be able to obtain an alternative property having comparable location, accessibility, size, infrastructure and commercial suitability on terms acceptable to us or within a reasonable period. Relocation of our operations could also involve additional expenditure

towards identifying premises, leasing, development, fit-outs, approvals, shifting of equipment and infrastructure and other related costs, and may result in operational disruptions and loss of customers or bookings.

Our existing facility represents an important operating asset for our business and has been developed to include banquet halls, an outdoor Party Lawn, restaurant and dining facilities, catering infrastructure and accommodation rooms. A disruption in the availability or usability of the premises could therefore affect multiple components of our operations simultaneously, including our ability to host events, provide dining and catering services and provide accommodation to guests. Any prolonged interruption could result in cancellation or deferment of events, loss of customer relationships, reduced utilisation of our facilities and a corresponding adverse impact on our revenues and profitability.

In addition, the premises and assets located therein are exposed to risks arising from fire, earthquake, terrorism, impact, natural calamities and other events that may cause physical damage or interruption to our operations. Although we maintain insurance coverage in respect of specified risks, including certain property-related and other insured perils, our insurance policies are subject to deductibles, exclusions, limits, conditions and other terms. There can be no assurance that any loss, damage, business interruption or other consequence arising from such events will be fully covered by our insurance policies or that insurance proceeds, if payable, will be sufficient to restore our operations within the required timeframe.
Further, our proposed expansion strategy also involves operating a new Banquet and Hotel facility on leased premises. Accordingly, our future operations will also depend upon our ability to maintain the relevant lease arrangements and comply with their respective terms and conditions. Any adverse event affecting the availability, development or use of such leased premises could increase the time and cost required to implement our expansion plans and may delay commencement of operations.

While our existing lease provides us with a long-term period of access to the premises, there can be no assurance that our lease arrangements will remain free from disputes, interruptions or other adverse developments throughout their respective terms, or that any future lease arrangements will be renewed or maintained on commercially acceptable terms. Any material disruption to our ability to use our existing or proposed premises could adversely affect our business, results of operations, financial condition and cash flows.

3. ***Our ability to maintain and enhance the reputation of the " " brand is important to our business, and any adverse impact on our reputation or customer perception could adversely affect our business, results of operations, financial condition and cash flows.***

Our business operates under the brand name " ", and our reputation and customer perception are important to our ability to attract customers for our banquet, restaurant and hospitality services in the Ahmedabad region. We have developed a customer-facing presence under the " " brand through our existing facility, restaurant operations, website and digital and social media platforms. As of the date of this Draft Red Herring Prospectus, our Instagram page has more than 9,000 followers, through which we showcase our facilities, events, dining offerings and customer experiences and engage with prospective and existing customers.

Our ability to generate new enquiries, retain existing customers, secure repeat bookings and benefit from customer referrals depends, among other factors, on the quality of our facilities, food and beverage offerings, customer service and our ability to execute events in accordance with customer requirements. The nature of our business, particularly weddings, social functions and corporate events, involves significant customer expectations relating to venue, food, hospitality, service quality and overall experience. Any failure on our part to meet such expectations, including deficiencies in food quality, venue preparation, event coordination, cleanliness, accommodation, customer servicing or other operational aspects, may adversely affect customer satisfaction and our reputation.

Our brand visibility is also supported by our website, social media presence and online customer interactions. Any negative customer reviews, adverse online commentary or unfavourable publicity relating to our facilities, food, services, personnel or events may adversely affect the perception of the Brooks brand and may become visible to prospective customers through digital platforms. Similarly, any material decline in the quality or consistency of our services may adversely affect our customer relationships and future bookings.

Our reputation may also be affected by factors beyond our direct control, including complaints or disputes with customers, vendors or service providers, incidents occurring at our premises, food safety or hygiene-related matters, regulatory actions or other unforeseen events. Any such occurrence may reduce customer confidence in the Brooks brand and adversely affect referrals, repeat business and our ability to attract new customers.

As we intend to further develop Brooks as an integrated hospitality and events brand, our future growth depends, in part, on our ability to maintain customer trust, deliver consistent service quality and protect the reputation of the Brooks brand. There can be no assurance that our efforts to maintain or enhance our brand reputation will be successful or that we will not experience reputational issues in the future.

Any material deterioration in customer perception of our brand, including through adverse reviews, publicity or digital engagement, could adversely affect our ability to attract customers, generate enquiries, secure bookings and benefit from repeat and referral business, and may adversely affect our business, results of operations, financial condition and cash flows.

However, there have been no instances during the last three Financial Years where the reputation of the Company or the our brand has been materially impacted.

4. *We derive our entire revenue from operations from the State of Gujarat.*

Our business operations are currently geographically concentrated in the State of Gujarat, where our existing Banquet, Restaurant and Accommodation facility is located and from where we conduct our banquet, event hosting, restaurant, catering and accommodation operations. For the Financial Years 2024, 2025 and 2026, 100.00% of our revenue from operations was generated from customers in Gujarat. Accordingly, our business and financial performance are significantly dependent on the economic activity, consumer spending, business environment and overall demand conditions prevailing in the State of Gujarat.

Our operations and customer demand may be affected by various regional factors, including a slowdown in economic activity, changes in consumer spending patterns, fluctuations in demand for weddings and social functions, changes in corporate spending on events and gatherings, adverse changes in government policies, taxation or regulatory requirements, political or social disturbances, natural calamities, extreme weather conditions, public health emergencies and other events affecting economic or business activity in Gujarat. The occurrence of any such event could result in postponement or cancellation of events, lower customer footfall, reduced restaurant and accommodation demand, disruption to our operations or a decline in our revenues.

Further, a substantial portion of our customers, vendors and other business relationships are located within Gujarat. Any adverse developments affecting the hospitality, restaurant, banquet or event services sector in the State, including increased competition, changes in local regulations, restrictions affecting public or private gatherings or other regional business disruptions, could adversely affect our operations and growth prospects.

Our geographical concentration also limits our ability to offset any decline in business in Gujarat through revenue generated from other geographic markets. Although we intend to expand our operations and customer catchment within and around Ahmedabad through our proposed Banquet and Hotel facility, our business will continue to remain substantially dependent on the economic and operating environment in Gujarat.

Consequently, any material adverse change in the economic, business, regulatory or operating environment in Gujarat, or any event that adversely affects demand for banquet, restaurant or hospitality services in the State, could materially and adversely affect our business, results of operations, financial condition and cash flows.

The details of our revenue from operations, categorized by geographical location, are set out below:

(In Lakhs)

Name	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Gujarat	1897.47	100%	1247.21	100%	105.98	100%

5. *We derive a significant portion of our revenue from banquet and event hosting services, particularly social events, and our revenue is subject to seasonality and concentration during periods of higher wedding and event activity.*

Our revenue is substantially dependent on our Banquet and Event Hosting Services, which contributed 73.71%, 66.73% and 50.38% of our revenue from operations for Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Within our Banquet and Event Hosting Services, social events, including weddings, wedding-related functions, family celebrations and other social gatherings, constitute a significant component of our revenue.

Accordingly, our business and financial performance are significantly dependent upon continued demand for weddings, wedding-related functions, family celebrations, social gatherings and other events. Any decline in the number or scale of such events, changes in consumer preferences, reduction in discretionary spending, postponement or cancellation of events,

increased competition from banquet halls, hotels, party plots, restaurants or other hospitality venues, or other factors adversely affecting demand for such events could adversely affect our ability to generate revenue.

The demand for our Banquet and Event Hosting Services may also be affected by factors beyond our control, including changes in economic conditions, household spending patterns, customer preferences regarding event formats and venues, restrictions on gatherings, adverse weather conditions, public health emergencies and other circumstances affecting the organisation, timing or attendance of such events. As a significant portion of our revenue is derived from event-based activities, any material reduction in demand could materially and adversely affect our business, results of operations, financial condition and cash flows.

.
The details of our revenue from operations by segment are set out below:

(In Lakhs)

Name	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Banquet and Event Hosting Services	**1398.56**	**73.71%**	**832.21**	**66.73%**	**53.39**	**50.38%**
- Corporate Events	360.51	19.00%	37.4	3.00%	5.78	5.45%
- Social Events	1038.05	54.71%	794.81	63.73%	47.61	44.93%
Restaurant Services	**498.91**	**26.29%**	**415.12**	**33.27%**	**52.59**	**49.62%**
- Revenue from Online / Platform-based Customers	61.47	3.24%	15.46	1.24%	-	-
- Revenue from Walk-in Customers	437.44	23.05%	399.54	32.03%	52.59	49.62%
Total	**1897.47**	**100.00%**	**1247.21**	**100.00%**	**105.98**	**100.00%**

Our business is also subject to seasonality, as demand for weddings, social celebrations and certain other events may be higher during particular periods of the year. Accordingly, our revenue from operations is not necessarily generated evenly throughout the year. For Fiscal 2026, 48.15% of our revenue from operations was generated during Q4 (January–March), while 26.94%, 9.93% and 14.98% was generated during Q3(October–December), Q2(July-September) and Q1(April–June), respectively. For Fiscal 2025, Q3 and Q4 together accounted for 62.08% of our revenue from operations.

The concentration of our revenue during periods of higher wedding, festive and social event activity increases our exposure to disruptions occurring during such periods. Adverse weather conditions, restrictions on gatherings, economic disruptions, changes in the timing of weddings or festivals, cancellations or postponements of events or any other event affecting customer demand during such periods could have a disproportionate adverse effect on our annual revenue and profitability.

The details of our revenue from operations by quarter are set out below:

(In Lakhs)

Particulars	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Q1 Apr-June	284.23	14.98%	244.6	19.61%	-	-
Q2 July-Sept	188.49	9.93%	228.27	18.30%	-	-
Q3 Oct-Dec	511.21	26.94%	359.21	28.80%	-	-
Q4 Jan-Mar	913.54	48.15%	415.12	33.28%	105.98	100.00%
Total	**1897.47**	**100.00 %**	**1247.21**	**100.00%**	**105.98**	**100.00 %**

We intend to increase our focus on corporate events, conferences, business meetings, product launches and other corporate and institutional functions in order to broaden our customer base and diversify our revenue sources. We intend to leverage our existing and proposed banquet and hospitality infrastructure, food and beverage capabilities and, in the proposed facility, conference and accommodation facilities, to cater to a wider range of corporate and business customers.

However, there can be no assurance that our efforts to increase revenue from corporate and other customer segments will be successful or that such segments will generate revenues sufficient to reduce our existing dependence on social events and other event-based demand. Our ability to increase our presence in the corporate events segment will depend on various factors, including demand from corporate customers, competition, pricing, suitability of our facilities and our ability to establish and maintain relationships with corporate and institutional customers.

As part of our growth strategy, we propose to establish an additional Banquet and Hotel facility with approximately 47 accommodation rooms. In addition to catering to guests attending events hosted at the proposed facility, we intend to offer accommodation to standalone customers, including business travellers, visitors, families and other guests travelling to Ahmedabad. We believe that such accommodation facilities may provide an additional avenue for utilisation and revenue generation during periods when banquet and event activity is comparatively lower.

For further details, see "**Objects of the Issue – Capital Expenditure for Setting Up New Banquet and Hotel**" beginning on page 85 of this Draft Red Herring Prospectus.

However, the proposed facility is subject to development, implementation and operational risks, and there can be no assurance regarding the timing of its completion and commencement of operations, actual occupancy levels, room rates or demand for standalone accommodation. Accordingly, there can be no assurance that the proposed accommodation offering or our efforts to increase revenue from corporate customers will successfully reduce the existing concentration or seasonality of our revenue.

Any material reduction in demand for our Banquet and Event Hosting Services, particularly social events, failure to diversify our customer and revenue mix or disruption to our business during periods of higher event activity could materially and adversely affect our business, results of operations, financial condition and cash flows.

6. ***We have certain outstanding litigation against our Company, an adverse outcome of which may adversely affect our business, reputation and results of operations.***

Our Company is party to certain legal proceedings. These legal proceedings are pending at different levels of adjudication before various courts and legal forums. A summary of outstanding litigation proceedings involving our Company, as on the date of this Draft Red Herring Prospectus as disclosed in "***Outstanding Litigations and Material Developments***" on page 251, in terms of the SEBI ICDR Regulations and the Materiality Policy is provided below:

(₹ in lakhs)

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter	Material Civil Litigations	Aggregate amount involved (₹ in Lakhs)
Company						
By the Company	Nil	NA	Nil	NA	Nil	Nil
Against the Company	Nil	Nil	Nil	NA	Nil	Nil
Promoters						
By Promoter	Nil	Nil	Nil	NA	3	Nil#
Against Promoter	Nil	10	Nil	1###	1##	306.48
Directors other than Promoters						
By our directors	Nil	Nil	Nil	NA	Nil	Nil
Against the Directors	Nil	1	Nil	Nil	Nil	0.26
KMP AND SMP						
By our KMP & SMP	Nil	Nil	Nil	NA	Nil	Nil
Against KMP & SMP	Nil	Nil	Nil	Nil	Nil	Nil

#The material civil litigations pertain to writ matters and do not involve any dispute of monetary amount. For further details please refer to "(d) Other pending material litigations filed by the Promoters & Directors of the Company" in the chapter titled "Outstanding Litigations and Material Developments" on page 251.
##To the extent quantifiable.
###This pertains to the Show Cause Notice issued by SEBI. However, no amount is mentioned against the promotor's name in the SCN.

The amounts claimed in these proceedings have been disclosed to the extent. If any new developments arise, such as a change in Indian law or rulings against us by appellate courts or tribunals, we may need to make provisions in our financial statements that could increase our expenses and current liabilities.

We cannot assure you that any of the outstanding litigation matters will be settled in our favour or that no additional liabilities will arise out of these proceedings. In addition to the above, we could also be adversely affected by complaints, claims or legal actions brought by persons, including before consumer forums or sector-specific or other regulatory authorities in the ordinary course of business or otherwise, in relation to our business operations, our intellectual property, our branding or marketing efforts or campaigns or our policies. We may also be subject to legal action by our employees and/or former

employees in relation to alleged grievances, such as termination of employment. We cannot assure you that such complaints, claims or requests for information will not result in investigations, enquiries or legal actions by any regulatory authority or third persons against us.

For further details of certain material legal proceedings involving our Company, our Promoters, our directors, see "**Outstanding Litigations and Material Developments**" beginning on page 251 of this DRHP.

7. ***Our business is operating under various laws which require us to obtain approvals from the concerned statutory/regulatory authorities in the ordinary course of business and our inability to obtain, maintain or renew requisite statutory and regulatory permits and approvals for our business operations could materially and adversely affect our business, prospects, results of operations and financial condition.***

Our business requires us to obtain and renew from time to time certain approvals, licenses, registrations and permits, some of which have expired and for which we have either made or are in the process of making an application for obtaining the approval or its renewal. In particular, our Company has applied for Consent To Establish in respect of our Banquet and Restaurant and for name change in EPFO and ESIC Allotment Letters post its conversion into public limited. Further, these approvals, licenses, registrations and permissions under various regulations, guidelines, circulars and statutes regulated by various authorities for operating our business activities may contain conditions, some of which could be onerous. There can be no assurance that the relevant authorities will issue these approvals or licenses in a timely manner, or at all. In the event of any unanticipated delay in receipt of such approvals, it will have an adverse impact on our business operations.

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, we cannot assure that the approvals, licenses, registrations and permits issued to us would not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. Any failure to renew the approvals that have expired or apply for and obtain the required approvals, licenses, registrations or permits, or any suspension or revocation of any of the approvals, licenses, registrations and permits that have been or may be issued to us, may impede our operations. For further details, see **"*Government and Other Approvals*"** on page 257 of this Draft Red Herring Prospectus. In the event that we are unable to obtain such approvals in a timely manner or at all, our business operations may be adversely affected. We may be involved in any environmental legal proceedings in the course of our business due to non-compliances with terms and conditions of regulatory approvals or authorizations.

8. ***We may be unable to sufficiently obtain, maintain, protect, or enforce our intellectual property and other proprietary rights.***

As on date of this Draft Red Herring Prospectus, we have applied for the registration of trademark " " and "BROOKS RESTAURANT AND BANQUETS" under class 43 of the Trademarks Act, 1999. There can be no assurance that the trademark registration will be granted within the expected timeline or at all.

Pending the registration of these trademarks, any third party may use the above-mentioned trademarks and we may have a lesser recourse to initiate legal proceedings to protect our intellectual property. Further, our applications for the registration of trademarks may be opposed by third parties, and we may have to incur significant cost in relation to these oppositions. In the event we are not able to obtain registrations due to opposition by third parties or if any injunctive or other adverse order is issued against us in respect of any of our trademarks for which we have applied for registration, we may not be able to use such trademarks and / or avail the legal protection or prevent unauthorized use of such trademarks by third parties, which may adversely affect our goodwill and business.

For further details see "***Our Business - Intellectual Property***" and "***Government and Other Statutory Approvals***" on pages 158 and 257, respectively of this Red Herring Prospectus.

9. ***We do not have long-term agreements with a majority of our suppliers and vendors and generally procure food, kitchen-related inputs, consumables and other operating requirements based on our business requirements.***

Our banquet, restaurant and hospitality operations require us to regularly procure food ingredients, kitchen-related inputs, beverages, consumables and other materials and operating supplies required for our events and dining operations. We generally procure such requirements based on our anticipated business requirements and event schedules and do not have long-term supply agreements with a majority of our suppliers and vendors that obligate them to supply such products to us at predetermined prices or for specified volumes over an extended period.

Accordingly, our ability to operate our banquet, restaurant and hospitality facilities depends, in part, on the continued availability of adequate quantities and appropriate quality of food ingredients, kitchen inputs, consumables and other supplies

from our suppliers. Any shortage or interruption in supply, delay in delivery, deterioration in quality, failure by suppliers to meet our requirements, or inability to source such products from alternate suppliers within the required timeframe could adversely affect our ability to provide services to customers and execute events as scheduled.

Further, the prices of food ingredients and other operating inputs may fluctuate due to factors beyond our control, including changes in commodity prices, agricultural conditions, supply conditions, transportation costs, inflation and other market factors. Since a substantial portion of our procurement is undertaken based on prevailing market conditions and business requirements, we may not always be able to pass on increases in input costs to our customers in a timely manner or in full. Any significant increase in procurement costs could adversely affect our operating margins and profitability.

While we maintain relationships with suppliers and vendors and may identify alternative sources for certain requirements, there can be no assurance that such alternatives will always be available or that we will be able to obtain comparable products at commercially acceptable prices and within the required timeframe. Any disruption in our supplier relationships or inability to procure essential inputs may result in increased procurement costs, delays in event preparation, inability to meet customer requirements or deterioration in service quality.

Our proposed expansion may also increase our overall procurement requirements. Although higher procurement volumes may provide opportunities for us to negotiate improved commercial terms with suppliers, there can be no assurance that such benefits will be realised or that our suppliers will continue to provide supplies on terms acceptable to us as our procurement requirements increase.

Any material disruption in our supply chain, significant increase in input costs, deterioration in the quality of supplies, or inability to obtain adequate supplies on commercially acceptable terms could adversely affect our ability to operate our banquet, restaurant and hospitality businesses and may materially and adversely affect our business, results of operations, financial condition and cash flows.

10. ***Our business is dependent on the availability, performance and retention of our employees and other personnel, and any shortage of suitably skilled personnel or high attrition could materially and adversely affect our business.***

Our banquet, restaurant and hospitality operations are significantly dependent on the availability, performance, skills and service standards of our employees and other personnel. Our employees are involved in various critical functions, including food preparation and cooking, food and beverage service, banquet and event execution, customer servicing, housekeeping, accommodation services and facility operations. The quality of the customer experience is therefore dependent, to a significant extent, on the ability of our personnel to perform these functions effectively and consistently.

In particular, our chefs and kitchen personnel are responsible for food preparation and maintaining consistency in taste, quality and presentation, while our waiters, banquet personnel and other service staff directly interact with customers and guests and are responsible for delivering food, beverage and hospitality services. Similarly, housekeeping and accommodation personnel are responsible for maintaining cleanliness, hygiene and guest service standards. Any shortage of suitably skilled personnel, high employee attrition, absenteeism, inadequate training or failure of our personnel to perform their responsibilities effectively could adversely affect our ability to provide consistent service and execute events in accordance with customer requirements.

Our banquet and restaurant business also experiences periods of higher demand, including during wedding seasons, festive periods and other peak event periods. During such periods, our operations may require us to manage a larger number of customers and events within shorter periods. Any shortage of personnel or inability to source adequate staff during such periods could result in increased workload, delays in service delivery, reduced service quality or inability to meet customer requirements.

Our food and beverage operations further depend on the quality and freshness of food ingredients and kitchen-related inputs procured by us, as well as their appropriate storage, handling and preparation by our kitchen personnel. Any use of sub-standard or contaminated ingredients, inadequate food handling or storage, improper preparation or other hygiene-related lapse could adversely affect the quality or safety of food served by us and expose us to customer complaints, claims, regulatory action and reputational damage.

The nature of our business requires our personnel to coordinate multiple activities during an event, including venue preparation, food preparation and service, guest servicing, banquet operations, accommodation-related services and other event requirements. Any deficiency in coordination or execution, including delays, inadequate staffing, poor service responsiveness or failure to comply with agreed customer requirements, could adversely affect the overall customer experience.

Further, the quality of our services and customer experience can directly influence customer reviews, referrals, repeat bookings and the reputation of our brand. Any material deterioration in service quality or a food safety, hygiene or service-related incident could adversely affect our customer relationships and future business, including through adverse publicity or negative reviews on digital and social media platforms.

We seek to recruit and retain personnel and maintain processes relating to training, supervision, food handling, hygiene, customer service and event execution. However, there can be no assurance that we will be able to retain suitably skilled employees, recruit additional personnel as required or ensure consistent performance across all functions. There can also be no assurance that our training, supervision and operational controls will prevent every instance of service deficiency or employee-related error.

The details of our employees as of July 31, 2026 are set out below:

Sr. No.	Particulars	Number of employees
1	Accounting	3
2	F & B Kitchen	18
3	F & B Services	20
4	Housekeeping	3
5	Human Resource	2
6	Management	1
7	Operations	2
8	Sales & Marketing	11
9	Secretarial	1
Total		**61**

Our ability to maintain consistent food quality, hygiene and service standards is therefore dependent on the availability, competence, retention and performance of our personnel, as well as our ability to effectively manage food procurement, preparation and customer servicing. Any material shortage or loss of key personnel, high attrition, inadequate staffing during peak periods or failure by our employees and other personnel to maintain the expected standards could result in customer dissatisfaction, cancellation or loss of bookings, adverse reviews, claims or regulatory consequences and may materially and adversely affect our business, results of operations, financial condition and cash flows.

11. ***Our business depends on the timely maintenance and upkeep of our hospitality infrastructure and customer-facing facilities.***

Our operations depend on the continued availability, functionality and appropriate upkeep of our banquet halls, Party Lawn, restaurant and dining areas, accommodation rooms, commercial kitchen and other hospitality infrastructure. The condition, cleanliness, presentation and functionality of these facilities are important to the overall customer experience and to our ability to host events and provide hospitality services.

Our facilities include various critical systems and customer-facing infrastructure, including air-conditioning systems, electrical systems, kitchen equipment, plumbing and water systems, lighting, furniture, fixtures, crockery, cutlery, serving equipment, washrooms and other event-related infrastructure. These assets require regular inspection, servicing, cleaning, repair and maintenance to remain operational and suitable for use. Any failure to undertake timely or adequate maintenance could result in equipment breakdown, deterioration in the condition or presentation of our premises or interruption of one or more of our services.

In particular, breakdown or malfunction of critical infrastructure such as air-conditioning, kitchen equipment, electrical systems, water and plumbing facilities or other essential services during an event could disrupt event operations and adversely affect customer experience. Depending on the nature and duration of the disruption, we may be required to incur additional expenditure for emergency repairs, replacement or alternative arrangements and may also face cancellation, postponement or dissatisfaction from customers.

The cleanliness and presentation of customer-facing facilities are also important considerations in the hospitality and event business. This includes maintaining appropriate standards for banquet spaces, dining areas, washrooms, accommodation rooms, crockery, cutlery, serving equipment, furniture and other facilities directly used or viewed by customers. Any failure to maintain these facilities in an appropriate hygienic, clean and presentable condition may adversely affect customer perceptions of our services and the “Brooks” brand.

Further, certain maintenance and repair requirements may involve third-party service providers, specialised technicians or replacement parts. There can be no assurance that such services or parts will always be available when required or that repairs can be completed without delay. Any prolonged breakdown or unavailability of critical infrastructure could limit the capacity of our facility, affect event execution and result in loss of revenue and additional operating costs.

We seek to undertake routine maintenance, cleaning and upkeep of our premises and equipment and to address repair requirements as they arise. However, there can be no assurance that all breakdowns, maintenance requirements or deterioration can be anticipated or prevented, or that our maintenance practices will always be adequate.

Any significant breakdown, inadequate maintenance, deterioration in facility standards or prolonged interruption of critical hospitality infrastructure could result in customer dissatisfaction, cancellation or postponement of events, adverse reviews, additional repair and replacement costs and loss of business and may materially and adversely affect our business, results of operations, financial condition and cash flows.

However, there have been no material instances during the last three Financial Years involving structural failure of our Restaurant and Banquet Business that have materially adversely affected our business, results of operations or financial condition.

12. ***Our business depends on our ability to consistently maintain the quality, hygiene and safety of food and services provided by us.***

Our banquet, restaurant and hospitality business is dependent on our ability to consistently provide quality food, satisfactory service and a positive customer experience. Customers selecting venues for weddings, social celebrations, corporate events and other functions may place significant importance on food quality and taste, hygiene in food preparation, responsiveness of our personnel, hospitality standards and the overall execution of the event. Any deterioration in these aspects may adversely affect customer satisfaction, our reputation and our ability to attract repeat and referral business.

Our food and beverage operations require us to procure food ingredients, kitchen-related inputs and other consumables and prepare and serve such products through our commercial kitchen and dining facilities. The quality, freshness and suitability of the inputs procured by us are important to maintaining our food and beverage standards. Any procurement of sub-standard or contaminated ingredients, inadequate storage or handling, deficiencies in food preparation, improper food handling or other hygiene-related lapses could adversely affect the quality and safety of the food served by us and expose us to customer complaints, claims, regulatory action or reputational damage.

Our ability to provide consistent service also depends on the availability, competence and performance of our employees and other personnel involved in food preparation and service, event execution, customer servicing, housekeeping, accommodation and facility management. Any shortage of appropriately skilled personnel, employee attrition, absenteeism, inadequate training or failure of personnel to meet our expected service standards could adversely affect our ability to serve customers and execute events as scheduled.

The nature of our business requires us to coordinate several activities simultaneously during events, including food and beverage service, guest servicing, event coordination and other hospitality requirements. Any failure in execution, including delays, inadequate staffing, poor service responsiveness or failure to comply with agreed customer requirements, could adversely affect the overall customer experience.

Further, any food safety incident, customer complaint, adverse review or other negative experience arising from the food or services provided by us could adversely affect customer confidence and the reputation of the "Brooks" brand. Such matters may also receive greater visibility through online review platforms and social media, potentially affecting future enquiries, bookings, repeat business and referrals.

We seek to maintain standard operating processes relating to procurement, food preparation, food handling, hygiene, customer servicing, staff management and event execution. However, there can be no assurance that these processes and controls will always be effective or that we will be able to prevent every instance of food quality issue, hygiene lapse, service deficiency or customer dissatisfaction.

Any material failure to maintain the expected food quality, hygiene, service or hospitality standards could adversely affect our reputation, customer relationships and future bookings and may materially and adversely affect our business, results of operations, financial condition and cash flows

13. ***The hospitality and event solutions market in which we operate is competitive and fragmented***

The banquet, restaurant and hospitality market in Ahmedabad and the surrounding areas is competitive and fragmented, with competition arising from a range of organised and unorganised operators, including standalone banquet halls, party plots, restaurants, hotels, caterers, decorators and other event and hospitality service providers. Depending upon the nature and requirements of an event, customers may choose an integrated hospitality facility or may arrange individual components of an event through multiple service providers.

Given the nature and combination of our offerings, we believe that there is no directly comparable peer offering the same combination of banquet and event facilities, outdoor event spaces, restaurant and dining facilities, themed dining experiences and on-site accommodation under a single operating platform. However, we compete with various operators for customers and event bookings across individual components of our overall offering. In particular, standalone party plots and banquet venues may compete with us for venue bookings, restaurants and caterers may compete for food and beverage requirements, and hotels and other accommodation providers may compete for accommodation requirements.

Some of our existing and potential competitors may have greater financial resources, longer operating histories, stronger local customer relationships, larger or more diverse facilities, established brands or greater marketing capabilities than us. In addition, certain unorganised and smaller regional operators may have lower operating costs or greater flexibility in pricing and commercial terms, which may enable them to compete aggressively for customers.

Competition may also increase as new banquet, hospitality and event service providers enter the market or as existing operators expand their facilities and service offerings. Competitors may offer customers lower prices, greater discounts, customised packages, additional services or alternative venue configurations, which may require us to respond through pricing, service offerings or other commercial terms. Such competitive pressures may affect our ability to attract new customers, retain existing customers, secure repeat bookings or maintain our pricing and margins.

Our ability to compete effectively depends on several factors, including location and accessibility of our facility, venue capacity and flexibility, quality of food and beverage offerings, hygiene and service standards, accommodation facilities, customer experience, brand reputation, pricing, digital presence and our ability to execute events in accordance with customer requirements. Any deterioration in any of these factors, or our inability to respond effectively to changing customer preferences and competitive conditions, may adversely affect our competitive position.

Further, the fragmented nature of the market means that customers may compare our offering with alternative event arrangements involving separate party plots, banquet venues, caterers, decorators, restaurants and hotels. While our integrated offering is intended to provide customers with greater convenience by addressing multiple requirements at a single location, there can be no assurance that customers will prefer an integrated offering over such fragmented alternatives.

As we expand our operations, we may also face competition from larger organised hospitality providers and other operators with established customer bases and greater resources. There can be no assurance that we will be able to maintain our competitive position, differentiate our offerings successfully or secure adequate event bookings at commercially acceptable prices.

Any sustained increase in competitive intensity, aggressive pricing by competitors, loss of customers to alternative service providers or inability to differentiate our offerings and maintain the expected level of service could materially and adversely affect our business, results of operations, financial condition and cash flows.

14. ***Our ability to attract customers depends on the effectiveness of our sales, marketing and customer engagement initiatives, and our inability to maintain customer visibility and generate new and repeat business could adversely affect our business.***

Our ability to generate enquiries and bookings for our banquet, restaurant and hospitality services depends, in part, on our ability to effectively market our facilities, maintain customer engagement and develop awareness of the "Brooks" brand. We attract customers through a combination of direct customer engagement, referrals, repeat customers, event booking agents, digital and social media platforms and our restaurant operations.

Our water-themed outdoor restaurant and three indoor gazebo dining spaces also provide an important customer touchpoint through which prospective customers may experience our food, ambience and hospitality services before considering us for their future event requirements. Customers may visit our restaurant as walk-in customers or through digital dining and reservation platforms. If we are unable to effectively leverage these customer interactions to create awareness of our broader banquet and hospitality offerings, we may not be able to convert such interactions into future enquiries or bookings.

Our digital presence also forms part of our customer acquisition and brand-building efforts. We use our website, social media platforms and digital marketing initiatives, including seasonal promotional campaigns, to showcase our facilities, events, dining offerings and customer experiences and to generate customer engagement. As of the date of this Draft Red Herring Prospectus, our Instagram page has more than 9,000 followers. Any inability to maintain an effective digital presence, appropriately target prospective customers or adapt our digital marketing initiatives to changing customer preferences may reduce our visibility and negatively affect customer enquiries and bookings.

A significant part of our business is also generated through customer referrals and repeat relationships. Positive customer experiences following weddings, family functions, corporate events and other gatherings may result in repeat bookings or referrals to other prospective customers. Conversely, negative customer experiences, inadequate post-event engagement or our inability to maintain relationships with existing customers may reduce referrals and repeat business.

Our ability to attract customers may also be affected by changes in customer preferences, event formats, spending patterns and methods through which customers identify and evaluate hospitality venues. Customers may increasingly rely on online reviews, social media, digital recommendations, venue comparison platforms or other channels when selecting banquet and hospitality providers. Competitors may also undertake more aggressive digital marketing, influencer-led promotions, seasonal campaigns or other customer acquisition initiatives, which may make it more difficult for us to maintain visibility among our target customer segments.

Our sales and marketing initiatives also involve expenditure and management resources, and there can be no assurance that such initiatives will result in proportionate enquiries, bookings or revenue. There can be no assurance that our marketing campaigns, restaurant-led customer engagement, referral initiatives or digital presence will remain effective or that we will be able to maintain the visibility and customer engagement associated with our brand.

Although we intend to strengthen our digital marketing, restaurant-led customer engagement and customer relationship initiatives as we expand our operations, there can be no assurance that such initiatives will successfully increase our customer base, generate sufficient event bookings or reduce our dependence on existing customer acquisition channels.

Any inability to effectively market our offerings, maintain customer visibility, convert customer interactions into enquiries, develop referrals and repeat business or respond to changing customer preferences and competitive marketing practices could adversely affect our ability to generate bookings and revenue and may materially and adversely affect our business, results of operations, financial condition and cash flows.

15. ***The industry in which we operate is subject to various threats and challenges as identified in the industry report titled "Integrated Hospitality & Event Solutions in India" dated September 03, 2026, prepared by Dun & Bradstreet Information Services India Private Limited ("D&B") and commissioned by our Company (the "Industry Report"). Such risks and challenges may adversely affect our business, results of operations, financial condition and cash flows.***

The hospitality industry in which we operate is subject to various risks and challenges, including those identified in the Industry Report. These risks and challenges include, inter alia:

• Rising Input and Operational Costs while Maintaining Consistency in Service

The Indian hospitality industry is exposed to increases in the cost of food ingredients, utilities, labour, maintenance, rent and other operating inputs, which may place pressure on profitability and operating margins. Food cost inflation, particularly in key ingredients such as vegetables, dairy products and edible oils, may affect the cost of food preparation and banquet catering. At the same time, hospitality businesses are required to maintain consistent service quality despite increases in operating costs and a price-sensitive customer base. Failure to effectively manage such costs while maintaining expected service standards may adversely affect profitability.

• Dependence on Seasonal and Event-based Demand and Customer Retention

Banquet and event-related businesses are generally subject to seasonal and event-driven demand, with higher activity during wedding seasons, festivals and auspicious dates and comparatively lower activity during other periods. Fixed and semi-fixed costs such as rent, salaries, utilities and maintenance may continue to be incurred even during periods of lower utilisation, which may adversely affect cash flows and profitability. Restaurant demand may also fluctuate based on weekends, holidays, weather conditions and economic conditions. Further, customer retention may be affected by competition, price sensitivity, customer preferences and online reviews, requiring businesses to maintain consistent service quality and ongoing customer engagement.

• Menu Innovation and Culinary Differentiation

Restaurants and catering businesses operate in an environment where customers may expect variety, menu innovation and differentiated dining experiences. Introducing new or customised dishes may require additional sourcing, staff training and operational resources and may increase costs or complexity. Frequent changes in menu offerings may also affect kitchen processes and result in wastage if demand for new offerings is uncertain. In banquet catering, customised menus may further increase complexity due to differences in customer preferences and the requirement to prepare food in larger quantities. Hospitality businesses therefore need to balance menu variety and innovation with operational feasibility, consistency, cost efficiency and profitability.

• Skilled Labour Shortage and High Attrition

The hospitality industry is dependent on the availability of skilled and trained personnel, including chefs, kitchen staff, service personnel and event operations personnel. The availability of suitably skilled manpower may be constrained in certain markets, while high employee attrition arising from demanding working conditions, working hours and other factors may increase recruitment and training costs. Frequent employee turnover may also affect service consistency, operational efficiency and customer experience. Hospitality businesses may therefore need to incur additional expenditure on recruitment, training, employee engagement and retention to maintain service standards.

• Regulatory Compliance and Licensing Challenges

The hospitality sector is subject to a range of regulatory, licensing and compliance requirements, which may vary depending on the nature and location of operations. These may include requirements relating to food safety, fire and life safety, health and hygiene, municipal permissions, premises and building requirements, labour and employment and other applicable statutory matters. Obtaining, maintaining and renewing applicable approvals may involve time, costs and compliance obligations. Changes in regulatory requirements or any failure to comply with applicable laws may result in additional expenditure, penalties, restrictions on operations or other regulatory consequences.

The above risks and challenges may arise due to factors beyond our control and may affect customer demand, consumer spending patterns, operating and input costs, availability and retention of skilled personnel, regulatory requirements, competitive intensity and other aspects of the hospitality and event services industry.

If any of the risks and challenges identified in the Industry Report materialize, or if the hospitality industry experiences adverse developments for any other reason, our business, results of operations, financial condition and cash flows could be materially and adversely affected.

For further details, please refer to the section titled **"Industry Overview"** beginning on page 126 of this Draft Red Herring Prospectus, which includes extracts from the Industry Report.

16. ***Our business is dependent on customers' discretionary spending and demand for banquet, restaurant and hospitality services. Any economic slowdown, reduction in discretionary spending or unforeseen event affecting consumer or business activity could materially and adversely affect our business.***

Our business is dependent upon demand from individuals, families, corporate organisations and other customers for banquet, event hosting, restaurant, catering and accommodation services. A significant portion of our revenue is generated from social events, including weddings, wedding-related functions, family celebrations and other gatherings. Demand for such services is influenced, among other factors, by customers' discretionary spending capacity, consumer confidence, household economic conditions and prevailing business conditions.

During periods of economic slowdown, recession, inflationary pressures, reduced household income, unemployment or deterioration in consumer confidence, customers may reduce discretionary expenditure on weddings, celebrations, dining and other social functions, defer or postpone events, reduce the scale of functions or seek lower-cost alternatives. Similarly, corporate customers may reduce expenditure on conferences, meetings, corporate functions, product launches and other business-related events during periods of economic uncertainty or weaker business activity. Any such reduction in spending or demand could adversely affect our bookings, restaurant footfall, accommodation occupancy and overall revenues.

Our business may also be adversely affected by unforeseen events that disrupt social, business or travel activity. These may include public health emergencies or disease outbreaks, restrictions on gatherings or movement, natural calamities, adverse weather conditions, political or social disturbances and other events that may result in cancellation, postponement or reduction

in the number of weddings, social functions, corporate events or dining occasions. Such events may also affect the ability or willingness of guests and customers to travel to our facilities.

Further, changes in consumer preferences, event budgets and spending patterns may result in customers opting for smaller functions, alternative venues, lower-cost service providers or different methods of organising events. In a competitive and fragmented market, customers may also become more price-sensitive during periods of economic uncertainty, which could put pressure on our pricing and operating margins.

Although we intend to broaden our customer base by increasing our focus on corporate events and other customer segments and, through the proposed facility, develop additional accommodation revenue from standalone customers, there can be no assurance that these initiatives will successfully offset any reduction in demand from social events or other customer categories. The proposed accommodation business will also remain subject to occupancy levels, room rates, seasonality and prevailing market conditions.

Since a significant portion of our revenue is presently derived from discretionary spending on weddings, social functions, dining and other hospitality services, any material deterioration in economic conditions or any unforeseen event that adversely affects consumer or business activity could reduce customer demand and adversely affect our utilisation levels and revenues.

Accordingly, any economic downturn, reduction in discretionary spending, decline in consumer or business confidence, public health emergency, disease outbreak, restrictions on gatherings or other unforeseen disruption affecting customer demand could materially and adversely affect our business, results of operations, financial condition and cash flows.

17. *Our business is dependent on the experience, expertise and continued services of our Directors.*

Our business has been developed under the guidance and leadership of our Directors and is, to an extent, dependent on their experience, industry knowledge, business relationships and understanding of the banquet and hospitality industry. Our Directors are responsible for formulating our business strategies, overseeing our operations, maintaining relationships with various stakeholders, identifying business opportunities and guiding the overall growth and development of our Company.

In particular, Ronak Vasantbhai Patel, aged 37 years, is one of our Promoters and the Managing Director and Chairman of our Company. He has over 11 years of experience across various business and hospitality-related ventures. He has been associated with various business and hospitality ventures, including as a a designated partner in Maitrisatya Palace LLP and a partner in Tasty Restaurant, Hotel Pleasant, Dinner Bell 2 and Topaz Restaurant and Banquet. His experience across these business and hospitality-related ventures provides him with exposure to hospitality operations, customer service, business management and related operational and commercial matters. As the Managing Director and Chairman of our Company, he is responsible for providing strategic direction, overseeing our operations, maintaining service standards and driving the growth and development of our business

For further details regarding the experience and background of our Directors and Key Managerial Personnel, see "Our Management" beginning on page 203 of this Draft Red Herring Prospectus.

If any of our Directors or Key Managerial Personnel are unable or unwilling to continue with us due to resignation, retirement, incapacity or any other reason, or if we are unable to attract, retain or replace such personnel with individuals possessing comparable experience and expertise within a reasonable period, our business operations, strategic decision-making, customer relationships and future growth prospects may be adversely affected. The loss of the services of key personnel may also result in disruption to our operations, delays in implementation of our business strategies and increased dependence on other members of our management team.

18. *Our Company has in the past not complied with the certain provisions of the Companies Act, 2013*.

In the past, there have been certain instances of delays in filing statutory forms which have been subsequently filed by payment of an additional fee as specified by RoC.

Following are the instances of delay:

(₹ in Lakhs)

Sr. No.	Particulars	Date of Event	Due Date	Date of Filing	Period of Delay (Days)	Late Filing Fees (₹)
1	Fee for Form INC-20A	28-06-2022	25-12-2022	29-12-2022	4	0.01
2	Fee for Form AOC-4 (2023-24)	30-09-2024	29-10-2024	08-11-2024	10	0.01

3	Fee for DPT 3 (2023-24)	30-06-2024	30-06-2024	07-03-2025	250	0.07
4	Fee For Form INC-27	12-12-2025	27-12-2025	29-12-2025	2	0.01
5	Fee for Form MGT-14	02-06-2026	02-07-2026	25-08-2026	55	0.02
6	Fee for Form MGT-14	02-06-2026	02-07-2026	02-09-2026	63	0.04
7	Fee for Form MGT-14	02-06-2026	02-07-2026	08-09-2026	69	0.04
8	Fee for Form MGT-14	02-06-2026	02-07-2026	08-09-2026	69	0.04

Further, No show cause notice in respect to the above has been received by the Company till date and no penalty or fine has been imposed by any regulatory authority in respect to the same. It cannot be assured, that there will not be such instances in the future or the Company will not commit any further delays in relation to its reporting requirements, or any penalty or fine will not be imposed by any regulatory authority in respect to the same.

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

Transactions with related parties are as follows:

(Amount in Lakhs)

Nature of transactions	Type of relationship	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Loan Taken				
Amitkumar Govindbhai Patel	Director	-	9.80	340.00
Jimit Amitkumar Patel	Director	-	1.90	15.00
Ronak Vasantbhai Patel	Director	11.73	77.58	133.00
Riya Harshit Shah	Relative of Director	-	5.90	-
Nitinbhai Govindbhai Patel	Relative of Director	-	10.00	111.70
Imdadali Mikdadali Ganthiya	Director	0.56	2.51	62.50
Repayment of Loan				
Amitkumar Govindbhai Patel	Director	2.18	48.63	300.00
Imdadali Mikdadali Ganthiya	Director	67.06	16.01	-
Jimit Amitkumar Patel	Director	-	17.40	-
Ronak Vasantbhai Patel	Director	86.29	148.01	2.00
Mikdadali Jivabhai Ganthiya	Relative of Director	1.50	-	-
Riya Harshit Shah	Relative of Director	-	6.40	-
Nitinbhai Govindbhai Patel	Relative of Director	-	122.50	1.70

Balances outstanding are as follows:

(Amount in Lakhs)

Nature of balances	Type of relationship	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Loan Payable				
Amitkumar Govindbhai Patel	Director	-	2.18	41.00
Imdadali Mikdadali Ganthiya	Director	-	66.50	80.00
Mikdadali Jivabhai Ganthiya	Relative of Director	-	1.50	1.50
Ronak Vasantbhai Patel	Director	-	74.56	145.00
Nitinbhai Govindbhai Patel	Relative of Director	-	-	112.50
Jimit Amitkumar Patel	Director	-	-	15.50
Riya Harshit Shah	Relative of Director	-	-	0.50

While all such transactions have been conducted on an arm's length basis and in the ordinary course of business and as per the Companies Act, 2013 and other applicable laws, there can be no assurance that we could not have achieved more favourable terms. Furthermore, it is likely that we may enter into related party transactions in the future. 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.

20. *Our Consent to Operate for our existing Tragad facility has been applied for and is pending approval, and any delay or adverse outcome in obtaining the requisite approval may adversely affect our business and operations*.

We have obtained Consent to Establish ("CTE") for our existing Banquet and Hotel facility at Tragad and our proposed Banquet and Hotel facility at Ognaj. As of the date of this Draft Red Herring Prospectus, we have applied for Consent to Operate ("CTO") in respect of our existing Tragad facility, and the application is pending before the relevant authority.

The process of obtaining the CTO may involve regulatory review, inspection, submission of additional information and compliance with applicable environmental and pollution control requirements. There can be no assurance that the CTO will be granted within the anticipated timeframe or without additional conditions or requirements.

Further, the proposed Ognaj facility is presently under development and the requisite CTO will be applied for upon completion of the facility and prior to commencement of operations, as applicable. Any delay or adverse outcome in obtaining or maintaining the requisite consent may result in additional compliance requirements or costs.

Accordingly, any delay, adverse conditions or inability to obtain the requisite Consent to Operate or comply with applicable pollution control requirements may materially and adversely affect our business, results of operations, financial condition and cash flows.

21. *If we are unable to renew or continue the lease arrangements on commercially acceptable or favourable terms in the future, it may adversely impact our operations*

Our existing Banquet and Hotel facility at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India is operated from premises obtained by us on lease for a period commencing from August 1, 2022 and valid up to July 31, 2037. While the existing lease provides us with a defined period of access to the premises, our continued ability to operate from such premises remains subject to the terms and conditions of the lease agreement, including our compliance with our contractual obligations.

Further, our future growth and expansion may require us to secure additional premises on lease. Our proposed Banquet and Hotel facility at Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India is also proposed to be operated from leasehold premises. Our ability to implement and operate such facility is therefore dependent, among other factors, on our continued right to use the premises and compliance with the applicable lease terms. There can be no assurance that we will always be able to secure or maintain suitable premises on commercially acceptable terms.

Any dispute with the lessors, breach of the lease terms, premature termination in accordance with the terms of the agreement, or any other circumstance affecting our continued right to use the premises could require us to relocate our existing operations. Relocation of our Banquet and Hotel facility could involve significant expenditure towards identifying and securing alternative premises, obtaining applicable approvals, developing or modifying the premises, shifting equipment and infrastructure and re-establishing operations. Such relocation may also result in operational disruption, loss of bookings, customer inconvenience and adverse impact on our reputation and revenues.

The availability and commercial terms of suitable premises may be influenced by factors beyond our control, including availability of suitable properties, demand for commercial and hospitality properties, landowner expectations, prevailing lease rentals, changes in property values, competing demand from other hospitality operators and other commercial considerations. Any increase in lease rentals or other occupancy costs could increase our operating expenses and adversely affect our profitability.

22. *Our ability to generate revenue depends on achieving adequate utilisation of our banquet and event facilities. If we are unable to maintain or improve the utilisation of our existing facilities, our revenue generation and profitability may be adversely affected.*

Our business involves significant investment in and ongoing operating costs associated with our banquet halls and outdoor event facilities, and our revenue generation is dependent, among other factors, on our ability to secure bookings and utilise the available capacity of these facilities. While our number of functions and booked days has increased over the periods under review, a significant portion of the available days of our venues remains unbooked. ***Read with RF -4 We derive a significant***

portion of our revenue from banquet and event hosting services, particularly social events, and our revenue is subject to seasonality and concentration during periods of higher wedding and event activity.

Our ability to improve and maintain venue utilisation depends on several factors, including customer demand, seasonality, wedding and event calendars, pricing, competition, location, customer preferences, our sales and marketing efforts and prevailing economic conditions. During periods of lower event activity, including periods outside peak wedding and festive seasons, demand for banquet and event venues may decline, resulting in lower utilisation of our facilities.

Further, each venue configuration may have different demand characteristics depending on the nature, size and format of events. For example, the Party Lawn may be more dependent on outdoor weddings and larger social functions, while indoor banquet halls may cater to a wider range of events. Any prolonged decline in demand for a particular venue or event format could result in lower utilisation of the corresponding facility.

Although we intend to increase our customer acquisition efforts through direct marketing, digital and social media initiatives, referrals, restaurant-led customer engagement and corporate outreach, there can be no assurance that such initiatives will result in sufficient bookings or that we will be able to improve utilisation levels of our existing facilities. Increased competition or changes in customer preferences may also require us to offer discounts, packages or other commercial concessions to secure bookings, which could adversely affect our realisations and margins.

Our proposed expansion will further increase our available hospitality capacity. Accordingly, our future financial performance will also depend on our ability to generate adequate demand and achieve satisfactory utilisation of the proposed facility, including its banquet, restaurant and accommodation components. Any failure to achieve the anticipated utilisation levels may result in underutilisation of the assets and delay the recovery of the investment made in the proposed project.

The details of utilisation of our existing banquet and event facilities are set out below:

Capacity and Capacity Utilisation of Banquets and Event Hosting Services:

Capacity utilization is measured based on the number of days each venue was booked relative to the total days available during the respective financial year. FY 2023-24 represents a partial period from February 2024 (59 days), while FY 2024-25 and FY 2025-26 represent full-year operations. Functions Held reflects the total number of events conducted, while Days Booked reflects the number of calendar days for which the respective venue was booked.

FY 2023-24 *(Partial – data from Feb 2024)* *Days available: 59*

Venue/Halll	Functions Held	Days Booked	Days Available	Occupancy %
Grand Banquet	10	9	59	15.3%
Spread-1	13	13	59	22.0%
Spread-2	15	14	59	23.7%
Party Lawn	7	7	59	11.9%
TOTAL (all Venues)	**45**	**43**		

FY 2024-25 *(Full year)* *Days available: 365*

Venue / Hall	Functions Held	Days Booked	Days Available	Occupancy %
Grand Banquet	124	86	365	23.6%
Spread-1	184	136	365	37.3%
Spread-2	197	131	365	35.9%
Party Lawn	93	67	365	18.4%
TOTAL (all halls)	**598**	**420**		

FY 2025-26 *(Full year)* *Days available: 365*

Venue / Hall	Functions Held	Days Booked	Days Available	Occupancy %
Grand Banquet	243	146	365	40.0%
Spread-1	198	156	365	42.7%
Spread-2	211	144	365	39.5%
Party Lawn	130	98	365	26.8%
TOTAL (all halls)	**782**	**544**		

*Functions Held represents the total number of events/functions conducted, including multiple functions held on the same day (e.g., lunch and dinner), and therefore may exceed the number of Days Booked.

Capacity and Capacity Utilisation of Restaurant Service:

Covers/Day = Seats × Rounds. Actual Covers/Day is derived from walk-in revenue ÷ average spend per cover ÷ days in the year, since per-cover POS data isn't tracked separately. % Capacity Utilization is measured against a realistic Target (not the theoretical Max), matching FY working already prepared.

Capacity Assumptions

Session	Seats	Max Rounds/Day	Max Covers/Day	Target Covers/Day
Lunch	90	3	270	135
Dinner	205	3	615	410
Combined / Day	—	—	**885**	**545**

Actual Covers & Capacity Utilization (Annual)

FY	Days in FY	Walk-in Revenue (₹)	Average Spend/Cover (₹)	Actual Covers/Day (used)	Max Covers/Day	Target Covers/Day	% Util vs Target
FY 2023-24	59	5,259,000	500	178	885	545	32.7%
FY 2024-25	365	39,954,000	550	199	885	545	36.5%
FY 2025-26	365	43,744,000	550	218	885	545	40.0%

Any inability to generate sufficient bookings, improve utilisation of available venue capacity or achieve adequate utilisation of our proposed additional facilities could result in underutilisation of our infrastructure, inability to absorb fixed and semi-fixed operating costs and lower-than-expected revenue and profitability, and may materially and adversely affect our business, results of operations, financial condition and cash flows.

23. ***We have had negative cash flows from Investing activities in the past in some of the recent years.***

As per our Restated Consolidated Financial Statements, our cash flow from Investing activities was negative in last three FYs as set out below:

(₹ in Lakhs)

Particulars	March 31, 2026	March 31, 2025	March 31, 2024
Net cash generated from/ (used in) Investing activities	(114.97)	(263.21)	(544.38)

Any negative cash flow in future could adversely affect our operations and financial conditions and the trading price of our Equity Shares. For further details, see "*Financial Information*" on page 232.

24. Delays in filing and compliance issues noticed in corporate records relating to forms filed with taxation and other public authorities.

In the past, there have been instances of delays in filing of statutory dues with the concerned authorities.

(₹ in Lakhs)

Particulars	Period	Due Date	Paid / Filed Date	No. of Days Delayed	Late Fees Paid*
Goods and Services Tax (GST)-GSTR-3B	Mar-24	20-04-2024	23-04-2024	3	-
Goods and Services Tax (GST)-GSTR-1	Apr-24	11-05-2024	20-05-2024	9	-
Goods and Services Tax (GST)-GSTR-1	May-24	11-06-2024	13-06-2024	2	-
Goods and Services Tax (GST)-GSTR-3B	Dec-24	20-01-2025	21-01-2025	1	-
Goods and Services Tax (GST)-GSTR-3B	Sep-25	20-10-2025	24-10-2025	4	-
Tax Deducted at Sources (TDS)	Apr-23	07-05-2023	26-09-2024	508	0.00#
Tax Deducted at Sources (TDS)	May-23	07-06-2023	26-09-2024	477	
Tax Deducted at Sources (TDS)	Jun-23	07-07-2023	26-09-2024	447	
Tax Deducted at Sources (TDS)	Jul-23	07-08-2023	26-09-2024	416	0.03
Tax Deducted at Sources (TDS)	Aug-23	07-09-2023	26-09-2024	385	
Tax Deducted at Sources (TDS)	Sep-23	07-10-2023	26-09-2024	355	
Tax Deducted at Sources (TDS)	Oct-23	07-11-2023	30-01-2024	84	0.03
Tax Deducted at Sources (TDS)	Nov-23	07-12-2023	30-01-2024	54	
Tax Deducted at Sources (TDS)	Dec-23	07-01-2024	30-01-2024	23	
Tax Deducted at Sources (TDS)	Jan-24	07-02-2024	30-05-2024	113	0.18
Tax Deducted at Sources (TDS)	Feb-24	07-03-2024	30-05-2024	84	
Tax Deducted at Sources (TDS)	Mar-24	30-04-2024	30-05-2024	30	
Tax Deducted at Sources (TDS)	Apr-24	07-05-2024	29-10-2024	175	0.35
Tax Deducted at Sources (TDS)	May-24	07-06-2024	29-10-2024	144	
Tax Deducted at Sources (TDS)	Jun-24	07-07-2024	29-10-2024	114	
Tax Deducted at Sources (TDS)	Jul-24	07-08-2024	29-10-2024	83	
Tax Deducted at Sources (TDS)	Aug-24	07-09-2024	29-10-2024	52	
Tax Deducted at Sources (TDS)	Sep-24	07-10-2024	29-10-2024	22	
Professional Taxes (PT)	Dec-24	15-01-2025	04-04-2025	79	0.01
Professional Taxes (PT)	Jan-25	15-02-2025	04-04-2025	48	
Professional Taxes (PT)	Feb-25	15-03-2025	04-04-2025	20	

**Late fees payment includes Payment made towards the interest.*

 # Amounts indicated as ₹ 0.00 should be understood as having a value less than ₹ 0.01 million

$ As Certified by Talati & Talati LLP, Chartered Accountants by their certificate dated September 03, 2026.

These delays have resulted in penalties and interest charges for late tax deposits. The delay in statutory filings was due to a combination of factors, including technical issues on regulatory portals, which impacted internal coordination and processing timelines. The delay has since been fully rectified by the Company through the payment of applicable additional fees. To avoid recurrence of such instances, the Company has enhanced its internal compliance framework by appointing a qualified Company Secretary to oversee timely statutory compliance.

Despite efforts to regularize these delays, we cannot guarantee that future defaults or delays in payments or filings will not occur. As our operations expand, there is a risk that deficiencies in our internal controls and compliance processes may arise. We may not be able to implement or maintain adequate measures to rectify or mitigate these deficiencies in a timely manner, if at all. Consequently, we may be subject to legal proceedings or regulatory actions, including monetary penalties by statutory authorities, which could adversely affect our business, financial condition, and reputation.

Although these delays have been regularized, we cannot assure you that there will be no future defaults or delays in the payment of such dues or the filing of returns. We also cannot guarantee that we will not be subject to legal proceedings or regulatory actions, including monetary penalties by statutory authorities, due to such delays. These issues could negatively impact our business, financial condition, and reputation

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25. ***Although our Banquet and Hotel facility and certain assets therein are covered under insurance policies, our insurance coverage may not be adequate to protect us against all losses, liabilities, damages or business interruptions***

Our existing Banquet and Hotel facility and certain assets therein are covered under insurance policies against specified insured risks. Our insurance coverage includes, among other risks, fire, earthquake, terrorism damage, impact damage and other insured perils, subject to the terms, conditions, exclusions, deductibles, limits and other provisions of the respective insurance policies.

For further details, see "**Our Business – Insurance**" beginning on page 158 of this Draft Red Herring Prospectus.

However, there can be no assurance that our existing insurance coverage will be adequate to cover all losses, damages, liabilities, claims, expenses or business interruptions that may arise in connection with our operations. Our Banquet, Restaurant and Hotel facilities and related assets are exposed to various risks, including fire, earthquake, terrorism, impact

damage, natural calamities, accidents, equipment damage and other unforeseen events, and any such event may result in damage to our premises, equipment, furniture, fixtures, kitchen infrastructure or other assets and may require us to incur substantial expenditure for repair, replacement or reinstatement.

Further, certain losses, consequences or liabilities may be outside the scope of our insurance coverage, or may be subject to exclusions, deductibles, sub-limits, conditions or other restrictions. Insurance claims may also be disputed, delayed, rejected or settled for an amount lower than the actual loss incurred. Any uninsured or underinsured loss may require us to fund the resulting expenditure from our internal accruals or other sources and could adversely affect our financial condition and cash flows.

A significant incident affecting our premises or critical infrastructure may also result in temporary or prolonged interruption of our banquet, restaurant, catering or accommodation operations. Such disruption could lead to cancellation or postponement of events, loss of restaurant and accommodation revenue, refund or compensation obligations, additional repair and restoration costs and adverse effects on customer relationships and our reputation. The extent of any business interruption and the resulting losses may exceed the coverage available under our insurance policies, where such business interruption is insured at all While we periodically review and renew our insurance coverage in accordance with our operational requirements, there can be no assurance that our insurance arrangements will be sufficient to protect us against every risk to which our business may be exposed.

Any significant uninsured or underinsured loss, rejection or delay in settlement of claims, or prolonged interruption of our operations following an insured or uninsured event could materially and adversely affect our business, results of operations, financial condition and cash flows.

During the last three Financial Years, there have been no material losses suffered by us in respect of risks covered under our insurance policies, nor have there been any instances where insurance claims exceeded the applicable coverage limits.

26. ***Any delay or inability to implement our proposed capital expenditure for setting up the new Banquet and Hotel facility may adversely affect our growth strategy, business, results of operations, financial condition and cash flows.***

As disclosed under the chapter titled "Objects of the Issue" beginning on page 232 of this Draft Red Herring Prospectus, we intend to utilise ₹4,370.00 lakhs from the Net Proceeds towards the proposed capital expenditure for setting up a new Banquet and Hotel facility at Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India. The estimated total project cost is approximately ₹4,521.39 lakhs, of which the balance amount of approximately ₹151.39 lakhs is proposed to be funded through our internal accruals. The successful implementation of the proposed project is dependent on several factors, some of which may be beyond our control.

The proposed project involves development and construction of an integrated Banquet and Hotel facility comprising banquet, restaurant, conference and accommodation facilities. Any delay in construction, procurement, installation, obtaining or maintaining requisite approvals and permissions, engagement or performance of contractors and vendors, or other project-related activities may delay the completion of the proposed facility and commencement of operations.

Further, the actual cost of implementing the proposed project may vary from the estimates currently considered by us due to increases in construction costs, material and labour costs, changes in project specifications, delays, unforeseen site or development requirements, regulatory requirements or other factors. Any cost overruns may require us to deploy additional internal accruals or other sources of funds and could reduce the amount of funds available for other business requirements.

There can be no assurance that the proposed facility will be completed within the estimated timelines or within the estimated project cost, or that commercial operations will commence as currently contemplated. Any delay in implementation or increase in project cost may also postpone the commencement of revenue generation from the proposed facility and may adversely affect the anticipated benefits of the proposed capital expenditure.

Further, although we have secured the proposed property on lease for a period of 12 years commencing from September 1, 2026, any delay or issue relating to the development, approvals, use of the premises or compliance with the applicable lease terms may adversely affect the implementation of the proposed project.

Any delay, cost overrun, inability to obtain requisite approvals, disruption in construction or procurement activities or inability to complete and operationalise the proposed facility as planned could materially and adversely affect our growth strategy, business, results of operations, financial condition and cash flows.

For further details, see "**Objects of the Issue - Estimated Implementation Schedule**" beginning on page 85 and this Draft Red Herring Prospectus.

27. ***Non-compliance with, or changes in, applicable laws, regulations and governmental policies may adversely affect our business, results of operations, financial condition and cash flows.***

Our banquet, restaurant and hospitality operations are subject to various central, state and local laws, rules, regulations and governmental requirements relating to, among other matters, operation of banquet and event facilities, restaurants and food and beverage services, accommodation facilities, food safety and hygiene, fire and life safety, building and premises requirements, labour and employment, taxation, environmental matters and other statutory compliances. Our operations are dependent upon obtaining, maintaining and complying with the applicable approvals, licences, registrations, permissions and other regulatory requirements for conducting our business.

Any failure to obtain, maintain, renew or comply with the conditions of applicable approvals, licences, registrations or permissions, or any delay in obtaining the same, may expose us to penalties, notices, suspension or cancellation of permissions, restrictions on operations, closure of part or all of our facilities, litigation or other regulatory actions. Any such action may disrupt our ability to conduct events, restaurant operations or accommodation services and may adversely affect our revenues and profitability.

Our food and beverage operations are subject to applicable requirements relating to food safety, hygiene, storage, preparation and handling of food and other consumable products. Any non-compliance with such requirements, or any food safety or hygiene-related incident, may result in regulatory action, customer claims, penalties, reputational damage or restrictions on our operations.

Our facilities are also subject to applicable requirements relating to fire safety, building safety, electrical and other utility systems, health and safety and maintenance of premises. Any changes in applicable requirements or any failure to comply with such requirements may require us to undertake additional expenditure, modify our facilities or operating processes, obtain additional approvals or temporarily restrict the use of certain areas of our premises.

We are also required to comply with various laws and regulations relating to labour and employment, employee welfare, wages, taxation, corporate and other statutory matters. Any failure to comply with such requirements or any change in the applicable legal or regulatory framework may result in penalties, interest, litigation, regulatory actions or additional compliance costs.

Further, changes in applicable laws, regulations, governmental policies or local authority requirements may impose additional operational, safety, environmental, licensing or compliance obligations on our business. Such changes may require us to incur additional capital or operating expenditure, modify our facilities or processes, obtain additional approvals or restrict certain activities. There can be no assurance that we will be able to comply with any such new requirements within the prescribed timelines or at commercially reasonable costs

Accordingly, any non-compliance with applicable laws or regulatory requirements, failure to obtain or maintain requisite approvals, or adverse changes in the legal and regulatory framework may materially and adversely affect our business, results of operations, financial condition and cash flows.

28. ***The Objects of the Issue for which funds are being raised have not been appraised by any bank or financial institution. Any variation in the utilization of the Net Proceeds as disclosed in this Draft Red Herring Prospectus would be subject to applicable legal and regulatory requirements.***

We propose to utilise the Net Proceeds towards the objects set out in the chapter titled "Objects of the Issue", including capital expenditure for setting up a new Banquet and Hotel facility and for general corporate purposes, as specified therein. The estimated total project cost of the proposed Banquet and Hotel facility is approximately ₹4,521.39 lakhs, of which ₹4,370.00 lakhs is proposed to be funded from the Net Proceeds and approximately ₹151.39 lakhs is proposed to be funded through our internal accruals. The proposed utilisation of the Net Proceeds has not been appraised by any bank, financial institution or independent agency and has been determined by our management based on its estimates, project requirements, prevailing market conditions, vendor quotations and other assumptions considered reasonable by our management.

Although we have undertaken preliminary planning and obtained quotations or estimates in relation to various components of the proposed capital expenditure, we have not yet entered into definitive agreements with certain contractors, vendors and other counterparties in relation to the proposed project. Such definitive agreements are proposed to be entered into after receipt of the Net Proceeds. Accordingly, there can be no assurance that such definitive agreements will be executed on the same

commercial terms or within the anticipated timelines, or at all. Any change in the scope, pricing, specifications or other commercial terms at the time of entering into such definitive agreements may result in an increase in the estimated project cost or otherwise affect the implementation of the proposed project.

There can be no assurance that our estimates of the cost, scope or timing of the proposed project will prove to be accurate or that the proposed capital expenditure will be implemented within the estimated cost and timelines. The actual cost of developing and commissioning the proposed facility may differ from our current estimates due to factors including changes in construction and material costs, labour costs, changes in project specifications, delays in procurement, changes in regulatory or statutory requirements, unforeseen site or development requirements and other factors beyond our control.

The implementation of the proposed project will also depend on several factors, including timely execution by contractors and vendors, procurement and installation of equipment and other infrastructure, obtaining and maintaining requisite approvals and permissions and compliance with the terms of the lease arrangement for the proposed premises. Any delay or failure in any of these activities may delay the completion of the proposed facility and commencement of commercial operations and may increase the overall cost of the project.

Any increase in the cost of the proposed project may require us to utilise additional internal accruals or arrange additional funding from other sources. Any requirement to deploy additional internal accruals towards the proposed project may reduce the funds available for our other business requirements. Similarly, any delay in commencement of operations may defer the expected revenue generation from the proposed facility and may affect the anticipated benefits of the proposed capital expenditure.

Further, any variation in the allocation or utilisation of the Net Proceeds among the objects disclosed in this Draft Red Herring Prospectus will be subject to the applicable provisions of the Companies Act, 2013, the SEBI ICDR Regulations and other applicable laws and regulations, including obtaining requisite approvals, wherever applicable.

29. *Our Registered Office is situated at premises which are not owned by us and are held by us on lease, and any disruption to our right to use such premises could adversely affect our business and operations*

Our Registered Office is situated at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India, which is not owned by us and is held by us on lease. We have obtained the premises on lease for a period commencing from August 1, 2022 and valid up to July 31, 2037. The premises also constitute our existing Banquet and Hotel facility from which we conduct our principal business operations.

Accordingly, our Registered Office is dependent on our continued right to use the leased premises in accordance with the terms and conditions of the lease agreement. Any dispute with the lessors, breach of the lease terms, premature termination in accordance with the applicable contractual provisions or any other circumstance affecting our right to use the premises may adversely affect our ability to maintain our Registered Office at the current location.

If we are required to relocate our Registered Office, we may incur additional costs and administrative and operational inconvenience in connection with identifying alternative premises, entering into a new lease arrangement, undertaking necessary documentation and statutory filings and updating our records and communications with various stakeholders. Any such relocation may also result in disruption to our business operations, particularly because our Registered Office is situated at the same premises from which our existing Banquet and Hotel business is conducted.

Further, there can be no assurance that any alternative premises that may be available to us would provide comparable location, accessibility and suitability or would be available on commercially acceptable terms and within the required timeframe. Any increase in rental or other occupancy costs associated with alternative premises may also increase our operating expenses.

Although our existing lease provides us with a long-term tenure up to July 31, 2037, there can be no assurance that the lease arrangement will remain free from disputes or other adverse developments throughout its tenure or that we will always be able to use the premises in accordance with our business and statutory requirements.

Any termination, disruption or adverse modification of our right to use the premises, or any requirement to relocate our Registered Office, could adversely affect our administrative and statutory functions, continuity of operations and may materially and adversely affect our business, results of operations, financial condition and cash flows.

For further details, see "Our Business – Immovable Properties" beginning on page 158 of this Draft Red Herring Prospectus.

30. *Our business depends on the availability, performance and retention of skilled and experienced personnel. Any inability to*

attract, retain or replace suitable personnel may adversely affect our business, results of operations, financial condition and cash flows.

Our banquet, restaurant and hospitality operations are dependent on the availability and performance of personnel engaged across various functions, including food preparation and cooking, food and beverage service, banquet and event operations, customer servicing, housekeeping, accommodation services and facility management. The successful execution of events and delivery of hospitality services require effective coordination among these personnel throughout the event lifecycle.

Our kitchen and food preparation personnel are important to the timely preparation and service of food, while our waiters, banquet staff and other service personnel interact directly with customers and guests and contribute to the overall event and dining experience. Our housekeeping and accommodation personnel are responsible for maintaining cleanliness and guest service standards. Accordingly, the availability of adequate and suitably skilled personnel is important to our ability to operate our banquet, restaurant and accommodation facilities efficiently.
Our business may also experience periods of increased demand, including during wedding seasons, festive periods and other peak event periods, when we may be required to service multiple events and customers within shorter periods. Any shortage of personnel, absenteeism or increased attrition during such periods may result in increased workload, delays in service delivery, operational inefficiencies or difficulties in meeting customer requirements.

Further, the hospitality industry is dependent on personnel performing customer-facing and specialised functions, and there can be no assurance that we will always be able to attract, train and retain personnel with the requisite skills and experience. Competition for suitably qualified kitchen, service, banquet, housekeeping and hospitality personnel may result in higher employee costs, recruitment and training expenses and increased employee attrition.

The loss or unavailability of key personnel, particularly personnel with experience in food preparation, banquet operations, customer servicing and facility management, could require us to rely on less experienced personnel or incur additional costs to recruit and train replacements. Any such transition may affect operational efficiency and continuity of our services.

As we expand our operations, our requirement for personnel is also expected to increase. Our inability to recruit and retain an adequate workforce in line with our operating requirements may constrain our ability to utilise our facilities effectively, execute events as scheduled and provide consistent customer service.

Although we seek to maintain adequate staffing and undertake recruitment and training as required, there can be no assurance that we will be able to retain our existing personnel or recruit suitable replacements and additional personnel within the required timeframe or on commercially acceptable terms.

Accordingly, any shortage of skilled personnel, high employee attrition, prolonged absenteeism, inability to recruit suitable personnel or loss of experienced employees may disrupt our operations, increase our operating costs, affect customer satisfaction and materially and adversely affect our business, results of operations, financial condition and cash flows.

31. ***Any interruption, failure or security breach of our information technology systems may adversely affect our business, results of operations, financial condition and cash flows.***

Our business operations use information technology systems and digital platforms for various functions, including customer enquiries and communication, booking and reservation management, billing and accounting, financial reporting, maintenance of business records, digital marketing and other administrative and operational activities. The efficient functioning of these systems and platforms supports the day-to-day management of our business and our interaction with customers.

Our information technology systems and digital channels may be vulnerable to disruptions arising from hardware or software failures, system outages, computer viruses, malware, ransomware, cyberattacks, unauthorised access, data corruption, telecommunications failures, power outages, human errors and other unforeseen events. Any interruption or failure affecting these systems may impair our ability to process customer enquiries and bookings, communicate with customers, maintain business records, process transactions or perform our administrative and financial activities efficiently.

Our systems and digital platforms may also contain or process business and customer information, including customer contact details, booking information, billing records, financial information, vendor information and other business-related data. Any unauthorised access, disclosure, loss, corruption or misuse of such information could result in customer complaints, reputational damage, financial losses or legal and regulatory consequences.

Our digital presence, including our website, social media platforms and other online channels, also forms part of our customer engagement and marketing activities. Any prolonged disruption to these channels, loss of access to such platforms,

compromise of our digital accounts or adverse cyber incident may affect our ability to engage with prospective and existing customers and conduct digital marketing activities.

Although we undertake measures that we consider appropriate for our business, including data backup and information security practices, there can be no assurance that such measures will prevent every system failure, cyber incident, unauthorised access or loss of data. In addition, any failure or inadequacy of our backup and recovery arrangements could result in temporary or permanent loss of business information and increase the time and cost required to restore affected systems.

As we expand our operations and increase our use of digital channels for customer engagement, bookings, marketing and administrative functions, our reliance on information technology systems may also increase. Any significant interruption, security breach or failure of our information technology systems or digital platforms may adversely affect our customer relationships, reputation, business operations, results of operations, financial condition and cash flows.

32. ***Our proposed expansion is dependent on our ability to attract sufficient demand for banquet, restaurant and accommodation services at the proposed facility. If the proposed facility does not achieve the anticipated level of bookings, occupancy or utilisation, our expected revenues and growth prospects may not be realised.***

As part of our growth strategy, we propose to establish an additional Banquet and Hotel facility at F.P. No. 412=41G, 353+360, T.P.S. No. 221, Ognaj, Ahmedabad, Gujarat. The proposed facility is intended to complement our existing operations and expand our capacity to cater to weddings, wedding-related functions, social celebrations, corporate events, conferences and other gatherings, as well as provide accommodation services.

The successful implementation of our expansion strategy will depend, among other factors, on our ability to attract customers and achieve adequate utilisation of the proposed banquet, restaurant and accommodation facilities. There can be no assurance that the proposed facility will achieve the level of event bookings currently anticipated by us or that we will be able to attract sufficient customers at the prices and commercial terms required to generate the expected revenues.

In particular, our proposed facility will continue to be exposed to demand from social and event-based customers, including families organising weddings, celebrations and other functions. Although the proposed facility provides multiple banquet configurations and is intended to address a broader customer catchment, customer demand may be affected by competition, customer preferences, economic conditions, event budgets, seasonality and other factors. Any lower-than-expected number of bookings, cancellation or postponement of events, or lower utilisation of the proposed banquet and restaurant facilities could adversely affect the revenues and returns expected from the proposed project.

The proposed facility is also intended to generate revenue from its planned 47 accommodation rooms. In addition to event-related accommodation for families and guests attending functions at the facility, we intend to offer rooms to standalone customers, including business travellers, visitors, families and other guests travelling to Ahmedabad who may not be attending an event hosted at our facility. Our ability to generate such standalone accommodation revenue will depend on factors including occupancy levels, room rates, location perception, customer preferences, competition from hotels and other accommodation providers, seasonality and prevailing market demand.

While we expect the proposed property's location and connectivity to established residential, commercial and employment catchments and key transportation infrastructure to support both event-related and standalone accommodation demand, there can be no assurance that the anticipated level of demand will materialise. In particular, during periods of relatively lower event activity, the ability of the accommodation facilities to attract standalone customers will be important to achieving the anticipated utilisation of the proposed facility. If such demand does not materialise, the proposed room inventory may remain underutilised and the intended diversification of our revenue sources may not be achieved.

Further, the proposed facility will involve significant expenditure towards development, construction, interiors, equipment and other infrastructure. If the facility does not achieve the anticipated level of utilisation or revenue after commencement of operations, we may not generate sufficient returns from the project to recover such investment within the period currently contemplated by us.

Although we intend to leverage our existing brand, customer relationships, marketing initiatives, operating experience and integrated hospitality offering to attract customers to the proposed facility, there can be no assurance that these initiatives will result in sufficient banquet bookings, restaurant footfall or accommodation occupancy. We may also face competition from existing banquet venues, party plots, hotels, restaurants and other hospitality providers operating in the proposed facility's catchment.

Accordingly, any failure to attract sufficient event bookings, restaurant customers or standalone accommodation customers, or any inability to achieve the anticipated occupancy and utilisation levels at the proposed facility, may delay the realisation of the anticipated benefits of the expansion and materially and adversely affect our business, results of operations, financial condition and cash flows.

33. ***Our business and operations are subject to economic, social and political conditions in India, and any adverse developments in the Indian economy or operating environment could materially and adversely affect our business, results of operations, financial condition and cash flows.***

We conduct our business in India and are therefore subject to changes in the economic, social, political and regulatory environment prevailing in the country. Our banquet, restaurant and hospitality businesses are influenced by consumer spending, discretionary income, business activity, travel patterns and overall economic conditions. Any slowdown in economic activity, recession, inflationary pressures, increase in unemployment or reduction in consumer confidence may adversely affect customers' discretionary spending on weddings, social functions, dining and other hospitality services.

A significant portion of our revenue is derived from social events and functions, including weddings, wedding-related functions, family celebrations and other gatherings. During periods of economic uncertainty or deterioration in household financial conditions, customers may defer or reduce expenditure on such functions, choose smaller or lower-cost events or postpone celebrations. Similarly, corporate customers may reduce expenditure on conferences, meetings, corporate functions, product launches and other business-related gatherings during periods of weaker business activity. Any such reduction in demand could adversely affect our revenues and profitability.

Our restaurant and accommodation businesses may also be affected by changes in consumer spending, travel activity, business activity and discretionary expenditure. Any deterioration in these factors could result in lower restaurant footfall, reduced event bookings or lower accommodation occupancy.

Our operations may also be affected by events beyond our control, including natural calamities, floods, earthquakes, fires, extreme weather conditions, public health emergencies or disease outbreaks, civil disturbances, terrorist incidents and other unforeseen events. Such events may disrupt travel, gatherings and business activity, result in cancellation or postponement of events and adversely affect customer demand.

Further, changes in government policies, taxation, labour regulations and other laws and regulatory requirements may increase our operating or compliance costs or impose additional obligations on our business. Changes in the broader regulatory or economic environment may also affect the cost and availability of food, labour, utilities and other operating inputs required for our business.

India has experienced periods of economic, political and social uncertainty in the past, and there can be no assurance that similar or other adverse developments will not occur in the future. Any material deterioration in the economic, social, political or regulatory environment in India, particularly where it affects consumer discretionary spending, business activity, travel or the organisation of social and corporate events, could materially and adversely affect our business, results of operations, financial condition and cash flows.

34. ***We have commissioned an industry report from Dun & Bradstreet Information Services India Private Limited ("D&B"), which has been used as a source of industry-related data in this Draft Red Herring Prospectus. Such information is subject to assumptions, qualifications and limitations, and prospective investors should not place undue reliance on such information while making an investment decision***

We have commissioned and paid for an industry report titled "Industry Report on Integrated Hospitality & Event Solutions in India" dated September 03, 2026 (the "D&B Report"), prepared by Dun & Bradstreet Information Services India Private Limited ("D&B"), exclusively for the purposes of the Issue. The D&B Report has been used as a source of industry-related data and other information included in this Draft Red Herring Prospectus. Our Company, our Promoters and our Directors are not related to D&B, except to the extent that the D&B Report has been commissioned and paid for by our Company.

The D&B Report has been prepared using information obtained from various primary and secondary sources and is based on certain assumptions, estimates, forecasts, methodologies and other information considered appropriate by D&B. Such assumptions, estimates, forecasts and methodologies are inherently subject to uncertainties and contingencies and may not accurately predict future market conditions or industry developments. Accordingly, there can be no assurance that the assumptions, estimates or forecasts contained in the D&B Report will prove to be accurate or that future developments will be consistent with such assumptions or projections.

D&B has advised that, while it has exercised reasonable care in preparing the D&B Report, the report is intended to provide a general overview of the integrated hospitality and event solutions industry in India based on the information available at the time of its preparation, is subject to the inherent limitations of primary and secondary research and does not purport to be exhaustive. Further, the D&B Report does not constitute investment, legal or financial advice or a recommendation to subscribe to or invest in the Equity Shares offered pursuant to this Draft Red Herring Prospectus.

The integrated hospitality and event solutions industry comprises a diverse and fragmented range of banquet, hospitality, restaurant, accommodation and event-related service providers, and industry data may be compiled using different definitions, classifications, methodologies, assumptions and estimation techniques. Consequently, industry-related information, market estimates and our competitive position presented in this Draft Red Herring Prospectus may differ from information published by other sources or from future industry reports.

Accordingly, prospective investors should not rely solely on the information contained in, or derived from, the D&B Report while making an investment decision and should independently evaluate the information contained in this Draft Red Herring Prospectus together with such professional advice as they consider appropriate.

35. ***Our Promoters and Promoter Group will continue to retain a majority shareholding in our Company after the Issue, which will allow them to exercise significant influence over us.***

After the completion of the Issue, our Promoters and Promoter Group is expected to hold [●] % of our outstanding Equity Shares. Further, the involvement of our Promoters in our operations, including through strategy, direction and customer relationships have been integral to our development and business and the loss of any of our Promoters may have a material adverse effect on our business and prospects.

Accordingly, our Promoters and Promoter Group will continue to exercise significant influence over our business and all matters requiring shareholders' approval, including the composition of our Board of Directors, the adoption of amendments to our constitutional documents, the approval of mergers, strategic acquisitions or joint ventures or the sales of substantially all of our assets, and the policies for dividends, investments and capital expenditures. This concentration of ownership may also delay, defer or even prevent a change in control of our Company and may make some transactions more difficult or impossible without the support of our Promoters and Promoter Group. Further, the Promoters' shareholding may limit the ability of a third party to acquire control. The interests of our Promoters and Promoter Group, as our Company's controlling shareholder, could conflict with our Company's interests, your interests or the interests of our other shareholders. There is no assurance that our Promoters and Promoter Group will act to resolve any conflicts of interest in our Company's or your favour.

36. ***Our ability to pay dividends in the future will depend upon our future earnings, financial condition, cash flows, working capital requirements and restrictive covenants in our financing arrangements.***

We may retain all our future earnings, if any, for use in the operations and expansion of our business. As a result, we may not declare dividends in the foreseeable future. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors and will depend on factors that our Board of Directors deem relevant, including among others, our results of operations, financial condition, cash requirements, business prospects and any other financing arrangements. Accordingly, realization of a gain on shareholders investments may largely depend upon the appreciation of the price of our Equity Shares. There can be no assurance that our Equity Shares will appreciate in value. For details of our dividend history, see "Dividend Policy" on page 231 of this Red Herring Prospectus.

37. ***We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.***

Employee misconduct or errors could expose us to business risks or losses, and serious harm to our reputation. There can be no assurance that we will be able to detect or deter such misconduct. Moreover, the precautions we take to prevent and detect such activity may not be effective in all cases. Our employees may also commit errors that could subject us to claims and proceedings for alleged negligence, as well as regulatory actions on account of which our business. Financial condition, results of operations and goodwill could be adversely affected. However, there have been no such instances in the past where employee misconduct or errors have had an adverse effect on our operations, financial condition, or reputation.

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

The average cost of acquisition of Equity Shares of our Promoters is lower than the face value of Equity Shares i.e. ₹ 2/-. For further details regarding the average cost of acquisition of Equity Shares by our Promoters in our Company and build-up of

Equity Shares of our Promoters in our Company, please see section titled "Capital Structure - Shareholding of our Promoters" beginning on page 70.

39. ***We have issued Equity Shares in the last twelve months at price lower than the Issue Price.***

Our Company has issued 3,99,00,000 Equity shares at a price lower than the Issue Price during the last twelve months from the date of this Draft Red Herring Prospectus. The details of the issues are as under:

Date of Allotment	Number of Equity Shares allotted	Face Value (₹)	Issue Price (₹)	Nature of consideration	Type of Allotment
May 25, 2026	3,99,00,000	2/-	N.A.	Non-Cash	Bonus Issue

40. ***We have presented certain supplemental information of our performance and liquidity which is not prepared under or required under AS.***

This Draft Red Herring Prospectus includes our Net Asset Value per Equity Share, EBITDA, EBITDA Margin, Capital Employed, Return on Capital Employed and Net Worth (collectively "Non-GAAP Measures") and certain other industry measures related to our operations and financial performance, which are supplemental measures of our performance and liquidity and are not required by, or presented in accordance with, AS, IFRS or U.S. GAAP. For further details in relation to reconciliation of Non-GAAP Measures, see "Other Financial Information" on page 233.

Further, these Non-GAAP Measures and industry measures are not a measurement of our financial performance or liquidity under AS, IFRS or U.S. GAAP and should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the years/ period or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with AS, IFRS or U.S. GAAP. In addition, such Non-GAAP Measures and industry measures are not standardized terms, and may vary from any standard methodology that is applicable across the Indian financial services industry, and therefore may not be comparable with financial or industry related statistical information of similar nomenclature computed and presented by other companies, and hence a direct comparison of these Non-GAAP Measures and industry measures between companies may not be possible. Other companies may calculate these Non-GAAP Measures and industry measures differently from us, limiting its usefulness as a comparative measure. Although such Non-GAAP Measures and industry measures are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that they are useful to an investor in evaluating us as they are widely used measures to evaluate a company's operating performance. These Non-GAAP Measures and other statistical and other information relating to our operations and financial performance may not be computed on the basis of any standard methodology that is applicable across the industry and therefore may not be comparable to financial measures and statistical information of similar nomenclature that may be computed and presented by other companies and are not measures of operating performance or liquidity defined by AS and may not be comparable to similarly titled measures presented by other companies.

41. ***We have not identified any alternate source of funding for the portion of the proposed capital expenditure to be funded from the Net Proceeds. Accordingly, any failure or delay in raising the required funds through the Issue or any shortfall in the Net Proceeds may delay or adversely affect the implementation of the Objects of the Issue.***

We propose to utilise ₹4,370.00 lakhs from the Net Proceeds towards the capital expenditure for setting up our proposed Banquet and Hotel facility at Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India, as more particularly described in the chapter titled "Objects of the Issue" beginning on page 85 of this Draft Red Herring Prospectus. The estimated total project cost of the proposed facility is approximately ₹4,521.39 lakhs, of which approximately ₹151.39 lakhs is proposed to be funded through our internal accruals. We have not identified any alternate source of funding for the ₹4,370.00 lakhs proposed to be funded from the Net Proceeds.

Accordingly, any failure or delay in raising the required funds through the Issue, any shortfall in the Net Proceeds or any delay in receipt of the Net Proceeds may adversely affect our ability to implement the proposed capital expenditure within the anticipated timelines or at all. Such delay may result in postponement or deferment of the development and construction of the proposed Banquet and Hotel facility and may delay the commencement of commercial operations and the realisation of the anticipated benefits from the proposed project.

Although we propose to fund the balance estimated project cost through our internal accruals, there can be no assurance that our internal accruals will be available in the amount or at the time required, particularly if our business or cash flows are adversely affected. Any shortfall in the Net Proceeds or insufficiency of internal accruals may require us to identify alternative sources of funding.

There can be no assurance that we will be able to arrange alternative financing on commercially acceptable terms, within the required timeframe or at all, if the Net Proceeds are insufficient to meet the proposed project expenditure or if our internal accruals are inadequate. Any additional financing, if available, may also increase our financial costs and affect our liquidity and financial flexibility.

Further, any delay in receipt or deployment of the Net Proceeds may require us to revise the timing of expenditure under the proposed project and may result in cost escalation, delay in construction or procurement activities, postponement of commencement of operations and deferment of revenue generation from the proposed facility.

Consequently, any failure or delay in raising the required funds through the Issue, any material shortfall in the Net Proceeds or inability to arrange sufficient alternative funding may materially and adversely affect the implementation of the Objects of the Issue and our business, growth prospects, results of operations, financial condition and cash flows.

42. *Operating as a publicly listed company could require greater resource allocation and adherence to enhanced regulatory and compliance standards.*

With the increased scrutiny of the affairs of a public listed company by shareholders, regulators and the public at large, we will incur significant legal, accounting, corporate governance and other expenses that we were not required to incur in the past. We will also be subject to the provisions of the listing agreements signed with the Stock Exchange. In order to meet our financial control and disclosure obligations, significant resources and management supervision will be required. As a result, management's attention may be diverted from other business concerns, which could have an adverse effect on our business and operations.

Our Company maintains adequate staffing and resources to effectively manage its statutory and regulatory compliance requirements. We will continue to strengthen our management, legal, and accounting capabilities, as needed, to support evolving reporting and compliance obligations associated with being a publicly listed entity. However, failure of our Company to meet the listing requirements of stock exchange, if any, could lead to imposition of penalties, including suspension of trading in shares of the Company.

EXTERNAL RISK FACTOR

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

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

44. *Our Equity Shares have never been publicly traded and may experience price and volume fluctuations following the completion of the Issue, an active trading market for the Equity Shares may not develop, the price of our Equity Shares may be volatile and you may be unable to resell your Equity Shares at or above the Issue Price or at all*

Prior to the Issue, there has been no public market for our Equity Shares, and an active trading market may not develop or be sustained after the Issue. Listing and quotation does not guarantee that a market for our Equity Shares will develop or, if developed, the liquidity of such market for the Equity Shares. The Issue Price of the Equity Shares is determined considering

various financials factors of the Company and may not be indicative of the market price of the Equity Shares at the time of commencement of trading of the Equity Shares or at any time thereafter. There has been significant volatility in the Indian stock markets in the recent past, and the trading price of our Equity Shares after This Issue could fluctuate significantly as a result of market volatility or due to various internal or external risks, including but not limited to those described in this Draft Red Herring Prospectus. A decrease in the market price of our Equity Shares could cause you to lose some or all of your investment.

45. ***We cannot assure you that our Equity Shares will be listed on the BSE SME in a timely manner or at all, which may restrict your ability to dispose of the equity shares.***

Though we shall make best of our efforts to comply with all applicable regulatory, financial and operational requirements for getting the equity shares proposed to be offered through this Draft Red Herring Prospectus listed on BSE SME platform in a time bound manner, yet on account of any change in applicable laws, economic conditions and/or any other reason/s beyond our control, the said shares may not get listed on the SME platform of BSE Limited in a timely manner or at all, which may restrict your ability to dispose of the equity shares. However, even in such circumstances, the company shall stay fully committed to pay such interest and/or refund the full application amount, as may be required in accordance with the applicable regulatory directives.

46. ***Any future issuance of Equity Shares or convertible securities, including options under any stock option plan or other equity linked securities may dilute your shareholding, and significant sales of Equity Shares by our major shareholders, may adversely affect the trading price of our Equity Shares.***

Future issuances of Equity Shares by our Company after This Issue will dilute investors holdings in our Company. Further, any significant sales of Equity Shares after This Issue may adversely affect the trading price of our Equity Shares. In addition, the perception that such issuance or significant sales of Equity Shares may occur may adversely affect the trading price of our Equity Shares and impair our future ability to raise capital through offerings of Equity Shares.

47. ***Pursuant to listing of the Equity Shares, we may be subject to pre-emptive surveillance measures like Additional Surveillance Measure (ASM) and Graded Surveillance Measures (GSM) by the Stock Exchange in order to enhance market integrity and safeguard the interest of investors.***

SEBI and the Stock Exchange have introduced various pre-emptive surveillance measures in order to enhance market integrity and safeguard the interests of investors, including ASM and GSM. ASM and GSM are imposed on securities of companies based on various objective criteria such as significant variations in price and volume, concentration of certain client accounts as a percentage of combined trading volume, average delivery, securities which witness abnormal price rise not commensurate with financial health and fundamentals such as earnings, book value, fixed assets, net worth, price / earnings multiple and market capitalization.

Upon listing, the trading of our Equity Shares would be subject to differing market conditions as well as other factors which may result in high volatility in price, low trading volumes, and a large concentration of client accounts as a percentage of combined trading volume of our Equity Shares. The occurrence of any of the abovementioned factors or other circumstances may trigger any of the parameters prescribed by SEBI and the Stock Exchange for placing our securities under the GSM and/or ASM framework or any other surveillance measures, which could result in significant restrictions on trading of our Equity Shares being imposed by SEBI and the Stock Exchange. These restrictions may include requiring higher margin requirements, requirement of settlement on a trade for trade basis without netting off, limiting trading frequency, reduction of applicable price band, requirement of settlement on gross basis or freezing of price on upper side of trading, as well as mentioning of our Equity Shares on the surveillance dashboards of the Stock Exchange. The imposition of these restrictions and curbs on trading may have an adverse effect on market price, trading and liquidity of our Equity Shares and on the reputation and conditions of our Company.

48. ***There are restrictions on daily movements in the price of the Equity Shares, which may adversely affect a shareholder's ability to sell, or the price at which it can sell, Equity Shares at a particular point in time***

Following the Issue, we will be subject to a daily "Circuit Breaker" imposed by BSE, which does not allow transactions beyond specified increases or decreases in the price of the Equity Shares. This circuit breaker operates independently of the index-based, market-wide circuit breakers generally imposed by SEBI on Indian stock exchange. The percentage limit on our circuit breakers will be set by the stock exchange based on the historical volatility in the price and trading volume of the Equity Shares.

49. ***After This Issue, the price of the Equity Shares may be highly volatile, or an active trading market for the Equity Shares***

may not develop

The price of the Equity Shares on the Stock Exchange may fluctuate as a result of the factors, including

- Volatility in the Indian and global capital market;
- Company's results of operations and financial performance;
- Performance of Company's competitors,
- Adverse media reports on Company or pertaining to our Industry;
- Changes in our estimates of performance or recommendations by financial analysts;
- Significant developments in India's economic and fiscal policies; and
- Significant developments in India's environmental regulations.

Current valuations may not be sustainable in the future and may also not be reflective of future valuations for our industry and our Company. There has been no public market for the Equity Shares and the prices of the Equity Shares may fluctuate after This Issue. There can be no assurance that an active trading market for the Equity Shares will develop or be sustained after This Issue or that the price at which the Equity Shares are initially traded will correspond to the price at which the Equity Shares will trade in the market subsequent to This Issue.

50. ***QIBs and Non-Institutional Investors are not permitted to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after submitting a Bid and Individual Investors who applies for minimum application size are not permitted to withdraw their Bids after Bid/Issue Closing Date***

Pursuant to the SEBI ICDR Regulations, QIBs and Non-Institutional Investors are not permitted to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after submitting a Bid. Individual Investors who applies for minimum application size can revise or withdraw their Bids during the Bid/ Issue Period. While our Company is required to complete Allotment pursuant to the Issue within such period as may be prescribed under applicable law, events affecting the Bidders' decision to invest in the Equity Shares, including adverse changes in international or national monetary policy, financial, political or economic conditions, our business, results of operation or financial condition may arise between the date of submission of the Bid and Allotment. Our Company may complete the Allotment of the Equity Shares even if such events occur, and such events limit the Bidders' ability to sell the Equity Shares Allotted pursuant to the Issue or cause the trading price of the Equity Shares to decline on listing.

51. ***Natural calamities and force majeure events may have an adverse impact on our business.***

The occurrence of natural disasters, including cyclones, storms, floods, earthquakes, tsunamis, tornadoes, fires, explosions, pandemic disease and man-made disasters, including acts of terrorism and military actions, could adversely affect our results of operations, cash flows or financial condition. Terrorist attacks and other acts of violence or war in India or globally may adversely affect the Indian securities markets. In addition, any deterioration in international relations, especially between India and its neighbouring countries, may result in investor concern regarding regional stability which could adversely affect the price of the Equity Shares. In addition, India has witnessed local civil disturbances in recent years and it is possible that future civil unrest as well as other adverse social, economic or political events in India could have an adverse effect on our business. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse effect on our business and the market price of the Equity Shares.

52. ***The Indian tax regime is currently undergoing substantial changes which may adversely affect our business.***

The goods and service tax ("GST") that has been implemented with effect from July 1, 2017 combines taxes and levies by the GoI and state governments into a unified rate structure, and replaces indirect taxes on goods and services such as central excise duty, service tax, customs duty, central sales tax, state VAT, cess and surcharge and excise that were being collected by the GoI and state governments.

As regards the General Anti-Avoidance Rules ("GAAR"), The general anti avoidance rules ("GAAR") provisions have been made effective from assessment year 2018-19 onwards, i.e.; financial Year 2017-18. The GAAR provisions intend to declare an arrangement as an "impermissible avoidance arrangement", if the main purpose or one of the main purposes of such arrangement is to obtain a tax benefit, and satisfies at least one of the following tests (i) creates rights, or obligations, which are not ordinarily created between persons dealing at arm's length; (ii) results, directly or indirectly, in misuse, or abuse, of the provisions of the Income Tax Act, 1961; (iii) lacks commercial substance or is deemed to lack commercial substance, in whole or in part; or (iv) is entered into, or carried out, by means, or in a manner, that is not ordinarily engaged for bona fide purposes. If GAAR provisions are invoked, the tax authorities will have wider powers, including denial of tax benefit or a benefit under a tax treaty. In the absence of any precedents on the subject, the application of these provisions is uncertain. As

the taxation regime in India is undergoing a significant overhaul, its consequent effects on economy cannot be determined at present and there can be no assurance that such effects would not adversely affect our business, future financial performance and the trading price of the Equity Shares.

53. ***A third party could be prevented from acquiring control of us because of the anti-takeover provisions under Indian law***

There are provisions in Indian law that may discourage a third party from attempting to take control over us, even if a change in control would result in the purchase of your Equity Shares at a premium to the market price or would otherwise be beneficial to you. Under the Takeover Regulations an acquirer has been defined as any person who, directly or indirectly, acquires or agrees to acquire shares or voting rights or control over a company, whether individually or acting in concert with others. These provisions may discourage or prevent certain types of transactions involving an actual or threatened change in control of us.

54. ***You may be subject to Indian taxes arising out of capital gains on the sale of the Equity Shares***

Under current Indian tax laws, capital gains arising from the sale of equity shares within 12 months in an Indian company are classified as short-term capital gains and generally taxable. Any gain realized on the sale of listed equity shares on a stock exchange that are held for more than 12 months is considered as long-term capital gains and is taxable at 12.5%, in excess of Rs.1,25,000. Any long-term gain realized on the sale of equity shares, which are sold other than on a recognized stock exchange and on which no STT has been paid, is also subject to tax in India. Capital gains arising from the sale of equity shares are exempt from taxation in India where an exemption from taxation in India is provided under a treaty between India and the country of which the seller is resident. Generally, Indian tax treaties do not limit India's ability to impose tax on capital gains. As a result, residents of other countries may be liable to pay tax in India as well as in their own jurisdiction on a gain on the sale of equity shares.

55. ***Our ability to raise foreign capital may be constrained by Indian law***

As an Indian company, we are subject to exchange controls that regulate borrowing in foreign currencies. Regulatory restrictions may limit our financing sources for our projects under development and hence could constrain our ability to obtain financings on competitive terms and refinance existing indebtedness. In addition, we cannot assure you that an adverse effect on our ability to raise foreign capital, which in turn may affect our business, prospects, financial condition and results of operation.

56. ***Holders of Equity Shares may be restricted in their ability to exercise pre-emptive rights under Indian law and thereby suffer future dilution of their ownership position.***

A public limited company incorporated in India must offer its equity shareholders pre-emptive rights to subscribe to a proportionate number of equity shares to maintain their existing ownership, prior to issuance of any new equity shares, unless the pre-emptive rights have been waived by the adoption of a special resolution by a three-fourths majority of the equity shareholders voting on such resolution.

If you are a foreign investor and the law of the foreign jurisdiction that you are in does not permit the exercise of such pre-emptive rights without our filing an offering document or registration statement with the applicable authority in such foreign jurisdiction, you will be unable to exercise such pre-emptive rights, unless we make such a filing. If we elect not to file a registration statement, the new securities may be issued to a custodian, who may sell the securities for your benefit. The value such custodian receives on the sale of any such securities and the related transaction costs cannot be predicted. To the extent that you are unable to exercise pre-emptive rights granted in respect of our Equity Shares, your proportional interests in our Company would be diluted.

57. ***Our business is substantially affected by prevailing economic, political and other prevailing conditions in India.***

Our Company is incorporated in India, and the majority of our assets are located in India. As a result, we are highly dependent on prevailing economic conditions in India and our results of operations are significantly affected by factors influencing the Indian economy. Factors that may adversely affect the Indian economy, and hence our results of operations, may include:

• the macroeconomic climate, including any increase in Indian interest rates or inflation;

• any exchange rate fluctuations, the imposition of currency controls and restrictions on the right to convert or repatriate currency or export assets;

• Any scarcity of credit or other financing in India, resulting in an adverse impact on economic conditions in India and scarcity of financing for our expansions;

• Prevailing income conditions among Indian consumers and Indian corporations;

• volatility in, and actual or perceived trends in trading activity on, India's principal stock exchanges;
• changes in India's tax, trade, fiscal or monetary policies;
• political instability, terrorism or military conflict in India or in countries in the region or globally, including in India's various neighbouring countries;
• occurrence of natural or man-made disasters;
• prevailing regional or global economic conditions, including in India's principal export markets;
• other significant regulatory or economic developments in or affecting India or its ER&D sector; international business practices that may conflict with other customs or legal requirements to which we are subject, including anti-bribery and anti-corruption laws;

58. ***Ongoing geopolitical tensions and military conflict in the Middle East may adversely affect our business, operations and financial performance.***

The ongoing geopolitical tensions and military conflict involving the United States and Iran, together with the broader geopolitical instability in the Middle East, may adversely affect global economic conditions, international trade, commodity prices, financial markets, transportation and logistics networks and supply chains. The continuation or escalation of such hostilities may result in increased uncertainty and volatility in global markets and may adversely affect the availability and cost of energy, raw materials, transportation and other inputs. Recent hostilities have also resulted in heightened risks to commercial shipping and disruption to maritime traffic through the Strait of Hormuz, a strategically important international trade route.

Any further escalation of the conflict, including military action, restrictions on maritime routes, disruption of shipping and logistics, imposition or expansion of economic sanctions, restrictions on international trade or deterioration in diplomatic relations, may result in increased crude oil and energy prices, higher freight and insurance costs, longer transportation and delivery timelines and disruption in the availability of raw materials and other goods and services.

Such developments may also contribute to inflationary pressures, volatility in foreign exchange rates, interest rates and financial markets, and may adversely affect global economic growth and business sentiment. These factors could increase the Company's operating costs, affect the procurement and movement of materials, disrupt its supply chain and logistics arrangements, and adversely affect demand for its products and services.

Further, any prolonged or intensified geopolitical conflict may have an adverse impact on the operations of the Company's customers, suppliers, service providers, logistics partners and other business counterparties, even where the Company does not have any direct business exposure to the countries involved in the conflict.

The extent and duration of the impact of the ongoing conflict and any future escalation cannot be predicted with certainty. While the Company monitors developments and takes appropriate measures to manage potential operational and supply-chain risks, there can be no assurance that such measures will be adequate to mitigate the impact of any prolonged or intensified geopolitical tensions.

Accordingly, any continuation or escalation of the ongoing geopolitical tensions and military conflict in the Middle East may materially and adversely affect our business, financial condition, results of operations, cash flows and prospects.

59. ***Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our stock prices.***

Global economic and political factors that are beyond our control, influence forecasts directly affect performance. These factors include interest rates, rates of economic growth, fiscal and monetary policies of governments, inflation, deflation, foreign exchange fluctuations, consumer credit availability, fluctuations in commodities markets, consumer debt levels, unemployment trends and other matters that influence consumer confidence, spending and tourism. Increasing volatility in financial markets may cause these factors to change with a greater degree of frequency and magnitude, which may negatively affect our stock prices.

60. ***The extent and reliability of Indian infrastructure could adversely affect our Company's results of operations and financial condition.***

India's physical infrastructure is in developing phase compared to that of many developed nations. Any congestion or disruption in its port, rail and road networks, electricity grid, communication systems or any other public facility could disrupt our Company's normal business activity. Any deterioration of India's physical infrastructure would harm the national economy, disrupt the transportation of goods and supplies, and add costs to doing business in India. These problems could

interrupt our Company's business operations, which could have an adverse effect on its results of operations and financial condition.

61. ***Foreign investors are subject to foreign investment restrictions under Indian law that limits our ability to attract foreign investors, which may adversely impact the market price of the Equity Shares.***

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

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SECTION III- INTRODUCTION

THE ISSUE

Particulars	**Details of Number of Shares**
Issue of Equity Shares by our Company	2,85,00,000 Equity Shares of face value of Rs. 2/- each fullypaid-up for cash at price of Rs. [●]/- per Equity Share aggregating to Rs. [●] Lakh.
Particulars	**Details of Number of Shares**
Fresh Issue	2,85,00,000 Equity Shares of Face Value of Rs. 2/- each aggregating up to Rs. [●] lakhs
Offer For Sale	*Nil*
Of which:	
Reserved for Market Makers	[●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●]/- per Equity Share aggregating to Rs. [●] Lakh.
Net Issue to the Public	[●] Equity Shares of face value of Rs. 2/- each fully paid-upfor cash at price of Rs. [●]/- per Equity Share aggregating to Rs. [●] Lakh.
Of which:	
A. QIB portion **	Not more than [●] Equity Shares
Of which	
(a) Anchor Investor Portion	Upto [●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs
(b) Net QIB Portion (assuming the anchor Investor Portion is fully subscribed)	Upto [●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs
Of which:	
(i) Available for allocation to Mutual Funds only (5% of the Net QIB Portion)	Upto [●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs
(ii) Balance of QIB Portion for all QIBs including Mutual Funds	Upto [●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs
B. Non – institutional portion **	Not Less than [●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs
Of which:	
(a) one third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than two lots and up to such lots equivalent to not more than ₹10 lakhs;	Up to [●] Equity Shares of face value Rs. 2/ - each
(b) two third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than ₹10 lakhs	Up to [●] Equity Shares of face value Rs. 2/ - each
C. Individual Investor portion who applies for minimum application size**	Not Less than [●] Equity Shares of face value of Rs. 2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs
Pre-and Post-Issue Equity Shares:	
Equity Shares outstanding prior to the Issue	5,98,50,000 Equity Shares of Rs. 2/- each
Equity Shares outstanding after the Issue	[●] Equity Shares of Rs. 2/- each.

Use of Proceeds	Please see the chapter titled "Objects of the Issue" on page 85 of this Draft Red Herring Prospectus for information about the use of Net Proceeds.

***Subject to Finalization of Basis of Allotment*

***As per the Regulation 253 of the SEBI (ICDR) Regulations, 2018, and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025, as present issue is a Book Building issue the allocation is the Net Issue to the public category shall be made as follows:*

a) Not less than Thirty five percent to individual investor who applies for minimum application size.
b) Not less than Fifteen percent to non-institutional investors.
c) Not more than fifty percent to qualified institutional buyers, five percent of which shall be allocated to mutual funds.

Provided that the unsubscribed portion in either of the categories specified in clauses (a) or (b) may be allocated to applicants in the other category.

Provided further that in addition to five percent allocation available in terms of clause (C), mutual funds shall be eligible for allocation under the balance available for qualified institutional buyers.

Furthermore, as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025, the allocation in the non-institutional investors' category shall be as follows:

(a) one third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than two lots and up to such lots equivalent to not more than ₹10 lakhs;

(b) two thirds of the portion available to non-institutional investors shall be reserved for applicants with application size of more than ₹10 lakhs:

Provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of non-institutional investors.

Our Company in consultation with the Book Running Lead Manager, may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Issue Price, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹200.00 Lakhs, (ii) minimum of two and maximum of fifteen Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹200.00 Lakhs but up to ₹2,500.00 Lakhs under the Anchor Investor Portion, subject to a minimum Allotment of ₹100.00 Lakhs per Anchor Investor, and (iii) in case of allocation above ₹2,500.00 Lakhs under the Anchor Investor Portion, a minimum of five such investors and a maximum of fifteen Anchor Investors for allocation up to ₹2,500.00 Lakhs, and an additional ten Anchor Investors for every additional ₹2,500.00 Lakhs or part thereof will be permitted, subject to minimum allotment of ₹100.00 Lakhs per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹200.00 Lakhs. Forty per cent of the Anchor Investor Portion shall be reserved as: 33.33 per cent for domestic Mutual Funds and 6.67 per cent for life insurance companies and pension funds, subject to valid Bids being received at or above the price at which allocation is made to Anchor Investors.

Subject to valid Bids being received at or above the Issue Price, under-subscription, if any, in any category except the QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories, as applicable, at the discretion of our Company in consultation with the BRLM and the Designated Stock Exchange, subject to applicable law.

Notes

1) *The Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. The issue is being made by our company in terms of Regulation 229 (2) of SEBI (ICDR) Regulation, read with Rule 19(2)(b)(i)*

of SCRR wherein not less than 25% of the post issued paid-up equity share capital of our company are being offered to the public for subscription.

2) *The Issue has been authorized by our Board pursuant to a resolution passed at its meeting held on June 02, 2026, and by our Shareholders pursuant to a resolution passed at the Extra Ordinary General Meeting held on June 02, 2026. This Issue is made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. For further details please refer to section titled "Issue Structure" beginning on page no.* 313 *of this Draft Red Herring Prospectus.*

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SUMMARY OF OUR FINANCIAL INFORMATION

ON THE BASIS OF RESTATED CONSOLIDATED FINANCIAL STATEMENT

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(Amount in Lakhs)

Particulars	Note	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
EQUITY AND LIABILITIES				
I) Shareholders' funds				
(a) Share capital	3	399.00	399.00	10.00
(b) Reserves and surplus	4	821.36	215.52	12.78
Total Shareholders Fund		**1,220.36**	**614.52**	**22.78**
II) Non-Current liabilities				
(a) Long-term borrowings	5	-	144.74	486.01
(b) Deferred tax liabilities (Net)	6	-	-	5.98
(c) Long-term provisions	7	11.64	3.33	-
Total Non-Current Liabilities		**11.64**	**148.07**	**491.99**
III) Current Liabilities				
(a) Trade payables	8			
- Total outstanding dues of micro enterprises and small enterprises		22.92	4.21	26.11
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3.93	3.56	45.76
(b) Other current liabilities	9	67.95	45.39	79.35
(c) Short-term provisions	10	126.40	1.59	7.75
Total Current Liabilities		**221.20**	**54.75**	**158.97**
TOTAL EQUITY AND LIABILITIES		**1,453.20**	**817.34**	**673.74**
ASSETS				
I) Non Current Assets				
(a) Property, Plant & Equipment and Intangible Assets				
(i)Property, plant and equipment	11(A)	687.04	716.19	564.52
(ii) Intangible assets	11(B)	22.59	-	-
(b) Deferred tax assets (net)	12	21.75	2.07	-
(b) Long-term loans and advances	13	17.97	4.95	8.64
(c) Other non-current Assets	14	35.97	18.59	17.97
Total Non-Current Assets		**785.32**	**741.80**	**591.13**
II) Current assets				
(a) Inventories	15	7.91	6.50	7.52
(b) Trade receivables	16	197.91	6.26	42.03
(c) Cash and cash equivalents	17	447.17	48.41	32.10
(d) Short-term loans and advances	18	12.69	13.77	0.42
(e) Other current assets	19	2.20	0.60	0.53

Total Current Assets		667.88	75.54	82.61
TOTAL ASSETS		**1,453.20**	**817.34**	**673.74**

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CONSOLIDATED STATEMENT OF PROFIT & LOSS AS RESTATED

(Amount in Lakhs)

S.No.	Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
	Income				
I.	Revenue from operations	20	1,897.47	1,247.21	105.98
II.	Other Income	21	3.67	1.90	0.34
III.	**Total Income (I+II)**		**1,901.14**	**1,249.11**	**106.32**
IV.	**Expenses**				
	Cost of materials consumed	22	455.49	425.92	42.93
	Employee Benefits Expense	23	264.49	219.90	13.88
	Finance Cost	24	17.84	6.29	0.25
	Depreciation and Amortisation Expense	11	112.13	109.15	6.49
	Other Expenses	25	237.68	212.87	18.85
	Total Expenses (IV)		**1,087.63**	**974.13**	**82.40**
V.	**Profit before tax and exceptional items (III-IV)**		**813.51**	**274.98**	**23.92**
VI.	**Exceptional items**		**-**	**-**	**-**
VII.	**Profit before tax (V-VI)**		**813.51**	**274.98**	**23.92**
VIII.	**Tax Expense:**	**27**			
	Current Tax		227.35	80.30	-
	Deferred Tax		(19.68)	(8.06)	5.98
	Total tax expenses		**207.67**	**72.24**	**5.98**
IX.	**Profit after tax for the year (VII-VIII)**		**605.84**	**202.74**	**17.94**
	Earnings Per Share (EPS)				
	(Face Value Rs. 10 per share)				
	Basic and Diluted Earnings per share		15.18	153.62	17.94
	Basic and Diluted Earnings per share (Adjusted for bonus issue and share split)		1.01	10.24	1.20

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CONSOLIDATED STATEMENT OF CASH FLOW AS RESTATED

(Amount in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow from operating activities			
Profit before tax	**813.51**	**274.98**	**23.92**
Adjustments for:			
Interest income	(2.79)	(0.84)	(0.26)
Depreciation and amortisation expense	112.13	109.15	6.49
Finance costs	17.84	6.29	0.25
Operating profit before working capital changes	**940.69**	**389.58**	**30.40**
(Increase)/Decrease in Inventories	(1.42)	1.03	(7.52)
(Increase)/Decrease in Trade Receivables	(191.65)	35.77	(42.03)
(Increase)/Decrease in Short Term Loans and Advances	0.24	(4.88)	4.86
(Increase)/Decrease in Other non-current Assets	(17.38)	(0.62)	(13.97)
(Increase)/Decrease in Other current assets	(1.60)	(0.07)	(0.53)
Increase/(Decrease) in Long-term provisions	8.31	3.33	-
Increase/(Decrease) in Trade payables	19.07	(64.09)	71.69
Increase/(Decrease) in Other current liabilities	22.55	(33.95)	79.35
Increase/(Decrease) in Short-term provisions	1.52	(6.20)	7.76
Cash generated from operating activities	**780.33**	**319.90**	**130.01**
Income tax payment (net)	(119.06)	(85.27)	-
Net cash generated from operating activities	**661.27**	**234.63**	**130.01**
Cash flow from investing activities			
Payments for property, plant and equipment	(118.59)	(257.12)	(544.64)
Loan (given) / received back (net)	0.83	(6.93)	-
Interest income	2.79	0.84	0.26
Net cash (used in) investing activities	**(114.97)**	**(263.21)**	**(544.38)**
Cash flow from financing activities			
Proceeds from issue of equity shares	-	389.00	-
Proceed from long term borrowings	60.73	324.68	748.50
Repayment of long term borrowings	(205.47)	(665.94)	(302.00)
Interest paid	(2.80)	(2.85)	(0.25)
Net cash (used in)/ generated from financing activities	**(147.54)**	**44.89**	**446.25**
Net increase in cash and cash equivalents	**398.76**	**16.31**	**31.88**
Cash and cash equivalents at the beginning of the year	**48.41**	**32.10**	**0.22**
Cash and cash equivalents at the end of the year	**447.17**	**48.41**	**32.10**

SUMMARY OF CONTINGENT LIABILITIES

Our Company did not have any contingent liabilities as of the date of this Draft Red Herring Prospectus.

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SUMMARY OF RELATED PARTY TRANSACTION

As required under Accounting Standard 18 "Related Party Disclosures" as notified pursuant to Company (Accounting Standard) Rules 2006, the following are details of transactions during the year with related parties of the company as defined in AS 18:

The details of Related Party Transactions on consolidated basis are as follows:

A. Subsidiary

Name of entity	Type of relationship
Amoure Restaurant and Banquets Limited	Subsidiary

B. Director or Key Managerial Personnel:

Name of Director or KMP	Type of relationship
Ronak Vasantbhai Patel	Managing Director
Amitkumar Govindbhai Patel	Non-Executive Director
Jimit Amitkumar Patel	Non-Executive Director
Imdadali Mikdadali Ganthiya	Director (upto March 07, 2026)
Mamta Tripathi	Independent Director (w.e.f. April 15, 2026)
Garima Rajput	Independent Director (w.e.f. April 15, 2026)
Supal Arvindkumar Brahmakshatriya	Chief Financial Officer (w.e.f. April 15, 2026)
Simer Singh Bhatia	Company Secretary and Compliance Officer (w.e.f. April 15, 2026)

C. Relative of Director or Key Managerial Personnel/HUF:

Name of Relative	Type of relationship
Mikdadali Jivabhai Ganthiya	Relative of Director
Riya Harshit Shah	Relative of Director
Nitinbhai Govindbhai Patel	Relative of Director

D. Enterprises over which KMP or Relatives of KMP have significant influence

S. No.	Name of the Entity
1.	Aditya Oil Industries Limited
2.	Nature Organic Certification Private Limited (formerly known as Avanit Exim Private Limited)
3.	Aarish Outdoors Private Limited
4.	Axita Cotton Limited
5.	Amit Govindbhai Patel HUF
6.	Maitrisatya Palace LLP
7.	Rang Infosoft Private Limited
8.	Rang Digitech Private Limited
9.	NG Family Trust
10.	KN Family Trust

E. Transactions with related parties

(Amount in Lakhs)

Nature of transactions	Type of relationship	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Loan Taken				
Amitkumar Govindbhai Patel	Director	-	9.80	340.00
Jimit Amitkumar Patel	Director	-	1.90	15.00
Ronak Vasantbhai Patel	Director	11.73	77.58	133.00
Riya Harshit Shah	Relative of Director	-	5.90	-
Nitinbhai Govindbhai Patel	Relative of Director	-	10.00	111.70
Imdadali Mikdadali Ganthiya	Director	0.56	2.51	62.50
Repayment of Loan				
Amitkumar Govindbhai Patel	Director	2.18	48.63	300.00
Imdadali Mikdadali Ganthiya	Director	67.06	16.01	-
Jimit Amitkumar Patel	Director	-	17.40	-
Ronak Vasantbhai Patel	Director	86.29	148.01	2.00
Mikdadali Jivabhai Ganthiya	Relative of Director	1.50	-	-
Riya Harshit Shah	Relative of Director	-	6.40	-
Nitinbhai Govindbhai Patel	Relative of Director	-	122.50	1.70

F. Balance with related parties

(Amount in Lakhs)

Nature of balances	Type of relationship	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Loan Payable				
Amitkumar Govindbhai Patel	Director	-	2.18	41.00
Imdadali Mikdadali Ganthiya	Director	-	66.50	80.00
Mikdadali Jivabhai Ganthiya	Relative of Director	-	1.50	1.50
Ronak Vasantbhai Patel	Director	-	74.56	145.00
Nitinbhai Govindbhai Patel	Relative of Director	-	-	112.50
Jimit Amitkumar Patel	Director	-	-	15.50
Riya Harshit Shah	Relative of Director	-	-	0.50

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GENERAL INFORMATION

Our Company was originally incorporated on June 28, 2022, under the name and style of 'Brooks Restaurant and Banquets Private Limited', pursuant to a certificate of incorporation issued by the Assistant Registrar of Companies, Central Registration Centre. Furthermore, our Company was converted into a public limited company pursuant to a resolution passed by the Shareholders in an Extraordinary General Meeting held on December 12, 2025, with a fresh certificate of incorporation dated January 05, 2026, issued by Registrar of Companies, Central Processing Centre. Consequently, the name of our Company was changed to 'Brooks Restaurant and Banquets Limited'. The corporate identification number of our Company is U55101GJ2022PLC133357. For further details of incorporation please refer to section titled "Our History and Certain Other Corporate Matters" beginning on page no. 198 of this Draft Red Herring Prospectus.

Registered Office	Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India Tel.: +91 92270 07188; Fax: N.A. E-mail: cs@brooksbanquets.com Website: www.brooksbanquets.com **CIN:** U55101GJ2022PLC133357

Address of Registrar of Companies

Our Company is registered with the Registrar of Companies, Ahmedabad situated at the following address:

ROC Bhavan, Opp Rupal Park Society, Behind Ankur Bus Stop, Naranpura, Ahmedabad-380013, Gujarat

BOARD OF DIRECTORS OF OUR COMPANY

As on date of the Draft Red Herring Prospectus, our Board of Directors comprises of following Directors.

S. N.	Name	Designation	Address	DIN
1.	Ronak Vasantbhai Patel	Managing Director and Chairman	9-A, Bada park, Nr-Mirambika School, Naranpura, Ahmedabad-380013, Gujarat	07203116
2.	Amitkumar Govindbhai Patel	Non-Executive Director	30, Golden Lotus Bunglows, opp Suryadeep Bunglows, Murlidhar Party Plot Lane, Science City Road, Sola, Ahmedabad-380060, Gujarat	06626585
3.	Jimit Amitbhai Patel	Non-Executive Director	30, Golden Lotus Bunglows, opp Suryadeep Bunglows, Murlidhar Party Plot Lane, Science City Road, Sola, Ahmedabad-380060, Gujarat	09509637
4.	Mamta Tripathi	Independent Director	402, Dharmik Appartment, Near Arjun Ashram Nirnaynagar, Chandlodia Road, Daskroi Ahmedabad-382481, Gujarat	08528138
5.	Garima Rajput	Independent Director	D-902 Spectra, Behind TRP Mall, Central Bopal VTC, Ahmedabad-380058, Gujarat	10192459

For further details pertaining to the education qualification and experience of our directors, please refer the chapter titled "Our Management" beginning on Page no. 203 of this Draft Red herring Prospectus.

Company Secretary & Compliance Officer	Chief Financial Officer
Mr. Simer Singh Bhatia **Address:** Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India **Tel.:** +91 92270 07188; **Fax:** N.A. **E-mail:** cs@brooksbanquets.com	**Mr. Supal Arvindkumar Brahmakshatriya** **Address:** Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India **Tel.:** +91 92270 07188; **Fax:** N.A. **E-mail:** cfo@brooksbanquets.com

Investor grievances

Investors can contact the Company Secretary and Compliance Officer, the BRLM or the Registrar to the Issue in case of any pre-Issue or post-Issue related problems, such as non-receipt of letters of Allotment, non-credit of allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode.

All grievances relating to the Issue other than the Anchor Investors may be addressed to the Registrar to the Issue with a copy to the relevant Designated Intermediary with whom the ASBA Form was submitted. The Bidders should give full details such as name of the sole or first Bidder, ASBA Form number, Bidder DP ID, Client ID, PAN, date of the ASBA Form, details of UPI IDs (if applicable), address of the Bidder, number of Equity Shares applied for and the name and address of the Designated Intermediary where the ASBA Form was submitted by the ASBA Bidder.

Further, the investors shall also enclose the Acknowledgment Slip from the Designated Intermediaries in addition to the documents/information mentioned hereinabove.

All grievances relating to the Anchor Investors may be addressed to the BRLM, giving full details such as name of the sole or first Bidder, bid cum Application Form number, Bidders DP ID, Client ID, PAN, date of the Anchor Investor Application Form, address of the Bidder, number of Equity Shares applied for, Bid Amount paid on submission of the Anchor Investor Application Form.

For all Issue related queries and for redressal of complaints, investors may also write to the Book Running Lead Manager.

Details of Key Intermediaries pertaining to This Issue of our Company:

<table>
<tr><th>Book Running Lead Manager to the Issue</th><th>Registrar to the Issue</th></tr>
<tr><td>Turnaround Corporate Advisors Private Limited
Add: 614, Vishwadeep Building, Plot No. 4 District Centre, JanakPuri A-3, West Delhi 110058, India.
Telephone: +91 93272 66259
E-mail Id: brooks.smeipo@turnaroundmb.com
Investor Grievance E-mail Id:
investors@turnaroundmb.com
Website: https://tcagroup.in
Contact Person: Mr. Rajveer Singh
SEBI Registration Number: INM000012290
CIN: U74140DL2015PTC278474</td><td>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, Maharashtra, India
Contact Person: Mr. Babu Rapheal C
Tel: 022 – 6263 8200
Email: ipo@bigshareonline.com
Website: www.bigshareonline.com
SEBI Registration No.: INR000001385
CIN: U99999MH1994PTC076534</td></tr>
<tr><th colspan="2">Legal Advisor to the Issue</th></tr>
<tr><td colspan="2">M/s Zenith India Lawyers
D-49, Sushant Lok-III, Sector- 57, Gurugram Haryana -122003
Contact Person: Mrs. Raj Rani Bhalla
Telephone: 0124-4240681
Email: raj@zilawyers.com
Enrollment No.: D/40/84</td></tr>
<tr><th colspan="2">Bankers to our Company</th></tr>
<tr><td>HDFC Bank Limited
Add: Shop No. 7/9, Shree Sarju Arena, Nr, Satyamev Hospital, Tragad, New Chandkheda Ahmedabad - 382470
Tel: N.A.
Email: shinoj.valuparamble@hdfc.bank,in
Website: www.hdfcbank.com
Contact Person: Sinoj Daniel</td><td>AU Small Finance Bank
Add: SY No. 13/16, Ground Floor, Central Business Space, Opp. Fortune Landmark Hotel, Ahmedabad – 380013
Tel: +91 99099 77716
Email: ashramroad_ahmedabad@aubank.in
Website: www.au.bank.in
Contact Person: Pakil Parikh</td></tr>
<tr><td colspan="2">IDFC First Bank Limited
Address: Shop No. 3 & 4, Ground Floor, Shanti Arcade, 132 ft Ring Road, Naranpura, Ahmedabad – 380013
Tel: NA
Email: Naranpura.branch@idfcfirstbank.com
Website: www.idfcfirstbank.com</td></tr>
</table>

Contact Person: Jay Chikani	
Statutory Auditor	**Peer Review Auditor**
M/s D T A & Associates, Chartered Accountants **Address:** 202, 2nd Floor, Shree Ram Complex, Nr. Rangani Hospital, New Ashram Road, Rajkot – 360003, Gujarat, India **Firm Registration No.:** 140825W **Peer Review No.:** 022772 **Contact No. of the Firm:** +91 9726144277 **Email ID:** cadtaandassociates@gmail.com **Contact Person:** CA Harshdeepsinh Jadeja **Membership No.:** 183349	**M/s Talati & Talati LLP, Chartered Accountants** **Address:** 2nd & 3rd Floor, Ambica Chambers, Near Old High Court, Navrangpura, Ahmedabad-380009 **Firm Registration No.:** 110758W/W100377 **Peer Review No.:** 015841 **Contact No. of the Firm:** +91 98259 40506 **Email ID:** anand@talatiandtalati.com **Contact Person:** CA Anand Sharma **Membership No.:** 129033
Banker to the Issue*	**Sponsor Bank***
[●]	**[●]**
Refund Bank*	**Syndicate Member***
[●]	**[●]**

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

Designated Intermediaries

Self-Certified Syndicate Banks

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

In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, Retail Individual Investors Applying using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time.

SCSBs enabled for UPI Mechanism

In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, Retail Individual Investors Applying using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40) and updated from time to time. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, as amended.

REGISTERED BROKERS

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

REGISTRAR TO ISSUE AND SHARE TRANSFER AGENT

The list of the RTAs eligible to accept Bid cum Applications forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, are provided on the website of the SEBI on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes, as updated from time to time.

COLLECTING DEPOSITORY PARTICIPANTS

The list of the CDPs eligible to accept Bid cum Application Forms at the Designated CDP Locations, including details such as name and contact details, are provided on the website of Stock Exchange. The list of branches of the SCSBs named by the respective SCSBs to receive deposits of the Bid cum Application Forms from the Designated Intermediaries will be available on the website of the SEBI (www.sebi.gov.in) on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes and updated from time to time.

STATEMENT OF RESPONSIBILITY OF THE BOOK RUNNING LEAD MANAGER/STATEMENT OF INTER SE ALLOCATION OF RESPONSIBILITIES

Since Turnaround Corporate Advisors Private Limited.is the sole Book Running Lead Manager (BRLM) to the Issue and all the responsibilities relating to co-ordination and other activities in relation to the Issue shall be performed by them. Therefore, a statement of inter se allocation of responsibilities amongst Book Running Lead Manager is not required.

CREDIT RATING

This being an issue of Equity Shares, credit rating is not required.

IPO GRADING

Since the Issue is being made in terms of Chapter IX of SEBI ICDR Regulations, there is no requirement of appointing an IPO grading agency.

EXPERT OPINION

Except as stated below, our Company has not obtained any expert opinion:

Our Company has received written consent dated August 25, 2026, from Peer Review Auditor namely, M/s. Talati & Talati LLP, Chartered Accountants (FRN: 110758W/W100377), and written consent dated August 24, 2026, from M/s Zenith India Lawyers, Enrollment no.: D/40/84, to include their name as an expert as defined under Section 2(38) of the Companies Act, read with Section 26(5) of the Companies Act 2013.

We have also obtained an industry report titled “Industry Report on Integrated Hospitality & Event Solutions in India” dated September 03, 2026, from Dun & Bradstreet Information Services India Private Limited, with their consent dated September 03, 2026 to include their name in the Draft Red Herring Prospectus.

Aforementioned consents have not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term - expert shall not be construed to mean an - expert as defined under the U.S. Securities Act. All the intermediaries including Merchant Banker, has relied upon the appropriacy and authenticity of the same.

DEBENTURE TRUSTEE

Since this is not a debenture issue, appointment of debenture trustee is not required.

APPRAISAL AND MONITORING AGENCY

As per regulation 262(1) of SEBI ICDR Regulations, the requirement of monitoring agency is not mandatoryif the Issue size is up to Rs. 5,000 Lakh. Since the Issue size is less than Rs. 5,000 Lakh, our Company may appoint monitoring agency for monitoring the utilization of Gross Proceeds prior to the filing of this Red Herring Prospectus on voluntarily basis. Further, as per section 177 of the Companies Act, 2013 the Audit Committee of our Company, would be monitoring the utilization of the proceeds of the issue along with the Monitoring agency, if appointed.

BOOK BUILDING PROCESS

The book building, in the context of the Issue, refers to the process of collection of Bids on the basis of the Draft Red Herring Prospectus/ Red Herring Prospectus within the Price Band, which will be decided by our Company, in consultation with the BRLM, and will be advertised in all editions of [●] (a widely circulated English national daily newspaper), all editions of [●] (a widely circulated Hindi national daily newspaper) and Gujarati editions of the regional daily newspaper [●], where Our Registered Office is located), at least two working days prior to the Bid/ Issue Opening Date. The Issue Price shall be finalized after the Bid/ Issue Closing Date. The principal parties involved in the Book Building Process are:

All Bidders (except Anchor Investors) shall mandatorily participate in the Issue only through the ASBA process. Pursuant to the UPI Circulars, Individual Bidders may also participate in This Issue through UPI in the ASBA process. In accordance with the SEBI ICDR Regulations, QIBs bidding in the QIB Portion and Non-Institutional Bidders bidding in the Non-Institutional Portion are not allowed to withdraw or lower the size of their Bids (in terms of the quantity of the Equity Shares or the Bid Amount) at any stage. Individual Bidders can revise their Bids during the Bid/ Issue Period and withdraw their Bids until the Bid/ Issue Closing Date.

Each Bidder by submitting a Bid in Offer, will be deemed to have acknowledged the above restrictions and the Terms of the Issue.

Our Company will comply with the SEBI ICDR Regulations and any other directions issued by SEBI in relation to this Issue. In this regard, our Company has appointed the BRLM to manage this Issue and procure Bids for this Issue. The Book Building Process is in accordance with guidelines, rules and regulations prescribed by SEBI and are subject to change from time to time. Bidders are advised to make their own judgement about an investment through this process prior to submitting a Bid.

The process of Book Building is in accordance with the guidelines, rules and regulations prescribed by SEBI under the SEBI ICDR Regulations and the Bidding Processes are subject to change from time to time. Investors are advised to make their own judgment about investment through this process prior to submitting a Bid in This Issue.

Bidders should note that This Issue is also subject to obtaining (i) final approval of the RoC after the Prospectus is filed with the RoC; and (ii) final listing and trading approvals from the Stock Exchange, which our Company shall apply for after Allotment.

For further details, please refer to the chapters titled ***"Issue Structure"*** and ***"Issue Procedure"*** beginning on pages 313 and 282, respectively of this Draft Red Herring Prospectus.

ILLUSTARTION OF BOOK BUILDING PROCESS AND THE PRICE DISCOVERY PROCESS
313

For an illustration of the Book Building Process and the price discovery process, please refer to the chapter titled "Issue Procedure" on page 282 of this Draft Red Herring Prospectus.

UNDERWRITING AGREEMENT

Our Company and BRLM to the issue hereby confirm that the Issue is 100% Underwritten. The Underwriting agreement is dated **[●]** Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters are subject to certain conditions specified therein. The Underwriters have indicated their intention to underwrite the following number of specified securities being offered through this Issue:

Name, Address, Telephone, Fax, and Email of the Underwriter	Indicative No. of Equity Shares to Be Underwritten	Amount Underwritten (Rs. In Lakh)	% of the TotalIssue Size Underwritten
[●]	**[●]**	**[●]**	**[●]**

In the opinion of our Board of Directors of the Company, the resource of the abovementioned Underwriter is sufficient to enable them to discharge the underwriting obligations in full. The above-mentioned Underwriter is registered with SEBI under Section 12(1) of the SEBI Act or registered as brokers with the Stock Exchanges.

FILING OF PROSPECTUS

A soft copy of the Red Herring Prospectus and Prospectus shall be filed with SEBI through SEBI Intermediary Portalat https://siportal.sebi.gov.in as per Regulation 246(1) of SEBI (ICDR) Regulations. Pursuant to Regulation246(2) of SEBI ICDR Regulations, the SEBI shall not issue any observation on the Offer document. A copy of the Red Herring Prospectus and Prospectus along with the documents required to be filed under Section 26 read with Section 32 of the Companies Act will be delivered to the Registrar of Companies, Ahmedabad, at ROC Bhavan, Opp Rupal Park Society, Behind Ankur Bus Stop, Naranpura, Ahmedabad-380013, Gujarat.

CHANGE IN THE AUDITOR DURING LAST 3 YEAR

The following changes have taken place in the Auditors during the last three years preceding the date of this Draft Red Herring Prospectus:

Name of the Auditor	Date of Appointment	Date of Resignation	Reason for Change
M/s Kantilal & Associates	December 30, 2023	April 30, 2026	Due to pre-occupation of Auditor in other assignments
M/s DTA & Associates	May 16, 2026	-	Appointment in Casual Vacancy

WITHDRAWAL OF THE ISSUE

Our Company, in consultation with the BRLM, reserves the right not to proceed with the Issue at any time after the Issue Opening Date but before the Board meeting for Allotment. In such an event, our Company would issue a public notice in the newspapers, in which the pre-Issue advertisements were published, within two (2) days of the Issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The BRLM, through the Registrar to the Issue, shall notify the SCSBs to unblock the bank accounts of the ASBA Applicants within one (1) day of receipt of such notification. Our Company shall also promptly inform BSE SME on which the Equity Shares were proposed to be listed. Notwithstanding the foregoing, the Issue is also subject to obtaining the final listing and trading approvals from BSE SME, which our Company shall apply for after Allotment. If our Company withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceed with an IPO, our Company shall be required to file a fresh Draft Red Herring Prospectus.

DETAILS OF THE MARKET MAKING ARRANGEMENT FOR THIS ISSUE

Our Company and the BRLM have entered into a tripartite agreement dated **[●]** with **[●]** the Market Maker for this Issue, duly registered with BSE SME to fulfill the obligations of Market Making:

The Market Maker shall fulfill the applicable obligations and conditions as specified in the SEBI (ICDR) Regulations, and its amendments from time to time and the circulars issued by the BSE and SEBI regarding this matter from time to time. Following is a summary of the key details pertaining to the Market Making arrangement:

1. The Market Maker shall be required to provide a 2-way quote for 75% of the time in a day. The same shallbe monitored by the stock exchange. Further, the Market Maker(s) shall inform the exchange in advance for each and every black out period when the quotes are not being offered by the Market Maker.
2. The prices quoted by Market Maker shall be in compliance with the Market Maker Spread Requirements and other particulars as specified or as per the requirements of BSE Limited and SEBI from time to time.
3. The minimum depth of the quote shall be Rs.1,00,000. However, the investors with holdings of value less than Rs.1,00,000 shall be allowed to offer their holding to the Market Maker(s) (individually or jointly) in that scrip provided that he sells his entire holding in that scrip in one lot along with a declaration to the effect to the selling broker.
4. Execution of the order at the quoted price and quantity must be guaranteed by the Market Maker(s), for the quotes given by him.
5. There would not be more than five Market Makers for a script at any point of time and the Market Makers may compete with other Market Makers for better quotes to the investors.
6. On the first day of the listing, there will be pre-opening session (call auction) and thereafter the trading will happen as per the equity market hours. The circuits will apply from the first day of the listing on the discovered price during the pre-open call auction.
7. The Marker maker may also be present in the opening call auction, but there is no obligation on him to do so.
8. There will be special circumstances under which the Market Maker may be allowed to withdraw temporarily/fully from the market – for instance due to system problems, any other problems. All controllable reasons require prior approval from the Exchange, while force-majeure will be applicable for non-controllable reasons. The decision of the Exchange for deciding controllable and non-controllable reasons would be final.
   The Market Maker(s) shall have the right to terminate said arrangement by giving a one month notice or on mutually acceptable terms to the Merchant Banker, who shall then be responsible to appoint a replacement Market Maker(s). In case of termination of the above mentioned Market Making agreement prior to the completion of the compulsory Market Making period, it shall be the responsibility of the BRLM to arrange for another Market Maker in replacement during the term of the notice period being served by the Market Maker but prior to the date of releasing the existing Market Maker from its duties in order to ensure compliance with the requirements of regulation 261 of the SEBI (ICDR) Regulations, 2018. Further, our Company and the BRLM reserve the right to appoint other Market Makers either as a replacement of the current Market Maker or as an additional Market Maker subject to the total number of Designated Market Makers does not exceed five or as specified by the relevant laws and regulations applicable at that particulars point of time. The Market Making Agreement is available for inspection at our registered office from 11.00 a.m. to 5.00 p.m. on working days.

9. **Risk containment measures and monitoring for Market Makers:** BSE SME will have all margins which are applicable on the BSE Main Board viz., Mark-to-Market, Value- At-Risk (VAR) Margin, Extreme Loss Margin, Special Margins and Base Minimum Capital etc. BSE can impose any other margins as deemed necessary from time-to-time.
10. **Punitive Action in case of default by Market Maker:** BSE SME will monitor the obligations on a real time basis and punitive action will be initiated for any exceptions and/or non- compliances. Penalties / fines may be imposed by the Exchange on the Market Makers, in case he is not able to provide the desired liquidity in a particular security as per the specified guidelines. These penalties/ fines will be set by the Exchange from time to time. The Exchange will impose a penalty on the Market Maker(s) in case he is not present in the market (offering two-way quotes) for at least 75% of the time. The nature of the penalty will be monetary as well as suspension in market making activities / trading membership.

The Department of Surveillance and Supervision of the Exchange would decide and publish the penalties/ fines/ suspension for any type of misconduct/ manipulation/ other irregularities by the Market Makers from time to time.

Price Band and Spreads: Pursuant to SEBI Circular number CIR/MRD/DSA/31/2012 dated November 27,2012, limits on the upper side for Markets Makers during market making process has been made applicable, based on the issue size and as follows:

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

The Marketing Making arrangement, trading and other related aspects including all those specified above shall be subject to the applicable provisions of law and/or norms issued by SEBI/BSE from time to time.

The trading shall take place in TFT segment for first 10 days from commencement of trading. The price band shall be 20% and the Market Maker Spread (difference between the sell and the buy quote) shall be within 10% or as intimated by Exchange from time to time.

This space has been left blank intentionally.

CAPITAL STRUCTURE

The Equity Share Capital of our Company, as on the Date of this Draft Red Herring Prospectus is Set Forth Below:

(Amount in Lakhs)

S. N.	Particulars	Aggregate Nominal Value	Aggregate Value at Issue Price
A.	**Authorised Share Capital**		
	10,00,00,000 Equity Shares of face value of ₹ 2/- each	2,000.00	-
B.	**Issued, Subscribed and Paid-Up Share Capital before the Issue**		
	5,98,50,000 Equity Shares of face value of ₹ 2/- each	1,197.00	-
	Present Issue in terms of the Draft Red Herring Prospectus [(1)]		
	Issue of 2,85,00,000 Equity Shares of face value of Rs. 2/- each at a premium of Rs. [●] /- per share	570.00	[●]
	Consisting of:		
	a) Fresh issue of 2,85,00,000 Equity Shares of face value of Rs. 2/- each at a premium of Rs. [●] per share	570.00	[●]
	of which:		
(I)	Reservation for Market Maker [●] Equity Shares of Rs. 2/- each at a price of Rs. [●] /- per Equity Share reserved as Market Maker Portion. [(3)]	[●]	[●]
(II)	Net Issue to the Public [●] Equity Shares of Rs. 2/- each at a price of Rs. [●] /- per Equity Share. [(3)]	[●]	[●]
C.	***Of the Net Issue to the Public***		
I	**Allocation to Qualified Institutional Buyer** [●] Equity Shares of Rs.2/- each at a price of Rs. [●] per Equity Share.	[●]	[●]
	Of which:		
	(a) Anchor Investor Portion- Upto [●] Equity Shares of face value of Rs.2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs	[●]	[●]
	(b) Net QIB Portion (assuming the anchor Investor Portion is fully subscribed)- Upto [●] Equity Shares of face value of Rs.2/- each fully paid-up for cash at price of Rs. [●] /- per Equity Share aggregating to Rs. [●] Lakhs	[●]	[●]
II	**Allocation to Individual Investors who applies for minimum application size –** [●] Equity Shares of Rs.2/- each at a price of Rs. [●] /- per Equity Share shall be available for allocation for Investors applying for a minimum application Size.	[●]	[●]
III	**Allocation to Non-Institutional Investors** – [●] Equity Shares of Rs.2/- each at a price of Rs. [●] /- per Equity Share shall be available for allocation for Investors applying for more than minimum application size.	[●]	[●]
D.	**Issued, Subscribed and Paid-up Share Capital after the Issue***		
	[●] Equity Shares of Rs. 2/- each	[●]	
E.	**Securities Premium Account**		
	Before the Issue [(4)]	NIL	
	After the Issue	[●]	

** Subject to finalization of the Basis of Allotment*

1) The present issue has been authorized by our Board of Directors vide a resolution passed at its meeting held on June 02, 2026, and by Special Resolution passed under Section 62(1)(c) of the Companies Act, 2013 at the Extra-Ordinary General Meeting of our shareholders held on June 02, 2026.

2) Allocation to all categories shall be made on a proportionate basis subject to valid Applications received at or above the Issue Size. Under subscription, if any, in any of the categories, would be allowed to be met with spill-over from any of the other categories or a combination of categories at the discretion of our Company in consultation with the Book Running

Lead Manager and Designated Stock Exchange. Such inter-se spill over, if any, would be affected in accordance with applicable laws, rules, regulations, and guidelines.

3) To be finalized upon determination of the Issue Price.

CLASS OF SHARES

The Company has only one class of shares i.e. Equity Shares of face value ₹ 2/- each only and all Equity Shares are ranked pari-passu in all respects. All Equity Shares issued are fully paid-up as on date of this Draft Red Herring Prospectus.

As on the date of this Draft Red Herring Prospectus, our Company has not issued preference shares and does not have any outstanding preference shares.

Our Company does not have any partly paid -up equity shares as on the date of this Draft Red Herring Prospectus.

Our Company does not have any outstanding convertible instruments as on the date of this Draft Red Herring Prospectus.

NOTES TO THE CAPITAL STRUCTURE:

1. Changes in the Authorized Share Capital of our Company:

Since the incorporation of our Company, the authorized equity share capital has changed in the manner as set forth below:

S. No.	Date	No. of Shares	Face Value (in Rs.)	Cumulative No. of Shares	Cumulative Authorized Share Capital (in Rs.)	Whether AGM/EGM
1	On Incorporation*	1,00,000	10	1,00,000	10,00,000	N.A.
2	October 14, 2024	49,00,000	10	50,00,000	5,00,00,000	EGM
3	March 17, 2026	1,00,00,000	10	1,50,00,000	15,00,00,000	EGM
4	Pursuant to the resolution passed by the Board of Directors, and the special resolution passed by the shareholders of the Company at the Extraordinary General Meeting at their respective meetings held on May 16, 2026 the face value of the equity shares was split from ₹10 per equity share to ₹ 2 per Equity Share. Accordingly, an aggregate of 1,50,00,000 authorise equity shares of ₹ 10 each were split into 7,50,00,000 Equity Shares of face value ₹ 2 each.					
5	May 16, 2026	-	2	7,50,00,000	15,00,00,000	EGM
6	June 02, 2026	2,50,00,000	2	10,00,00,000	20,00,00,000	EGM

2. History of Paid-up Share Capital:

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

S. N.	Date of Allotment	No. of Equity Shares allotted	Face value (Rs.)	Issue Price (Rs.)	Nature of consideration	Nature of Allotment	Cumulative number of Equity Shares	Cumulative Paid-up Capital (Rs.)	Cumulative Securities premium (Rs.)
1.	On Incorporation*	1,00,000	10	10	Cash	Subscription to MOA [(1)]	1,00,000	10,00,000	Nil
2.	March 29, 2025	38,90,000	10	10	Cash	Right Issue [(2)]	39,90,000	3,99,00,000	Nil
3.	*Pursuant to the resolution passed by the Board of Directors, and the special resolution passed by the shareholders of the Company at the Extraordinary General Meeting at their respective meetings held on May 16, 2026, existing face value per equity share in the Authorized Share Capital and paid – up capital of the Company was sub-divided from INR 10 per equity share to INR 2/- per Equity Share.*								
4.	May 16, 2026	-	2	N.A.	N.A.	Post sub-division of face value of equity shares	1,99,50,000	39900000	Nil

						from Rs. 10/- each to Rs. 2/- each			
5.	May 25, 2026	3,99,00,000	2	NA	Other than Cash	Bonus in the ratio of 2:1 [(3)]	5,98,50,000	11,97,00,000	Nil

**The Date of incorporation of the company is June 28, 2022.*

Note: *Our company is in compliance with the Companies Act 2013, with respect to the issuance and allotment of securities since inception till the date of filing of this Draft Red Herring Prospectus.*

Note:

1. The details of allotment of 1,00,000 Fully Paid-up Equity Shares made to the subscribers to the Memorandum of Associations are as follows:

Sr. No.	Name of Allottee	No. of Equity Shares Allotted
1.	Ronak Vasantbhai Patel	10,000
2.	Amitkumar Govindbhai Patel	10,000
3.	Jimit Amitbhai Patel	5,000
4.	Imdadali Mikdadali Ganthiya	10,000
5.	Mikdadali Jivabhai Ganthiya	15,000
6.	Nitinbhai Govindbhai Patel	25,000
7.	Kushal Nitinbhai Patel	20,000
8.	Riya Harshit Shah	5,000
Total		**1,00,000**

2. The details of allotment of 38,90,000 Fully Paid-up Equity Shares of ₹ 10/- each by the way of Right Issue made on March 29, 2025, are as follows:

Sr. No.	Name of Allottee	No. of Equity Shares Allotted
1.	Ronak Vasantbhai Patel	7,29,375
2.	Amitkumar Govindbhai Patel	4,86,250
3.	Jimit Amitbhai Patel	2,43,125
4.	KN Family Trust	9,72,500
5.	NG Family Trust	12,15,625
6.	Riya Harshit Shah	2,43,125
Total		**38,90,000**

3. The details of allotment of 3,99,00,000 Fully Paid-up Equity Shares of ₹ 2/- each by the way of Bonus Issue made on May 25, 2026, in ratio of 2:1 i.e., 2 fully paid-up Equity Shares for every 1 Equity Share held, out of reserve and surplus, are as follows:

Sr. No.	Name of Allottees	No. of Equity Shares Allotted
1.	Amitkumar Govindbhai Patel	49,62,500
2.	Ronak Vasantbhai Patel	74,43,750
3.	Imdadali Mikdadali Ganthiya	2,00,000
4.	Riya Harshit Shah	24,81,250
5.	Jimit Amitbhai Patel	24,81,250
6.	NG Family Trust	1,24,06,250
7.	KN Family Trust	99,25,000
Total		**3,99,00,000**

3. Our Company has not made allotment at a price lower than the Issue Price including allotments made for consideration other than cash during past one year from the date of this Draft Red Herring Prospectus except as mentioned below.

Our Company has allotted 3,99,00,000 Fully Paid-up Equity Shares of ₹ 2/- each by the way of Bonus Issue made on May 25, 2026, in ratio of 2:1 i.e., 2 fully paid-up Equity Shares for every 1 Equity Share held, out of reserve and surplus, are as follows:

Sr. No.	Name of Allottees	No. of Equity Shares Allotted
1.	Amitkumar Govindbhai Patel	49,62,500
2.	Ronak Vasantbhai Patel	74,43,750
3.	Imdadali Mikdadali Ganthiya	2,00,000
4.	Riya Harshit Shah	24,81,250
5.	Jimit Amitbhai Patel	24,81,250
6.	NG Family Trust	1,24,06,250
7.	KN Family Trust	99,25,000
Total		**3,99,00,000**

4. Our Company does not have any Employee Stock Option Scheme / Employee Stock Purchase Scheme/Stock Appreciation Right Scheme for our employees and we do not intend to allot any shares to our employees under Employee Stock Option Scheme / Employee Stock Purchase Scheme/Stock Appreciation Right Scheme from the proposed Offer. As and when, options are granted to our employees under the Employee Stock Option Scheme/Employee Stock Purchase Scheme/Stock Appreciation Right Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

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5. Our Shareholding Pattern:

As on date of this Draft Red Herring Prospectus, the Shareholding Pattern of our Company, before the Issue as per Regulation 31 of the SEBI (LODR) Regulations, 2015 is as under:

Category Code	Category of shareholder	No. of share holder	No. of fully paid-up equity shares held	No. of Partly paid-up equity shares held	No. of underlying Depository Receipts	Total no. of shares held	Shareholding as a % of total no. of shares (calculated as per SCRA, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities*				No. of shares underlying Outstanding Convertible Securities (including warrants)	Shareholding as a % assuming full conversion of convertible securities (as a % of diluted share capital) As a % of (A+B+C2)	No. of locked-in shares		No. of shares pledged or otherwise encumbered		Number of shares held in dematerialized form
								No. of Voting Rights										
								Class X	Class Y	Total	Total as a % of (A+B+C)			No. (a)	As a % of shares held (b)	No. (a)	As a % of shares held (b)	
I	*II*	*III*	*IV*	*V*	*VI*	*VII= IV+V+VI*	*VIII*	*IX*				*X*	*XI=VII+X*	*XII*		*XIII*		*XIV*
(A)	Promoters and Promoter Group	6	5,95,50,000	-	-	5,95,50,000	99.50%	5,95,50,000	-	5,95,50,000	99.50%	-	99.50%	-	-	-	-	5,95,50,000
(B)	Public	1	3,00,000	-	-	3,00,000	0.50%	3,00,000	-	3,00,000	0.50%	-	0.50%	-	-	-	-	3,00,000
(C)	Non-Promoter Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**7**	**5,98,50,000**	**-**	**-**	**5,98,50,000**	**100.00%**	**5,98,50,000**	**-**	**5,98,50,000**	**100.00%**	**-**	**100.00%**	**-**	**-**	**-**	**-**	**5,98,50,000**

Note:

a) *Pursuant to SEBI Circular No. CIR/ISD/3/2011 dated June 17, 2011, and SEBI Circular No. SEBI/CIR/ISD/05/2011 dated September 30, 2011, the Equity Shares held by the Promoters and Promoter Group entities, along with 50% of the Equity Shares held by public shareholders, are required to be in dematerialized form. As on the date of this Draft Red Herring Prospectus, all the Equity Shares of our Company are held in dematerialised form.*

b) *Additionally, in accordance with Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, our Company will submit the prescribed shareholding pattern one day before the listing of the Equity Shares. This shareholding pattern will be made available on the BSE SME website before the commencement of trading.*

6. The shareholding pattern of our Promoters and Promoter's Group and public before and after the Issue:

Sr. No.	Name of shareholders	Pre Issue[#]		Post Issue	
		No. of equity shares	As a % of Pre-Issue Capital*	No. of equity shares	As a % of Post Issue Capital*
Promoter					
1.	Ronak Vasantbhai Patel	1,11,65,625	18.66%	[●]	[●]
2.	Amitkumar Govindbhai Patel	74,43,750	12.44%	[●]	[●]
3.	Jimit Amitbhai Patel	37,21,875	6.22%	[●]	[●]
4.	Riya Harshit Shah	37,21,875	6.22%	[●]	[●]
5.	NG Family Trust	1,86,09,375	31.09%	[●]	[●]
6.	KN Family Trust	1,48,87,500	24.87%	[●]	[●]
7.	Nitinbhai Govindbhai Patel	-	-	[●]	[●]
8.	Gitaben Nitinbhai Patel	-	-	[●]	[●]
9.	Kushal Nitinbhai Patel	-	-	[●]	[●]
Total - A		**5,95,50,000**	**99.50%**	**[●]**	[●]
Promoter's Group					
10.	N.A.				
Total - B		-	-	**[●]**	[●]
Public					
11.	Imdadali Mikdadali Ganthiya	3,00,000	0.50%	[●]	[●]
Total - C		-	-	[●]	[●]
Total (A+B+C)		**5,98,50,000**	**100.00%**	[●]	[●]

**Rounded Off*
[#]As per the latest Benpose dated September 11, 2026.

7. The average cost of acquisition of or subscription to Equity Shares by our Promoters is set forth in the table below:

Name of the Promoter	No. of Shares held	Weighted average cost of Acquisition (in Rs.) *
Ronak Vasantbhai Patel	1,11,65,625	0.67
Amitkumar Govindbhai Patel	74,43,750	0.67
Jimit Amitbhai Patel	37,21,875	0.67
Riya Harshit Shah	37,21,875	0.67
NG Family Trust	1,86,09,375	0.65
KN Family Trust	1,48,87,500	0.65
Nitinbhai Govindbhai Patel	-	-
Gitaben Nitinbhai Patel	-	-
Kushal Nitinbhai Patel	-	-

**As certified by M/s Talati & Talati LLP, Chartered Accountants, dated September 03, 2026.*

8. Details of Major Shareholders:

(A) List of Shareholders holding 1% or more of the Paid-up Capital of the Company as on date of this Draft Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held[#^]	% of Pre-Issue paid up Capital*[@]
1.	Ronak Vasantbhai Patel	1,11,65,625	18.66%
2.	Amitkumar Govindbhai Patel	74,43,750	12.44%
3.	Jimit Amitbhai Patel	37,21,875	6.22%
4.	Riya Harshit Shah	37,21,875	6.22%
5.	NG Family Trust	1,86,09,375	31.09%
6.	KN Family Trust	1,48,87,500	24.87%

Sr. No.	Name of shareholders	No. of Equity Shares held#^	% of Pre-Issue paid up Capital*@
Total		**5,95,50,000**	**99.50%**

(B) List of Shareholders holding 1% or more of the Paid-up Capital of the Company ten days prior to the date of this Draft Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held#^	% of Pre-Issue paid up Capital*@
1.	Ronak Vasantbhai Patel	1,11,65,625	18.66%
2.	Amitkumar Govindbhai Patel	74,43,750	12.44%
3.	Jimit Amitbhai Patel	37,21,875	6.22%
4.	Riya Harshit Shah	37,21,875	6.22%
5.	NG Family Trust	1,86,09,375	31.09%
6.	KN Family Trust	1,48,87,500	24.87%
Total		**5,95,50,000**	**99.50%**

(C) List of Shareholders holding 1% or more of the Paid-up Capital of the Company One year prior to the date of this Draft Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held#	% of then existing paid -up capital*@
1.	Ronak Vasantbhai Patel	7,44,375	18.66%
2.	Amitkumar Govindbhai Patel	4,96,250	12.44%
3.	Jimit Amitbhai Patel	2,48,125	6.22%
4.	Riya Harshit Shah	2,48,125	6.22%
5.	NG Family Trust	12,40,625	31.09%
6.	KN Family Trust	9,92,500	24.87%
Total		**39,70,000**	**99.50%**

(D) List of Shareholders holding 1% or more of the Paid-up Capital of the Company Two years prior to the date of this Draft Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held#	% of the existing paid - up capital*@
1.	Ronak Vasantbhai Patel	15,000	15%
2.	Amitkumar Govindbhai Patel	10,000	10%
3.	Jimit Amitbhai Patel	5,000	5%
4.	Imdadali Mikdadali Ganthiya	5,000	5%
5.	Mikdadali Jivabhai Ganthiya	15,000	15%
6.	Nitinbhai Govindbhai Patel	25,000	25%
7.	Kushal Nitinbhai Patel	20,000	20%
8.	Riya Harshit Shah	5,000	5%
Total		**1,00,000**	**100.00%**

9. As on the date of this Draft Red Herring Prospectus, there are no outstanding warrants, options or rights to convert debentures, loans or other financial instruments into our Equity Shares.

10. There will be no further issue of capital, whether by way of issue of bonus shares, preferential allotment, and right issue or in any other manner, by our Company during the period commencing from the date of this Draft Red Herring Prospectus until the Equity Shares of our Company have been listed on the Stock Exchange or until all application moneys have been refunded to the Anchor Investors, or the application moneys are unblocked in the ASBA Accounts on account of non-listing, under-subscription etc, as the case may be.

As on the date of filing this Draft Red Herring Prospectus, except for the Equity Shares to be allotted pursuant to the Issue, our Company does not have any such plan for altering the capital structure by way of split or consolidation of the denomination of the shares, or issue of specified securities on a preferential basis or issue of bonus or rights or further public issue of specified securities or qualified institutions placement. Further, our Company may alter its capital structure by way of split / consolidation of the denomination of Equity Shares or

issue of equity shares on a preferential basis or issue of bonus or rights or further public issue of equity shares or qualified institutions placement, within a period of six months from the date of opening of the Present Issue to finance an acquisition, merger or joint venture or for regulatory compliance or such other scheme of arrangement or for any other purpose, as the Board of Directors may deem fit, if an opportunity of such nature is determined by the Board of Directors to be in the interest of our Company.

This space has been left blank intentionally.

11. Shareholding of the Promoters of our Company:

As on the date of the Draft Red Herring Prospectus, our Promoters Ronak Vasantbhai Patel, Jimit Amitbhai Patel, Amitkumar Govindbhai Patel, Riya Harshit Shah, Gitaben Nitinbhai Patel, Nitinbhai Govindbhai patel, Kushal Nitinbhai Patel, KN Family Trust and NG Family Trust holds total 5,95,50,000 Equity Shares representing 99.50% of the pre-Issue paid up equity share capital of our Company.

The build-up of equity shareholding of Promoters of our Company since incorporation is as follows:

Date of Allotment / acquisition / transaction and when made fully paid up	Nature (Allotment/ transfer)	Number of Equity Shares	Face Value per Equity Share (in Rs.)	Issue/ Transfer price per Equity Share (in Rs.)	Consideration (cash/ other than cash)	Name of Transferor / Transferee	% of pre issue capital of Cumulative Shares
Mr. Ronak Vasantbhai Patel							
Incorporation	Subscriber to MOA	10,000	10	10	Cash	N.A.	0.02%
January 02, 2024	Transfer	5,000	10	10	Cash	Imdadali Mikdadali Ganthiya	0.03%
March 29, 2025	Right Issue	7,29,375	10	10	Cash	N.A.	1.24%
Total		**7,44,375**	-	-	-	-	1.24%
May 16, 2026	Sub-division	3721875	2	NA	NA	NA	6.22%
May 25, 2026	Bonus Issue	7443750	2	NA	NA	NA	18.66%
Total		**1,11,65,625**					**18.66%**
Mr. Jimit Amitbhai Patel							
Incorporation	Subscriber to MOA	5,000	10	10	Cash	N.A.	0.01%
March 29, 2025	Right Issue	2,43,125	10	10	Cash	N.A.	0.41%
Total		**2,48,125**	-	-	-	-	0.41%
May 16, 2026	Sub-division	12,40,625	2	NA	NA	NA	2.07%
May 25, 2026	Bonus Issue	24,81,250	2	NA	NA	NA	6.22%
Total		**37,21,875**					**6.22%**
Mr. Amitkumar Govindbhai Patel							
Incorporation	Subscriber to MOA	10,000	10	10	Cash	N.A.	0.02%
March 29, 2025	Right Issue	4,86,250	10	10	Cash	N.A.	0.83%
Total		**4,96,250**	-	-	-	-	0.83%
May 16, 2026	Sub-division	24,81,250	2	N.A.	N.A.	N.A.	4.15%
May 25, 2026	Bonus Issue	49,62,500	2	NA	NA	NA	12.44%
Total		**74,43,750**					**12.44%**
Mrs. Riya Harshit Shah							
Incorporation	Subscriber to MOA	5,000	10	10	Cash	N.A.	0.01%
March 29, 2025	Right Issue	2,43,125	10	10	Cash	N.A.	0.41%

Total		**2,48,125**	10	-	-	-	**0.41%**
May 16, 2026	Sub-division	12,40,625	2	N.A.	N.A.	N.A.	2.07%
May 25, 2026	Bonus Issue	24,81,250	2	N.A.	N.A.	N.A.	6.22%
Total		**37,21,875**					**6.22%**
Mr. Nitinbhai Govindbhai Patel							
Incorporation	Subscriber to MOA	25,000	10	10	Cash	N.A.	0.04%
December 26, 2024	Transfer	(25,000)	10	N.A.	Gift	NG Family Trust	0.00%
Total		**Nil**					**0.00%**
Mr. Kushal Nitinbhai Patel							
Incorporation	Subscriber to MOA	20,000	10	10	Cash	N.A.	0.03%
December 26, 2024	Transfer	(20,000)	10	N.A.	Gift	KN Family Trust	0.00%
Total		**Nil**					**0.00%**
Mrs. Gitaben Nitinbhai Patel							
N.A.							
KN Family Trust							
December 26, 2024	Transfer	20,000	10	NIL	Gift	Kushal Nitinbhai Patel	0.03%
March 29, 2025	Right Issue	9,72,500	10	10	Cash	N.A.	1.66%
Total		**9,92,500**	-	-	-	-	1.66%
May 16, 2026	Sub-division	49,62,500	2	NA	NA	NA	8.29%
May 25, 2026	Bonus Issue	99,25,000	2	N.A.	N.A.	N.A.	24.87%
Total		**1,48,87,500**					**24.87%***
NG Family Trust							
December 26, 2024	Transfer	25,000	10	N.A.	N.A.	Nitinbhai Govindbhai Patel	0.04%
March 29, 2025	Right Issue	12,15,625	10	10	Cash	N.A.	2.07%
Total		**12,40,625**	10	-	-	-	2.07%
May 16, 2026	Sub-division	62,03,125	2	N.A.	N.A.	N.A.	10.36%
May 25, 2026	Bonus Issue	1,24,06,250	2	N.A.	N.A.	N.A.	31.09%
Total		**1,86,09,375**					**31.09%****

**Percentage is Calculated after Bonus Issue*

*** Percentage is Calculated after Bonus Issue*

All the Equity Shares held by our Promoters were fully paid-up on the respective dates of acquisition of such Equity Shares. Further, none of the Equity Shares held by our Promoters are pledged as of the date of this Draft Red Herring Prospectus.

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12. As of the date of this Draft Red Herring Prospectus, our Company has (Seven) Shareholders.

13. There were no shares purchased/sold by the Promoters and Promoter Group, Directors of our Company and their relatives since incorporation of the Company, except as mentioned below:

Date of transfer	Details of transferor(s)	Details of transferee(s)	Category	No. of Equity Shares transferred	Face Value (₹)	Transfer Price (₹)	Nature of Consideration
January 02, 2024	Imdadali Mikdadali Ganthiya	Ronak Vasantbhai Patel	Promoter	5000	10	10	Cash
December 26, 2024	Nitinbhai Govindbhai Patel	NG Family Trust	Promoter	25,000	10	Nil	Gift
	Kushal Nitinbhai Patel	KN Family Trust	Promoter	20,000	10	Nil	Gift

14. Our Promoters, the members of the Promoter's Group, our directors and the relatives of our directors have not financed the purchase by any other person of securities of our Company, other than in the normal course of the business of the financing entity, during the six months immediately preceding the date of filing this Draft Red Herring Prospectus.

15. Promoter's Contribution and other Lock-In details:

Pursuant to Regulation 236 and 238 of the SEBI (ICDR) Regulations, an aggregate of 20.00% of the fully diluted post-Issue capital of our Company held by the Promoters shall be locked in for a period of three years from the date of Allotment ("Minimum Promoter' Contribution"), and the Promoters' shareholding in excess of 20% of the fully diluted post-Issue Equity Share capital shall be locked in for a period as follows:

-50% of promoter's holding in excess of minimum promoter's contribution shall be locked in for a period of 2 (two) years from the date of allotment in the Initial Public Offer.

-remaining 50% of promoters' holding in excess of minimum promoters' contribution above shall be locked in for a period of 1 (one) year from the date of allotment in the Initial Public Offer.

The lock-in of the Minimum Promoter's Contribution would be created as per applicable laws and procedures and details of the same shall also be provided to the Stock exchange before the listing of the Equity Shares.
Following are the details of Minimum Promoter's Contribution:

Number of Equity Shares locked-in*(1)(2)(3)	Nature of Allotment / Transfer	Date of Allotment and Date when made fully paid-up	Face value (in ₹)	Issue / Acquisition Price per Equity Share (in ₹)	Nature of consideration (cash / other than cash)	% of fully diluted post- Issue paid-up capital	Period of lock-in
Upto [●]	Bonus Issue	May 25, 2026	2	N.A.	Other than Cash	20%	3 years

**To be updated at the time of Prospectus.*
***Subject to finalization of Basis of Allotment.*

***** *Subject to finalisation of Basis of Allotment.*
(1) For a period of three years from the date of allotment.
(2) All Equity Shares have been fully paid-up at the time of allotment.
(3) All Equity Shares held by our Promoters are in dematerialized form.
For details of the build-up of the Equity Share capital held by our Promoters, see chapter titled **"*Capital Structure - Details of the Build-up of our Promoters' shareholding*"** on Page No. 70.

The Promoter's Contribution has been brought to the extent of not less than the specified minimum lot and from persons defined as 'promoter' under the SEBI (ICDR) Regulations.

The Equity Shares that are being locked-in are not, and will not be, ineligible for computation of Promoter' Contribution under Regulation 237 of the SEBI (ICDR) Regulations. In this computation, as per Regulation 237 of the SEBI (ICDR) Regulations, our Company confirms that the Equity Shares which are being locked-in do not, and shall not, consist of:

- Equity Shares acquired during the preceding three years for consideration other than cash and revaluation of assets or capitalization of intangible assets
- Equity Shares resulting from bonus issue by utilization of revaluations reserves or unrealized profits of the Company or from bonus issue against Equity Shares which are otherwise ineligible for minimum promoters' contribution;
- Equity Shares acquired during the preceding one year, at a price lower than the price at which the Equity Shares are being offered to the public in the Issue;
- Equity Shares issued to the Promoters upon conversion of a partnership firm;
- Equity Shares held by the Promoters that are subject to any pledge; and
- Equity Shares for which specific written consent has not been obtained from the respective shareholders for inclusion of their subscription in the Promoters' Contribution subject to lock-in.

Our Company has not been formed by the conversion of a partnership firm into a company in the past one year and thus, no Equity Shares have been issued to our Promoters upon conversion of a partnership firm in the past one year. All the Equity Shares held by the Promoters and the members of the Promoter Group are held in dematerialized form.

In terms of undertaking executed by our Promoters, Equity Shares forming part of Promoters' Contribution subject to lock in will not be disposed/ sold/ transferred by our Promoters during the period starting from the date of filing of this Draft Red Herring Prospectus till the date of commencement of lock in period as stated in this Draft Red Herring Prospectus.

Other than the Equity Shares locked-in as Promoter's Contribution for a period of three years as stated in the table above, the entire pre-Issue capital of our Company, including the excess of minimum Promoter' Contribution, as per Regulation 238 of the SEBI (ICDR) Regulations, shall be locked in for a period of one year from the date of allotment of Equity Shares in the Issue. Such lock – in of the Equity Shares would be created as per the bye laws of the Depositories.

Other requirements in respect of 'lock-in'

In terms of Regulation 243 of the SEBI (ICDR) Regulations, the Equity Shares held by persons other than the Promoters prior to the Issue may be transferred to any other person holding the Equity Shares which are locked-in as per Regulation 239 of the SEBI (ICDR) Regulations, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with the Takeover Code as applicable.

In terms of Regulation 243 of the SEBI (ICDR) Regulations, the Equity Shares held by our Promoters which are locked in as per the provisions of Regulation 238 of the SEBI (ICDR) Regulations, may be transferred to and amongst Promoters / members of the Promoter Group or to a new promoter or persons in control of our Company, subject to continuation of lock-in in the hands of transferees for the remaining period and compliance of Takeover Code, as applicable.

In terms of Regulation 242(a) of the SEBI (ICDR) Regulations, the locked-in Equity Shares held by our Promoters can be pledged only with any scheduled commercial banks or public financial institutions or a systemically important non-banking finance company or a housing finance company as collateral security for loans granted by such banks or financial institutions, provided that such loans have been granted for the purpose of financing one or more of the Objects of the Issue and pledge of the Equity Shares is a term of sanction of such loans.

In terms of Regulation 242(b) of the SEBI ICDR Regulations, the Equity Shares held by the Promoters which are locked-in for a period of one year from the date of allotment may be pledged only with scheduled commercial banks, public financial institutions, systemically important non-banking finance companies or housing finance companies as collateral security for loans granted by such entities, provided that such pledge of the Equity Shares is one of the terms of the sanction of such loans.

16. Our Company, our Promoters, our Directors and the BRLM to This Issue have not entered into any buy-back, standby or similar arrangements with any person for purchase of our Equity Shares from any person.

17. Our Company has not issued shares for consideration other than cash or out of revaluation of reserves, including Bonus Shares, at any point of time since Incorporation except the following:

Our Company has allotted 3,99,00,000 Fully Paid-up Equity Shares of ₹ 2/- each by the way of Bonus Issue made on May 25, 2026, in ratio of 2:1 i.e., 2 fully paid-up Equity Shares for every 1 Equity Share held, out of reserve and surplus, are as follows:

Sr. No.	Name of Allottees	No. of Equity Shares Allotted
1.	Amitkumar Govindbhai Patel	49,62,500
2.	Ronak Vasantbhai Patel	74,43,750
3.	Imdadali Mikdadali Ganthiya	2,00,000
4.	Riya Harshit Shah	24,81,250
5.	Jimit Amitbhai Patel	24,81,250
6.	NG Family Trust	1,24,06,250
7.	KN Family Trust	99,25,000
Total		**3,99,00,000**

18. Our Company has not allotted any Equity Shares pursuant to any scheme approved under Sections 230 to 234 of the Companies Act, 2013.

19. For more details, please refer to the chapter "financial statements as restated" on the page no. 232 of this Draft Red Herring Prospectus.

20. Our Company does not have any Employee Stock Option Scheme / Employee Stock Purchase Scheme for our employees, and we do not intend to allot any shares to our employees under Employee Stock Option Scheme /Employee Stock Purchase Scheme from the proposed issue. As and when options are granted to our employees under the Employee Stock Option Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits) Regulations, 2021.

21. There are no safety net arrangements for this public Offer.

22. As on the date of filing of this Draft Red Herring Prospectus, there are no outstanding warrants, options or rights to convert debentures, loans or other financial instruments into our Equity Shares.

23. As per Regulation 268(2) of SEBI (ICDR) Regulations, 2018, an over-subscription to the extent of 10% of the Issue can be retained for the purpose of rounding off while finalizing the basis of allotment to the nearest integer during finalizing the allotment, subject to minimum allotment lot. Consequently, the actual allotment may go up by a maximum of 10% of the Issue, as a result of which, the post issue paid up capital after the Issue would also increase by the excess amount of allotment so made. In such an event, the Equity Shares held by the Promoters and subject to lock-in shall be suitably increased to ensure that 20% of the post issue paid-up capital is locked-in.

24. All the Equity Shares of our Company are fully paid-up as on the date of this Draft Red Herring Prospectus. Further, since the entire money in respect of the Issue is being called on application, all the successful applicants will be allotted fully paid-up equity shares.

25. As per RBI regulations, OCBs are not allowed to participate in this Issue.

26. There is no Buyback, stand by, or similar arrangement by our Company/Promoters/Directors/BRLM for purchase of Equity Shares issued/offered through this Draft Red Herring Prospectus.

27. As on the date of this Draft Red Herring Prospectus, none of the shares held by our Promoters/Promoter Group are pledged with any financial institutions or banks or any third party as security for repayment of loans.

28. Investors may note that in case of over-subscription, the allocation in the Issue shall be as per the requirements of Regulation 253 of SEBI (ICDR) Regulations, as amended from time to time.

29. Under subscription, if any, in any category, shall be met with spill-over from any other category or combination of categories at the discretion of our Company, in consultation with the BRLM and BSE.

30. The Issue is being made through Book Building Method.

31. BRLM to the Issue viz. Turnaround Corporate Advisors Private Limited and its associates do not hold any Equity Shares of our Company.

32. Our Company has not raised any bridge loan against the proceeds of this Issue.

33. Our Company undertakes that at any given time, there shall be only one denomination for our Equity Shares, unless otherwise permitted by law.

34. Our Company shall comply with such accounting and disclosure norms as specified by SEBI, from time to time.

35. Our Company is in compliance with the Companies Act, 2013 with respect to issuance of securities since inception till the date of filing of Draft Red Herring Prospectus.

36. An Applicant cannot make an application for more than the number of Equity Shares being Issued/Offered through this Draft Red Herring Prospectus, subject to the maximum limit of investment prescribed under relevant laws applicable to each category of investors.

37. No payment, direct or indirect in the nature of discount, commission, and allowance or otherwise shall be made either by us or our Promoters to the persons who receive allotments, if any, in This Issue.

38. Our Promoters and the members of our Promoter Group will not participate in this Issue.

39. Our Company has not made any public issue since its incorporation.

40. Our Company shall ensure that transactions in the Equity Shares by the Promoters and the Promoter Group between the date of filing the Draft Red Herring Prospectus and the Issue Closing Date shall be reported to the Stock Exchange within twenty-four hours of such transaction.

41. For the details of transactions by our Company with our Promoter Group, Group Companies for the financial year ended on March 31, 2026, March 31, 2025 & March 31, 2024, please refer to paragraph titled ―Related Party Transaction in the chapter titled "Financial Information" beginning on page number 232 of this Draft Red Herring Prospectus.

42. None of our Directors or Key Managerial Personnel or Senior Management Personnel holds Equity Shares in our Company, except as stated in the chapter titled "Our Management" beginning on page number 203 of this Draft Red Herring Prospectus.

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OBJECTS OF THE ISSUE

The issue comprises of a Fresh Issue of upto 2,85,00,000 Equity Shares, aggregating up to ₹ [●] lakhs by our Company.

FRESH ISSUE

Our Company proposes to utilize the Net Proceeds from the Fresh Issue towards funding the following objects:

1. Capital Expenditure for setting up new Banquet and Hotel
2. General corporate purposes.

(Collectively, referred to herein as the ***"Objects of the Issue"***)

The main objects and objects incidental and ancillary to the main objects, as set out in our Memorandum of Association, enable our Company to undertake our existing business activities and the activities for which funds are being raised by us through the Issue. In addition, our Company expects to receive the benefits of listing of Equity Shares on the SME Platform of BSE Limited including enhancing our visibility and our brand image among our existing and potential customers and creating a public market for our Equity Shares in India.

FRESH ISSUE PROCEEDS

After deducting the Issue-related expenses from the Gross Proceeds, we estimate the net proceeds of the Fresh Issue to be ₹ [●] lakhs ("Net Proceeds"). The details of the Net Proceeds of the fresh issue are summarized in the table below:

(₹ in Lakhs)

Particulars	Amount
Gross Proceeds of the Issue*	[●]
Less: Issue Expenses in relation to the Fresh Issue	[●]
Net Proceeds of the Issue	[●]

**To be finalized on determination of the Issue Price and updated in the Prospectus prior to filing with the ROC*

UTILISATION OF NET PROCEEDS

The Net Proceeds are proposed to be utilised in the manner set out in the following table:

(₹ in Lakhs)

Sr. No.	Particulars	Amount	% of Net Proceeds
1.	Capital Expenditure for setting up new Banquet and Hotel	Upto 4,370.00	[●]
2.	General corporate purposes[#]	[●]	[●]
Total*		[●]	[●]

#The amount to be utilised for general corporate purposes will not exceed fifteen percent of the amount being raised by our Company or ₹ 10 Crores, whichever is less in accordance with Regulation 230(2) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025.

**To be finalised upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC.*

MEANS OF FINANCE

The total estimated project cost for setting up the new Banquet and Hotel is ₹4,521.39 Lakhs, of which ₹4,370.00 Lakhs is proposed to be financed from the Net Proceeds of the Issue and in case of a shortfall in the Net Proceeds or any increase in the actual utilization of funds earmarked for the Objects, our Company shall utilize its internal accruals, therefore, there is no requirement to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Fresh Issue or the existing identifiable accruals, as required under Regulation 230(1)(e) the SEBI ICDR Regulations.

We intend to deploy the Net Proceeds towards the Objects as disclosed in the table above, in accordance with the business plan as approved by our Board of Directors pursuant to their resolutions dated June 02, 2026, management estimates based on the prevailing market conditions, other commercial and technical factors including interest rates and other charges, quotations received from certain vendors. However, given the dynamic nature of our business, we may have to revise our funding requirements and deployment on account of a variety of factors such as our financial condition, business strategy and external factors such as market conditions, competitive environment and interest or exchange rate fluctuations, changes in design and configuration of the project, working capital margin, regulatory costs, environmental factors and other external factors which may not be within the control of our management. This may entail rescheduling or revising the planned expenditure and funding requirements, including the expenditure for a particular purpose, at the discretion of our management, subject to compliance with applicable law.

For further details, see "Risk Factors - The Objects of the Issue for which funds are being raised have not been appraised by any bank or financial institution. Any variation in the utilization of the Net Proceeds as disclosed in this Draft Red Herring Prospectus would be subject to applicable legal and regulatory requirements." Under chapter titled "Risk Factors" on page 19.

Moreover, if the estimated utilization of the Net Proceeds in a scheduled financial year is not completely met, due to reasons stated above, the same shall be utilised in the subsequent financial year, as may be determined by our Company, in accordance with applicable laws. Further, our Company may decide to accelerate the estimated deployment of Net Proceeds ahead of the schedule of implementation specified below. Any such change in our plans may require rescheduling of our expenditure programs and increasing or decreasing expenditure for a particular Object vis-à-vis the utilization of Net Proceeds. Subject to applicable laws, in the event of any increase in the actual utilization of funds earmarked for the purposes set forth above, such additional funds for a particular activity will be met by way of means available to us, including from internal accruals and any additional equity and/or debt arrangements. Our management expects that such alternate means would be available to fund any such shortfall. Further, if the actual utilisation towards the Object is lower than the proposed deployment, such balance will be used for future growth opportunities and towards general corporate purposes to the extent that the total amount to be utilised towards general corporate purposes will not exceed 15% of the Gross Proceeds from the Fresh Issue or ₹ 1,000.00 lakhs, whichever is lower, in accordance with the SEBI ICDR Regulations.

In case of delays in raising funds from the Issue, our Company may deploy certain amounts towards any of the abovementioned Objects through a combination of Internal Accruals or Unsecured Loans (Bridge Financing) and in such case the Funds raised shall be utilized towards repayment of such Unsecured Loans or recouping of Internal Accruals. However, we confirm that no bridge financing has been availed as on date, which is subject to being repaid from the Net Proceeds. The fund requirement and deployment is based on internal management estimates and has not been appraised by any bank or financial institution.

The fund requirements set out for the aforesaid Objects are proposed to be met from the Net Proceeds and internal accruals. Accordingly, we confirm that we are in compliance with the requirement to make the firm arrangement of finance under Regulation 230(1)(e) of the SEBI ICDR Regulations and Clause 9(C) of Part A of Schedule VI of the SEBI ICDR Regulations (which requires firm arrangements of finance through verifiable means for 75% of the stated means of finance, excluding the Net Proceeds and existing identifiable internal accruals).

The fund requirements, the deployment of funds and the intended use of the Net Proceeds for the proposed object as described herein are based on internal management estimates based on current market conditions, other commercial and technical factors, which are subject to change and may not be within the control of our management. Further such fund requirements and deployment of funds have not been appraised by any bank, financial institution or any other independent agency. See "Risk Factors - The Objects of the Issue for which funds are being raised have not been appraised by any bank or financial institution. Any variation in the utilization of the Net Proceeds as disclosed in this Draft Red Herring Prospectus would be subject to applicable legal and regulatory requirements." on page 19.

SCHEDULE OF IMPLEMENTATION AND DEPLOYMENT OF FUNDS

Our Company plans to deploy the funds towards the above stated Objects depending upon various factors including the actual timing of the completion of the Issue and the receipt of the Net Proceeds. In the event that estimated utilization out of the funds in any given financial year is not completely met, the same shall be utilized in the next financial year.

We propose to deploy the Fresh Issue Proceeds for the aforesaid purposes in accordance with the estimated schedule of implementation and deployment of funds set forth in the table below:

(₹ in Lakhs)

Sr. No.	Particulars	Total Estimated Cost	Amount to be funded from Internal Accruals / Borrowing	Amount to be funded from the Net Proceeds	Amount already deployed	Estimated Utilization of Net Proceeds Up to FY 2026-27)#	Estimated Utilization of Net Proceeds Up to FY 2027-28) *#
1.	Capital Expenditure for setting up new Banquet and Hotel	Upto 4,521.39	Upto 151.39	Upto 4,370.00	0.00	Upto 1400.00	Upto 2970.00
2.	General corporate purposes#	[●]	[●]	[●]	[●]	[●]	[●]
Total*		[●]	[●]	[●]	[●]	[●]	[●]

#The amount to be utilised for general corporate purposes will not exceed fifteen percent of the amount being raised by our Company or ₹ 10 Crores, whichever is less in accordance with Regulation 230(2) SEBI ICDR Regulations, 2018 read with SEBI (ICDR) (Amendment) Regulations, 2025.

** To be determined upon finalisation of the Issue Price and updated in the Prospectus prior to filing with the RoC.*

In the event the Net Proceeds are not completely utilized for the Objects during the respective periods mentioned in "Schedule of implementation" above, due to factors such as (i) economic and business conditions; (ii) timely completion of the Issue; (iii) market conditions outside the control of our Company; and (iv) any other commercial considerations, the remaining Net Proceeds shall be utilized (in part or full) in subsequent periods as may be determined by our Company, in accordance with applicable laws.
The deployment of funds indicated above is based on management estimates, current circumstances of our business, other commercial and technical factors, prevailing market conditions, which are subject to change. We may have to revise our funding requirements and deployment of the Net Proceeds from time to time on account of various factors, such as financial and market conditions, business and strategy and other external factors, which may not be within the control of our management. This may entail changing the allocation of funds from its planned allocation at the discretion of our management, subject to compliance with applicable law.

Subject to applicable laws, in the event of any increase in the actual requirement of funds earmarked for the purposes set forth below, such additional fund requirement will be met by way of any means available to us, including from internal accruals. However, the use of issue proceeds for General Corporate Purposes shall not exceed 15% of the fresh issue size or 10 crore whichever is less at any point of time.

DETAILS OF USE OF ISSUE PROCEEDS

1. CAPITAL EXPENDITURE FOR SETTING UP NEW BANQUET AND HOTEL

We intend to utilise an estimated amount of ₹4,370.00 Lakhs from the Net Proceeds towards capital expenditure for setting up a new Banquet and Hotel facility in Fiscal 2027 and Fiscal 2028. Our Board of Directors, at its meeting held on June 02, 2026, approved the utilisation of ₹4,370.00 Lakhs from the Net Proceeds for the proposed capital expenditure.

As on the date of this Draft Red Herring Prospectus, the Company operates a Banquet and Hotel facility located at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India. The Company has obtained the said property on lease for a period of 15 years commencing from August 1, 2022. The total plot area of the existing property is approximately 59,513.66 sq. ft., out of which the Company has developed and operates its facility over a ground level coverage of approximately 17,029.69 sq. ft. The existing facility offers integrated dining, banquet, outdoor event and accommodation services and caters to weddings, social celebrations, corporate events, conferences and other functions. The facility includes a water-themed outdoor restaurant with an area of approximately 3000 sq. ft. and a capacity of approximately 125 covers, along with three air-conditioned indoor gazebo restaurants having a combined area of approximately 1,500 sq. ft. and a combined capacity of approximately 90 persons, providing an aggregate dining capacity of approximately 215 covers.

The existing facility also comprises a Party Lawn, an outdoor event venue having an area of approximately 9,000 sq. ft. and a capacity of approximately 500 persons. In addition, the facility has two air-conditioned ground-floor banquet halls, namely Spread 1, having an area of approximately 2,000 sq. ft. and a capacity of approximately 125 persons, and Spread 2, having an area of approximately 2,600 sq. ft. and a capacity of approximately 225 persons. Spread 1 and Spread 2 can be combined by opening the partition wall between the two halls to create an indoor event space of approximately 4,600 sq. ft. with a combined capacity of approximately 400 persons. Further, Spread 1, Spread 2 and the Party Lawn can be utilised together for larger events, with a combined event-hosting capacity of up to approximately 800 persons.

The facility further includes a Grand Banquet on the first floor, being a standalone large-format banquet hall having an area of approximately 7,500 sq. ft. and a capacity of approximately 600–700 persons, suitable for large weddings, corporate conventions, product launches, gala dinners and other large-scale events. The Company also provides 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room, primarily for guests attending events, weddings and functions hosted at the facility. The combination of multiple dining, banquet, outdoor event and accommodation facilities enables the Company to offer an integrated venue solution across events of varying sizes and requirements.

For further details, see "Our Business – Our Banquet and Hotel Facility" beginning on page 158.

As part of our growth strategy, our Company proposes to establish another Banquet and Hotel facility at Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India. The Company has secured the proposed property on lease basis for a period of 12 years commencing from September 1, 2026. The total land area of the proposed property is approximately 49,650 square feet, out of which the Company proposes to develop and operate the proposed facility over an area of approximately 20,880 square feet at ground level coverage.

The proposed Banquet and Hotel is intended to strengthen our presence in the banquet and hospitality segment and enable us to cater to the anticipated increase in demand for weddings, social functions, corporate events, conferences and other gatherings in Ahmedabad and adjoining areas. The proposed facility is expected to complement our existing operations and increase our overall capacity to host events and provide associated hospitality services.

Proposed Banquet and Hotel – Location of the Project:

Address: Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India.

Dimensions of the Property:

East: 340.8 Ft.
West: 181.5 Ft.
South: 164.1 Ft.
North: 92.7 Ft.

Note: As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.

Proposed Banquet and Hotel – Existing Site View:

Note: As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.

3D View of Proposed Banquet and Hotel:

Note: As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.

Proposed Site and Floor Plans:

Plot Boundary Plan

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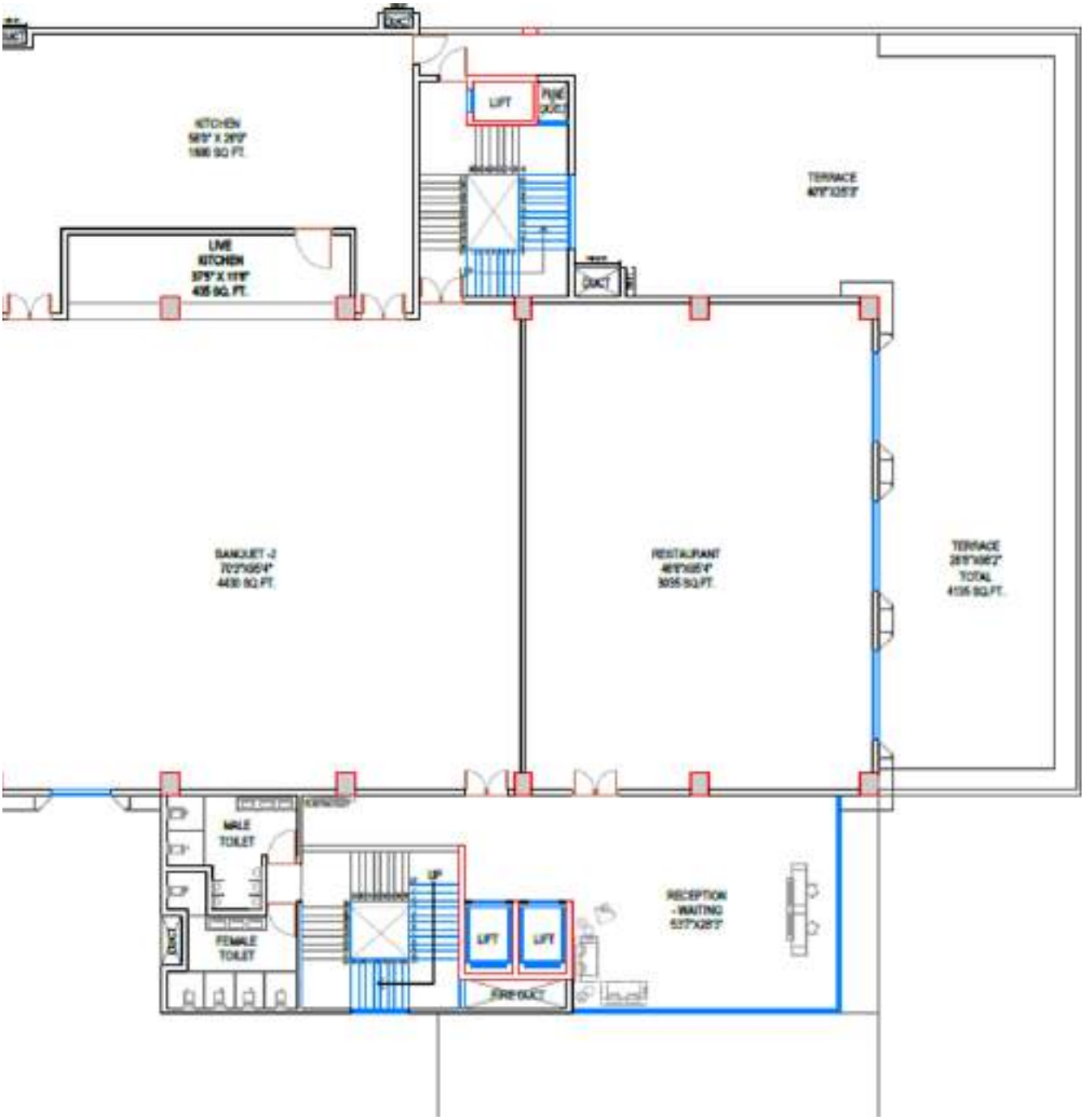
Ground Floor Plan

Mezzanine Floor Plan

LIFT
STAIRCASE
UP
DUCT
FOYER
LIFT
LIFT
RAMP
WATERBODY
PLANTER
PLANTER
PLANTER
HOTEL
EXIT
HOTEL
ENTRY

First Floor Plan



Second Floor Plan

Third Floor Plan

Fourth Floor Plan

Elevation s Section

Note: As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.

Estimated Project Cost Summary:

(In Lakhs)

SR.NO	ITEM DESCRIPTION	AMOUNT	TOTAL AMOUNT
A	**CIVIL AND FINISHING WORKS**		
1	EARTH WORKS	16.92	
2	CONCRETE WORKS	214.97	
3	REINFORCEMENT WORKS	329.92	
4	FORM WORK AND SHUTTERING	127.27	

5	BRICK / BLOCK MASONARY WORKS	113.66	
6	WATER PROOFING WORKS	31.05	
7	FLOORING WORKS	364.70	
8	PLASTERING WORKS	125.47	
9	PAINTING WORKS	127.43	
10	STRUCTURAL STEEL WORKS	37.50	**1488.89**
B	**INTERIOR WORK AND RELVANT ACCESSORIES**		
1	DOOR / WINDOW AND GLAZING WORKS	145.35	
2	INTERIOR WORKS	669.32	**814.67**
C	**MECHANICAL, ELECTRICAL, PLUMBING, AND FIRE PROTECTION (MEPF) SERVICES**		
1	PLUMBING COST	130.99	
2	ELECTRICAL COST	224.17	
3	FIRE FIGHTING COST	115.64	
4	AIR CONDITIONING COST	248.00	
5	SOLAR COST	270.00	**988.79**
D	**EXTERNAL DEVELOPMENT**	267.54	**267.54**
E	**LIFT AND VERTICAL TRANPORT**		
1	15 PASSANGER LIFT	40.00	
2	MEACHNICAL CAR PARKING	40.00	**80.00**
F	**KITCHEN AND SERVICES WORK**		
1	COMMERCIAL KITCHEN EQUIPMENT	11.49	
2	REFERIGERATION	4.20	
3	DISHWASHING SYSTEM	3.00	**18.69**
G	**AUDIO VISUAL SYSTEM**	27.50	**27.50**
H	**AUTHORITY EXPENSE**	145.60	**145.60**
	TOTAL		**3831.69**
	GST		**689.70**
	GRAND TOTAL WITH GST		**4521.39**

Note: As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.

The estimated cost of the proposed capital expenditure is based on a quotation obtained from Zion Infraspace LLP on turnkey basis dated August 03, 2026, which is valid for 6 Months from the date of issuance.

Details of Builder

Name: *Zion Infraspace LLP (Zion Group)*
Address: T.P. Scheme No. 50, Survey No. 50 and 51, Z One, B/s. Avalon Hotel, Nr. Mann Party Plot, Off Sindhubhavan Road, Bodakdev, Ahmedabad, Gujarat, 380054
GST: 24AACFZ2149P1ZQ

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Detailed Estimated Project Cost:

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
A	**CIVIL AND FINISHING WORKS**				
100	**Earth Works**				
101	Excavation from 0.0 m to 1.5m Depth	Cu.m	2,015.00	350.00	7,05,250
102	Excavation from 1.5 m to 3.0m Depth	Cu.m	1,310.00	400.00	5,24,000
103	Earth Brought From Out Side	Cu.m	490.00	500.00	2,45,000
104	Anti Termite Treatment	Sq.m	1,745.00	125.00	2,18,125
200	**Concrete Works [P.C.C and R.C.C]**				
201	P.C.C [M10] [1:3:6] [Inclusive of Shuttering]	Cu.m	340.00	5,500.00	18,70,000
202	**Concrete Works**				
1	**Concrete Element Up to Plinth Level**				
-	Foundation Element [Isolated Footing] : M25	Cu.m	650.00	6,000.00	39,00,000
-	Column & Wall up to Plinth Level : M35	Cu.m	62.00	6,500.00	4,03,000
-	R.C.C Grade Slab : M25	Cu.m	175.00	6,000.00	10,50,000
-	Ground Beam	Cu.m	97.00	6,000.00	5,82,000
2	**Concrete From Plinth to GF Slab Level**				
-	RCC Column & RCC Wall : M35	Cu.m	202.00	6,650.00	13,43,300
-	Beam Element : M30	Cu.m	194.00	6,300.00	12,22,200
-	Slab Element : M30	Cu.m	267.00	6,300.00	16,82,100
3	**Concrete From GF Slab to FF Roof Slab Level**				
-	RCC Column & RCC Wall : M35	Cu.m	132.00	6,800.00	8,97,600
-	Beam Element : M30	Cu.m	113.00	6,450.00	7,28,850
-	Slab Element : M30	Cu.m	185.00	6,450.00	11,93,250
4	**Concrete From FF Roof Slab to SF Floor Slab Level**				
-	RCC Column & RCC Wall : M35	Cu.m	97.00	6,950.00	6,74,150
-	Beam Element : M30	Cu.m	75.00	6,600.00	4,95,000
-	Slab Element : M30	Cu.m	160.00	6,600.00	10,56,000
5	**Concrete From SF Roof Slab to TF Floor Slab Level**				
-	RCC Column & RCC Wall : M35	Cu.m	89.00	7,100.00	6,31,900
-	Beam Element : M30	Cu.m	53.00	6,750.00	3,57,750
-	Slab Element : M30	Cu.m	125.00	6,750.00	8,43,750
6	**Concrete From TF Roof Slab to FF Roof Slab Level (Terrace Lvl.)**				
-	RCC Column & RCC Wall : M35	Cu.m	66.00	7,250.00	4,78,500
-	Beam Element : M30	Cu.m	53.00	6,900.00	3,65,700
-	Slab Element : M30	Cu.m	125.00	6,900.00	8,62,500
7	**Concrete From FF Roof Slab to Cabin Slab Lvl.**				
-	RCC Column & RCC Wall : M25	Cu.m	13.00	7,400.00	96,200
-	Beam Element : M25	Cu.m	6.00	7,050.00	42,300

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
-	Slab Element : M25	Cu.m	18.00	7,050.00	1,26,900
d.	**Staircase Element :** M30	Cu.m	90.00	6,600.00	5,94,000
300	**Reinforcement Works**				
301	Reinforcement HYSD Fe500	Kgs.	3,88,136.00	85.00	3,29,91,560
400	**Centering and Shuttering Works**				
1	**Concrete Element Up to Plinth Level**				
-	Foundation Element [Isolated Footing]	Sq.m	490.00	650.00	3,18,500
-	Column & Wall up to Plinth Level	Sq.m	386.00	650.00	2,50,900
-	R.C.C Grade Slab	Sq.m	N.A	650.00	-
-	Ground beam	Sq.m	680.00	650.00	4,42,000
2	**Concrete From Plinth to GF Slab Level**				
-	RCC Column & RCC Wall	Sq.m	1,092.00	650.00	7,09,800
-	Beam Element	Sq.m	886.00	650.00	5,75,900
-	Slab Element	Sq.m	1,812.00	650.00	11,77,800
3	**Concrete From GF Slab to FF Roof Slab Level**				
-	RCC Column & RCC Wall	Sq.m	730.00	750.00	5,47,500
-	Beam Element	Sq.m	503.00	750.00	3,77,250
-	Slab Element	Sq.m	1,260.00	750.00	9,45,000
4	**Concrete From FF Roof Slab to SF Floor Slab Level**				
-	RCC Column & RCC Wall	Sq.m	538.00	850.00	4,57,300
-	Beam Element	Sq.m	483.00	850.00	4,10,550
-	Slab Element	Sq.m	1,090.00	850.00	9,26,500
5	**Concrete From SF Roof Slab to TF Floor Slab Level**				
-	RCC Column & RCC Wall	Sq.m	488.00	950.00	4,63,600
-	Beam Element	Sq.m	377.00	950.00	3,58,150
-	Slab Element	Sq.m	857.00	950.00	8,14,150
6	**Concrete From TF Roof Slab to FF Roof Slab Level (Terrace Lvl.)**				
-	RCC Column & RCC Wall	Sq.m	448.00	1,050.00	4,70,400
-	Beam Element	Sq.m	377.00	1,050.00	3,95,850
-	Slab Element	Sq.m	857.00	1,050.00	8,99,850
7	**Concrete From FF Roof Slab to Cabin Slab Lvl.**				
-	RCC Column & RCC Wall	Sq.m	121.00	1,150.00	1,39,150
-	Beam Element	Sq.m	49.00	1,150.00	56,350
-	Slab Element	Sq.m	125.00	1,150.00	1,43,750
8	Staircase Element for all Levels	Sq.m	900.00	750.00	6,75,000
9	False staging for slab above 4.5 m	Sq.m / M	6,696.00	175.00	11,71,800

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
500	**Water Proofing Works**				
501	Toilet / Projection / RW area Water proofing	Sq.m	600.00	1,000.00	6,00,000
502	Terrace Water Proofing : Chemical Based	Sq.m	1,670.00	1,500.00	25,05,000
600	**Brick Masonary [115mm / 230mm Thk]**				
601	**230mm Thk Brick Wall :**				
-	Ground Floor Level	Cu.m	301.00	6,200.00	18,66,200
-	First Floor Level	Cu.m	233.00	6,350.00	14,79,550
-	Second Floor Level	Cu.m	286.00	6,500.00	18,59,000
-	Third Floor Level	Cu.m	255.00	6,650.00	16,95,750
-	Fourth Floor Level	Cu.m	243.00	6,800.00	16,52,400
-	Cabin Floor Level	Cu.m	50.00	6,950.00	3,47,500
602	**115mm Thk Partition Wall**				
-	Ground Floor Level	Sq.m	293.00	1,100.00	3,22,300
-	First Floor Level	Sq.m	279.00	1,200.00	3,34,800
-	Second Floor Level	Sq.m	431.00	1,300.00	5,60,300
-	Third Floor Level	Sq.m	406.00	1,400.00	5,68,400
-	Fourth Floor Level	Sq.m	414.00	1,500.00	6,21,000
-	Cabin Floor Level	Sq.m	37.00	1,600.00	59,200
700	**Flooring and Finishing Works**				
701	Reception area Flooring [BR : 250 / Sq.ft]	Sq.m	322.00	4,350.00	14,00,700
702	Reception area Skirting	Rmt.	129.00	500.00	64,500
703	Banquet area Flooring [BR : 225 / Sq.ft]	Sq.m	1,164.00	4,150.00	48,30,600
704	Banquet area Skirting	Rmt.	219.00	450.00	98,550
705	Restaurant Area Flooring [BR : 200 / Sq.ft]	Sq.m	292.00	3,650.00	10,65,800
706	Restaurant Area Skirting	Rmt.	75.00	400.00	30,000
707	Passage area Flooring [BR : 100 / Sq.ft]	Sq.m	736.00	2,300.00	16,92,800
708	Passage area Skirting	Rmt.	482.00	350.00	1,68,700
709	Room area Flooring [BR : 100 / Sq.ft]	Sq.m	1,363.00	2,300.00	31,34,900
710	Room area Skirting	Rmt.	1,273.00	400.00	5,09,200
711	Parking Area Flooring	Sq.m	436.00	1,500.00	6,54,000
712	Toilet Flooring : Antiskid Floor Tiles [BR : 100 / Sq.ft]	Sq.m	321.00	2,300.00	7,38,300
713	Toilet Wall Tile Dado [BR : 100 / Sq.ft]	Sq.m	1,818.00	2,500.00	45,45,000
714	Wall Tile Dado : Banquet and Restaurance area	Sq.m	1,670.00	2,800.00	46,76,000
715	Wall Tile Dado : Passage and staircase areas	Sq.m	2,060.00	2,500.00	51,50,000
714	Staircase Flooring : Granite	Sq.m	287.00	4,000.00	11,48,000
715	Kotastone Flooring : 600 x 600	Sq.m	405.00	2,000.00	8,10,000
716	Kotastone Skirting : 600 x 600	Rmt.	200.00	350.00	70,000

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
717	Chinamosaic Flooring	Sq.m	1,670.00	1,000.00	16,70,000
718	Kotastone Perapet Sill [BR : 50 / Sq.ft]	Sq.m	121.00	1,200.00	1,45,200
719	Granite Platfrom [Sandwitch Kota + Granite Top]	Sq.m	75.00	10,000.00	7,50,000
720	IPS Flooring	Sq.m	1,670.00	650.00	10,85,500
721	Exterior Stone Cladding : 10 % considered [BR: 200/sqft]	Sq.m	508.00	4,000.00	20,32,000
800	**Plaster Works**				
801	Single Coat Smooth Finish Plaster	Sq.m	7,415.00	400.00	29,66,000
802	Single Coat Rough Plaster [Backing Coat] [Internal]	Sq.m	1,939.00	325.00	6,30,175
803	Internal Rough Plaster	Sq.m	13,265.00	400.00	53,06,000
804	Sand Face Plaster [Tippani Plaster] [Outside]	Sq.m	5,050.00	700.00	35,35,000
805	Cement Vata	Rmt.	439.00	250.00	1,09,750
900	**Painting Works**				
901	Internal Paint [Paint + Putty] [Plastic Emulsion]	Sq.m	20,680.00	300.00	62,04,000
902	Punning over Internal Wall Plaster	Sq.m	9,535.00	400.00	38,14,000
903	2mm thk Exterior Textured Finish Paint	Sq.m	4,542.00	350.00	15,89,700
904	External Paint [Outer surface of Wall] [Texture Paint]	Sq.m	4,542.00	250.00	11,35,500
1000	**Strucutural Steel Works**				
1001	Structural Steel Works	Kgs.	25,000.00	150.00	37,50,000
A	**TOTAL - CIVIL AND FINISHING WORKS**				**14,88,89,210**
B	**INTERIOR WORK AND RELVANT ACCESSORIES**				
1100	**Door and Window Works**				
1101	Wooden Flush Door	Sq.m	350.00	9,000.00	31,50,000
1102	Aluminum Window	Sq.m	426.00	10,000.00	42,60,000
1103	Curtain Glazing	Sq.m	475.00	15,000.00	71,25,000
1200	**Interior Work Cost (With Required Accessorries)**				
1201	**False Ceiling**				
a.	Reception and Lounge area	Sq.ft	3,465.00	500.00	17,32,500
b.	Banquet area Ceiling (POP + Wooden)	Sq.ft	12,525.00	400.00	50,10,000
c.	Restaurant Area Ceiling	Sq.ft	3,145.00	400.00	12,58,000
d.	Passage area Ceiling	Sq.ft	7,920.00	175.00	13,86,000
e.	Room area Ceiling	Sq.ft	13,544.00	125.00	16,93,000
f.	Toilet Area Ceiling : MR	Sq.ft	7,800.00	150.00	11,70,000
g.	Conference Room : ceiling	Sq.ft	1,121.00	750.00	8,40,750

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
1202	Banquet : Stage Wood Work Heavy hardwood or structural ply framing with 18 mm commercial plywood top, finished with high-end wooden laminate or engineered wood	Sq.ft	2,438.00	500.00	12,19,000
1203	**Furniture : Banquet and Restaurant area**				
-	Banquet Chair	No.	975.00	3,500.00	34,12,500
-	Banquet Sofa (Typical three seater sofa : 20% area - consumed 20-25 sq.ft including circulation) Banquet -01 : 7590 Sq.ft Banquet -02 : 4450 Sq.ft	No.	121.00	35,000.00	42,35,000
-	Banquet Round Table	No.	35.00	30,000.00	10,50,000
-	Banquet : Decorative Chandeliers	No.	12.00	3,50,000.00	42,00,000
-	Banquet : Premium designer backdrop with metal, acrylic, CNC work, LED accents	No.	2.00	7,50,000.00	15,00,000
-	Buffet Counter : Assume 10 buffet counters + 2 live counters + 1 dessert counter (Wood / CNC/ stone..)	No.	4.00	5,00,000.00	20,00,000
-	Crockery Cost (Dinner plates, quarter plates, curry bowl, tea cups, glasses, spoons, forks, knives, tray etc…) (for 500 person) (Banquet -01 : 7590.00 sq.ft)	LS	1.00	5,00,000.00	5,00,000
-	Crockery Cost (Dinner plates, quarter plates, curry bowl, tea cups, glasses, spoons, forks, knives, tray etc…) (for 200-300 person) (Banquet -02 :4450 sq.ft)	LS	1.00	3,00,000.00	3,00,000
-	Restaurant area : Chair	No.	200.00	3,500.00	7,00,000
-	Restaurant area : Table	No.	55.00	15,000.00	8,25,000
-	Restaurant : Decorative Chandeliers	No.	5.00	3,50,000.00	17,50,000
-	Restaurant : Any One Wall Premium designer backdrop with metal, acrylic, CNC work, LED	No.	1.00	5,00,000.00	5,00,000
-	Crockery Cost (Dinner plates, quarter plates, curry bowl, tea cups, glasses, spoons, forks, knives, tray etc…) (for 200 person)	LS	1.00	2,50,000.00	2,50,000
-	Restaurant : Open Terrace area aminities and seating development as per design / planning	Sq.ft	4,371.90	1,000.00	43,71,900
1204	**Furniture : Hotel Room**				
-	Storage Cabinet	No.	51.00	35,000.00	17,85,000
-	Double Bed	No.	51.00	50,000.00	25,50,000
-	Double Bed : Side storage	No.	102.00	12,000.00	12,24,000
-	Double Bed : Matteress / Pelow / Bed sheetetc..	No.	51.00	15,000.00	7,65,000
-	Luggage rack or luggage bench	No.	51.00	8,500.00	4,33,500
-	Seating chair	No.	102.00	5,500.00	5,61,000
-	Reading Table	No.	51.00	10,000.00	5,10,000
-	Center Tepoi	No.	51.00	8,500.00	4,33,500
-	AC Pelmet	Rmt.	153.00	2,500.00	3,82,500
-	Art Work	No.	102.00	5,000.00	5,10,000
-	Chandeliers	No.	51.00	10,000.00	5,10,000
-	Basin Mirror	No.	47.00	5,000.00	2,35,000
-	Vanity Basin Box	No.	47.00	6,500.00	3,05,500
-	TV Unit	No.	47.00	30,000.00	14,10,000
-	TV Wooden Cabinet and Shelf as per Design	No.	47.00	25,000.00	11,75,000

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
-	TV Wall side : Wall Panelling with Wall Paper	Sq.ft	8,255.00	450.00	37,14,750
-	Mini Fridge : Premium rooms: 60–90 litres	No.	47.00	10,000.00	4,70,000
-	Hotel Room Safe : Electronic digital safe Aprx25 Lit	No.	51.00	20,000.00	10,20,000
-	Accessories : Wash room and Room areas	No.	47.00	5,000.00	2,35,000
-	Electric Kettle with Amenity Tray Set : (0.8–1.2 litre)	No.	47.00	2,000.00	94,000
-	Room : Black and Shear curtain	Sq.ft	8,000.00	325.00	26,00,000
1205	**Furniture : Conference Room**				
-	Conference table : 24 ft x 8 ft wide	No.	1.00	5,00,000.00	5,00,000
-	Conference Chair	No.	40.00	10,000.00	4,00,000
-	Projector + Screen	No.	1.00	3,00,000.00	3,00,000
-	AV accessories (camera, speakers, cables, control)	No.	1.00	3,00,000.00	3,00,000
-	Installation and Setup cost	LS	1.00	5,00,000.00	5,00,000
-	Storage Cabinet	No.	2.00	35,000.00	70,000
-	Wall Panelling with acoustical wall fabric panelling	Sq.ft	1,835.00	500.00	9,17,500
-	Wooden Flooring	Sq.ft	1,125.00	200.00	2,25,000
1206	**Furniture : Entrance Lounge area**				
-	Reception Table	No.	1.00	2,00,000.00	2,00,000
-	Back wall Design as per interior	LS	1.00	5,00,000.00	5,00,000
-	Lounge Seating (Sofas, Chairs, Coffee table etc..)	LS	1.00	5,00,000.00	5,00,000
-	Interior finishes (wall panels, décor, ceiling features)	LS	1.00	10,00,000.00	10,00,000
-	Flooring , Carpent , Inalys etc.. As per design	LS	1.00	2,00,000.00	2,00,000
-	Signage, planters, accessories	LS	1.00	2,00,000.00	2,00,000
1206	**Furniture : Office at Third Floor Level**				
-	Office Table	No.	1.00	35,000.00	35,000
-	Director Chair	No.	1.00	15,000.00	15,000
-	Visitor Chair	No.	5.00	7,500.00	37,500
-	Three seater sofa	No.	1.00	35,000.00	35,000
-	Storage Cabinet	No.	1.00	35,000.00	35,000
-	TV Unit	No.	1.00	35,000.00	35,000
-	Back Wall Panelling Design	No.	1.00	1,00,000.00	1,00,000
B	**TOTAL - INTERIOR WORK AND RELVANT ACCESSORIES**				**8,14,67,400**
C	**MEPF SERVICES**				
1300	**Services (MEPF) Cost**				
1301	Plumbing Cost	As / Atta.	-	-	1,30,99,227
1302	Electrical Cost	As / Atta.	-	-	2,24,16,628
1303	Fire Fighting Cost	As / Atta.	-	-	1,15,63,622
1304	Air conditioning Cost	Sq.ft	62,000.00	400.00	2,48,00,000

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
1305	**Solar Cost : Load assumed as per followings.**	KW	600.00	45,000.00	2,70,00,000
-	Hotel rooms, lobby, restaurant : 100 KW				
-	Banquet Hall : lighting, AC support, services : 200 KW				
-	Kitchen Equipment : 100 KW				
-	HVAC, pumps, lifts, utilities : 200 KW				
-	Total Connected Demand : 600 KW				
C	**TOTAL - MEPF SERVICES**				**9,88,79,477**
D	**EXTERNAL DEVELOPMENT**				
1400	**External Development**				
-	Compound Wall	Rmt.	310.00	15,000.00	46,50,000
-	RCC Road	Sq.m	1,345.00	2,500.00	33,62,500
-	Paver Block / Cobble stone : entrance plaza	Sq.m	800.00	2,000.00	16,00,000
-	Curb stone	Rmt.	750.00	650.00	4,87,500
-	Security Cabin : 3.0 x 3.0 m	Sq.m	9.00	30,000.00	2,70,000
-	Bore well	No.	1.00	15,00,000.00	15,00,000
-	Strom Water Drain	Rmt.	250.00	8,500.00	21,25,000
-	Percolation well	No.	1.00	8,00,000.00	8,00,000
-	Softscape areas	Sq.ft	5,775.00	850.00	49,08,750
-	Under Ground Water tank	Liter	2,00,000.00	20.00	40,00,000
-	Water body	No.	1.00	7,50,000.00	7,50,000
-	Entry Gate : Entry and Exit (With Automation)	No.	2.00	4,00,000.00	8,00,000
-	External Lighting and Camera etc.	LS	1.00	15,00,000.00	15,00,000
D	**TOTAL - EXTERNAL DEVELOPMENT**				**2,67,53,750**
E	**LIFT AND VERTICAL TRANPORT**				
1500	**Lift and Vertical Transportation**				
-	Lift : 2 Nos. (Assume 15 Passanger capacity)	Nos	2.00	20,00,000.00	40,00,000
-	Meachanical Car parking	Nos	20.00	2,00,000.00	40,00,000
E	**TOTAL - LIFT AND VERTICAL TRANPORT**				**80,00,000**
F	**KITCHEN AND SERVICES WORK**				
1600	**Kitchen and Service area**				
a.	**Commercial Kitchen Equipement**				
-	Heavy - Duty Indian Cooking (6 Burner)	No.	6.00	15,000.00	90,000
-	Chinese range (single/double burner)	No.	3.00	55,000.00	1,65,000
-	Bulk stock pot burner	No.	1.00	9,000.00	9,000
-	Tilting boiling pan : 100-150 Liter	No.	2.00	1,25,000.00	2,50,000
-	Tilting braising pan : 100 Liter class	No.	2.00	85,000.00	1,70,000

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
-	Commercial Combi Oven : 6-10 Tray	No.	1.00	3,00,000.00	3,00,000
-	Deck Oven / Backing oven	No.	2.00	20,000.00	40,000
-	Deep Fryer (Single / Double)	No.	2.00	5,000.00	10,000
-	Tandoor (gas/charcoal)	No.	1.00	15,000.00	15,000
-	Roti / Chapati making machine	No.	1.00	55,000.00	55,000
-	Dosa Tawa / Griddle Plate	No.	3.00	15,000.00	45,000
b.	**Refrigeration**				
-	Walk-in cold room (vegetable/dairy storage)	No.	1.00	2,00,000.00	2,00,000
	Walk-in chiller Freezer room	No.	1.00	1,50,000.00	1,50,000
-	Display Refrigeration	No.	2.00	35,000.00	70,000
c.	**Dishwashing System**				
	Hood Type Dishwasher	No.	1.00	3,00,000.00	3,00,000
F	**TOTAL - KITCHEN AND SERVICES WORK**				**18,69,000**
G	**AUDIO VISUAL SYSTEM**				
1700	**Audio Visual & Event Systems**				
-	Sound System (speakers, subs, mixer, wireless mics)	LS	1.00	10,00,000.00	10,00,000
-	Projectors / LED Screens	LS	1.00	10,00,000.00	10,00,000
-	Basic Stage Lighting	LS	1.00	5,00,000.00	5,00,000
-	Cabling, racks, Installation and Commissioning	LS	1.00	2,50,000.00	2,50,000
G	**TOTAL - AUDIO VISUAL SYSTEM**				**27,50,000**
H	**AUTHORITY EXPENSE**				
1800	**Authority Expense.**				
1	**Consultancy Cost**				
-	Architect Fees	LS	1.00	30,00,000.00	30,00,000
-	Structural Consulltant	LS	1.00	2,00,000.00	2,00,000
-	MEP Consultant	LS	1.00	3,00,000.00	3,00,000
-	BOH Consultant	LS	1.00	3,50,000.00	3,50,000
-	Client appointed site staff monthly cost (all staff : technical and non-technical)	Month	24.00	1,50,000.00	36,00,000
2	Torrent : (At Construction and During Possession time)	LS	24.00	40,000.00	9,60,000
3	Legal Cost	LS			
4	AMC / GEB Cost	LS			
5	Brokrage	LS	1.00	9,00,000.00	9,00,000
6	Land Cost	LS			
7	Approval Fess	LS	1.00	35,00,000.00	35,00,000
8	Licence and Permits	LS	1.00		
9	**Marketing and Advertizing Team**				
-	Marketing and Advertizing	LS	1.00	10,00,000.00	10,00,000

S.N.	ITEM DESCRIPTION	UNIT	QUANTITY	RATE	AMOUNT (In Rs.)
-	Marketing Expenses (Monthly).	Month	6.00	1,25,000.00	7,50,000
H	**TOTAL - AUTHORITY EXPENSE**				**1,45,60,000**
-	**GRAND TOTAL**				**38,31,68,837**
-	**GST: 18% on Basic Amount**				**6,89,70,391**
-	**GRAND TOTAL WITH GST**				**45,21,39,228**

Note: As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.

The estimated cost of the proposed capital expenditure is based on a quotation obtained from Zion Infraspace LLP on turnkey basis dated August 03, 2026, which is valid for 6 Months from the date of issuance.

Details of Builder

Name: *Zion Infraspace LLP (Zion Group)*
Address: T.P. Scheme No. 50, Survey No. 50 and 51, Z One, B/s. Avalon Hotel, Nr. Mann Party Plot, Off Sindhubhavan Road, Bodakdev, Ahmedabad, Gujarat, 380054
GST: 24AACFZ2149P1ZQ

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Expected Benefits

(a) Strategic location and access to a growing customer catchment

The proposed property located at Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India, is situated within the developing northern-western corridor of Ahmedabad and benefits from its proximity to established residential, commercial and employment catchments. The property has access to approximately 30-metre-wide roads on its North and West sides, facilitating vehicular access, ingress and egress and circulation to and from the proposed facility.

The proposed site is located approximately 0.5 kilometre from Sardar Patel Ring Road and approximately 1 kilometre from the Sarkhej-Gandhinagar Highway, providing connectivity to various parts of Ahmedabad and adjoining areas. The property is also located approximately 7 kilometres from Vaishnodevi Circle, approximately 15 kilometres from Kalupur Ahmedabad Railway Station and approximately 22 kilometres from Sardar Vallabhbhai Patel International Airport, Ahmedabad. These locational attributes are expected to facilitate accessibility for customers residing across established residential catchments of Ahmedabad, as well as outstation guests, business travellers and invitees attending events at the proposed facility.

The proposed property also benefits from its position within the broader Ahmedabad-Gandhinagar growth corridor, which includes established and developing commercial, residential and employment-oriented centres, including the GIFT City ecosystem. The continued development of such centres is expected to support hospitality requirements arising from corporate establishments, professionals, business travellers, conferences, meetings, social functions and other commercial and social gatherings.

In addition to its regional connectivity, the location of the proposed facility is expected to provide an opportunity to address the accessibility and convenience considerations associated with event venues located farther towards the outskirts of Ahmedabad. Large weddings and social functions typically involve travel by multiple members of a family and guests from different parts of the city, and convenient access to the venue can be an important consideration in selecting an event location. The proposed property's connectivity to established urban catchments and major road corridors is therefore expected to provide customers with a relatively accessible destination for weddings, social celebrations, corporate events and other gatherings, while also providing access to guests travelling from adjoining areas.

The combination of established urban catchments, road frontage, connectivity to major road corridors and proximity to commercial and employment centres is expected to provide the Company with access to a broad customer base across Ahmedabad and adjoining areas and support demand for the proposed Banquet and Hotel facility.

(b) Expansion of an established banquet and hospitality platform

The proposed development represents an expansion of the Company's existing banquet and hospitality operations. As on the date of this Draft Red Herring Prospectus, the Company operates an existing Banquet, Restaurant and Hotel facility at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India, offering dining, banquet, outdoor event and accommodation services.

The existing facility comprises a water-themed outdoor restaurant having a capacity of approximately 125 covers, three air-conditioned indoor gazebo restaurants having a combined capacity of approximately 90 persons, an outdoor Party Lawn having a capacity of approximately 500 persons, two ground-floor banquet halls having capacities of approximately 125 persons and 225 persons, respectively, and a Grand Banquet on the first floor having a capacity of approximately 600–700 persons. The Company also provides 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room.

The experience gained through operating multiple formats of dining, banquet, outdoor event and accommodation facilities is expected to support the Company's ability to develop and operate the proposed facility at Ognaj. The proposed project therefore builds upon the Company's existing operating capabilities, understanding of customer requirements, vendor relationships and experience in managing event-led hospitality facilities, rather than representing entry into an entirely new line of business.

The existing operating platform is also expected to provide the Company with experience in procurement, staffing, event management, customer servicing and other operating processes that may be leveraged, to the extent appropriate, in establishing and operating the proposed facility.

(c) Addressing existing accommodation constraints through a 47-room facility

A key component of the proposed development is the planned 47-room accommodation facility, representing a significant increase over the Company's existing accommodation capacity of 11 rooms. The existing accommodation capacity limits the Company's ability to accommodate the requirements of larger weddings, social functions and other events involving families and guests travelling from outside the immediate area. Consequently, depending upon the size and requirements of an event, certain guests may need to arrange accommodation at nearby hotels or other properties.

The proposed 47-room facility is expected to enable the Company to accommodate a substantially larger proportion of guests associated with events hosted at the proposed facility, thereby providing greater convenience to event organisers and families and reducing the need to arrange accommodation at multiple locations.

The increased room inventory is also expected to enhance the Company's ability to pursue larger events for which the availability of adequate on-site accommodation may be an important consideration. Further, the accommodation facility is expected to create an incremental source of revenue alongside banquet and food and beverage services. Subject to occupancy levels, room pricing and operating costs, the proposed increase in room capacity is expected to create additional revenue and contribution potential for the Company and enable it to capture a greater proportion of the hospitality spend associated with events hosted at the facility.

Accordingly, the proposed 47-room facility is expected to address a specific capacity limitation in the Company's existing operations while strengthening the Company's ability to serve larger events and expand its overall hospitality offering.

(d) Integrated one-stop hospitality proposition and development of the Brooks brand

The proposed development is envisaged as an integrated Banquet, Restaurant and Hotel facility, under which customers may be able to address their venue, dining, event-related and accommodation requirements at a single location. The proposed offering is expected to cater to a broad range of functions, including weddings, social celebrations, family functions, baby showers, corporate events, conferences, product launches, festive and community celebrations and other gatherings.

The Company believes that event organisers increasingly value convenience and coordination in relation to event arrangements. Under conventional arrangements, customers may need to separately coordinate the venue or party plot, catering, décor and event infrastructure and accommodation for outstation guests. An integrated hospitality facility can reduce such coordination requirements and provide customers with a more consolidated event solution.

The proposed facility is also planned to operate as a vegetarian-only Banquet, Restaurant and Hotel, providing a defined proposition for customer groups seeking vegetarian-only premises for their functions. The combination of an integrated hospitality offering and vegetarian-only positioning is expected to enable the Company to address its identified target customer segments and strengthen its positioning within its target market.

The Company also intends to develop

as an integrated event and hospitality brand serving a broad range of social, family, festive and corporate requirements. As of the date of this Draft Red Herring Prospectus, the Company's Instagram page has more than 9,000 followers, reflecting an existing digital audience and customer-facing presence around the Brooks brand and its offerings. The proposed facility is expected to support the Company's longer-term objective of developing Brooks as a recognisable hospitality and events brand and increasing its reach among prospective customers.

Accordingly, the proposed project is expected not only to add physical capacity, but also to strengthen the Company's ability to position Brooks as a one-stop destination for a wide range of functions and hospitality requirements, subject to market demand and the Company's operating strategy.

(e) Economies of scale and potential improvement in operating efficiency

The proposed expansion is expected to provide the Company with an opportunity to benefit from greater economies of scale in its procurement and operating activities. The Company already sources food, kitchen-related inputs, consumables and other operating supplies for its existing Banquet, Restaurant and Hotel facility. With the addition of the proposed facility and the resulting increase in the scale of operations, the Company may be able to consolidate a larger volume of procurement requirements across its facilities and strengthen its negotiating position with suppliers.

Higher procurement volumes may enable the Company to negotiate improved commercial terms, obtain volume-based benefits and achieve greater standardisation in sourcing and utilisation of key inputs, subject to supplier terms, market conditions and actual procurement volumes. Such benefits, if realised, may contribute to improved cost efficiency and operating leverage across the Company's banquet, restaurant and hospitality operations.

The proposed facility is also expected to leverage certain existing operational capabilities, vendor relationships, procurement processes and management experience of the Company. The ability to utilise such established capabilities across a larger operating base may support operating efficiency as the Company's hospitality business scales.

(f) Increased revenue generation capacity and diversified utilisation

The proposed development is expected to increase the Company's overall revenue generation capacity by adding a new Banquet and Hotel facility to its existing operations and expanding the number and type of services that can be offered to customers. The proposed facility is expected to provide incremental capacity across banquet events, dining and accommodation, thereby enabling the Company to cater to a greater volume and wider range of customer requirements.

The proposed facility is intended to serve a diversified mix of customer segments and event formats, including weddings, social celebrations, family functions, corporate meetings, conferences, business gatherings, product launches, dining requirements and event-related accommodation. Such diversification is expected to provide greater flexibility in utilising the proposed facility across different types of events and customer requirements and may reduce dependence on any single event category.
The planned 47-room accommodation facility is expected to provide the Company with two complementary avenues for revenue generation. First, the rooms can be utilised by families, guests and other attendees associated with events hosted at the proposed facility, enabling the Company to capture a greater proportion of the accommodation spend arising from such events. Second, the rooms may also be offered for standalone accommodation demand, including business travellers, visitors, families and other guests travelling to Ahmedabad who are not necessarily attending an event hosted at the facility.

The proposed property's connectivity to established residential, commercial and employment catchments is expected to support such standalone accommodation requirements. The ability to separately utilise and market the room inventory may provide the Company with an additional source of accommodation revenue outside periods of major events and may support more diversified utilisation of the proposed facility across different seasons and levels of event activity, subject to occupancy levels, room rates, seasonality and market demand.

The integrated nature of the proposed facility may also enable the Company to generate revenue from multiple components of the same customer engagement, including venue, food and beverage and accommodation services. For instance, an event hosted at the proposed facility may provide opportunities to generate revenue from banquet and venue services, food and beverage services and accommodation requirements of the associated families and guests. In addition, the accommodation inventory may be utilised independently during periods when event activity is comparatively lower, thereby providing an additional avenue for monetisation of the Company's hospitality infrastructure.

The proposed expansion is therefore expected to increase the scale of the Company's operating platform, broaden its customer and service mix and provide additional opportunities for revenue generation from both event-linked and standalone hospitality demand. The combination of banquet, dining and accommodation facilities may also support improved utilisation of the proposed asset base across different customer segments, event formats and periods of the year, subject to prevailing market conditions and actual customer demand.

Other confirmations

The total estimated project cost for setting up the proposed Banquet and Hotel is ₹4,521.39 Lakhs, of which ₹4,370.00 Lakhs is proposed to be financed from the Net Proceeds of the Issue. We are yet to place orders / enter into definitive agreements for 100.00% of the estimated capital expenditure proposed to be financed from the Net Proceeds.

Our estimated costs for the development and setting up of the proposed Banquet and Hotel are based on valid and existing quotations and estimates received from the respective vendors, contractors and service providers. We have not entered into any definitive agreements with any vendors, contractors or service providers for the matters set out above. There can be no assurance that the estimates and quotations received by us will not change at the time of entering into definitive agreements or placing orders with

such vendors, contractors or service providers. Consequently, there can be no assurance that we will enter into definitive agreements with the same vendors, contractors or service providers from whom we have received such estimates or quotations, or that the same vendors, contractors or service providers will eventually be engaged for the proposed development and setting up of the Banquet and Hotel at the same costs.

In the event of any increase in the estimated costs of the proposed capital expenditure, the additional costs, if any, shall be met by us from our internal accruals. Further, any portion of the estimated project cost not financed from the Net Proceeds shall be funded by the Company from its internal accruals and other available sources of funds. All quotations and estimates received from the aforementioned vendors, contractors and service providers are valid as on the date of this Draft Red Herring Prospectus.

Estimated Implementation Schedule

Sr. No.	Particulars	Expected Commencement Period	Expected Completion Period	Status
1	Leasing of Land and Pre-Construction Activities	Jun-26	Oct-26	Completed
2	Obtaining Statutory and Government Approvals and Permissions for Commencement of Work	Jun-26	Oct-26	In Progress
3	Civil and Structural Construction Works	Oct-26	Apr-27	Yet to Commence
4	Mechanical, Electrical, Plumbing and Fire-Fighting Services	Feb-27	Jan-28	Yet to Commence
5	Interior Works and Relevant Accessories	Feb-27	Mar-28	Yet to Commence
6	External Development Works	Apr-27	Mar-28	Yet to Commence
7	Lift and Vertical Transportation Systems	Apr-27	Apr-27	Yet to Commence
8	Kitchen and Services Works	Oct-27	Mar-28	Yet to Commence
9	Audio-Visual System	Jan-27	Mar-28	Yet to Commence
10	Obtaining Final Government Approvals and Permissions	Feb-27	Mar-28	Yet to Commence
11	Testing, Commissioning and Final Readiness	Mar-28	Mar-28	Yet to Commence
12	Commencement of Commercial Operations	April 2028 onwards		Yet to Commence

2. GENERAL CORPORATE PURPOSE

Our Company proposes to deploy the balance Net Proceeds aggregating to ₹ [●] Lakhs towards general corporate purposes and business requirements of our Company, subject to such amount not exceeding 15% of the total Issue Size or Rs 10 crore, whichever is lower of the amount raised by our Company from the Fresh Issue, in compliance with the SEBI ICDR Regulations. Such general corporate purposes may include, but are not restricted to, (i) investments in accordance with the investment policy of our Company, and (ii) meeting exigencies, salaries and meeting expenses incurred by our Company in the ordinary course of business as may be approved by the Board or a duly appointed committee from time to time, subject to compliance with the necessary provisions of the Companies Act, 2013, incurred by our Company in the ordinary course of business, as may be applicable. Further, this portion of Net Proceeds may also be utilised to meet the shortfall in the Net Proceeds for the Objects set out above.

In addition to the above, our Company may utilise the Net Proceeds towards other expenditure considered expedient and as approved periodically by our Board, subject to compliance with necessary provisions of the Companies Act and other applicable laws. The quantum of utilisation of funds towards each of the above purposes will be determined by our Board, based on the amount actually available under this head and the business requirements of our Company, from time to time.

3. ISSUE RELATED EXPENSES

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

(Rs. In Lakhs)

Expenses	Estimated expenses [(1)] (in ₹ Lakhs)	As a % of the total estimated Issue expenses [(1)]	As a % of the total Gross Issue Proceeds [(1)]
Book Running Lead Manager Fees.	[●]	[●]	[●]
Underwriting Fees	[●]	[●]	[●]
Fees payable to the Market maker to the Issue	[●]	[●]	[●]
Fees payable to the Registrar to the Issue	[●]	[●]	[●]
Fees payable for Advertising and Publishing Expense			
Fees payable to Regulators including Stock Exchange & Depositories	[●]	[●]	[●]
Payment for Printing & Stationary, Postage etc	[●]	[●]	[●]

Expenses	Estimated expenses [1] (in ₹ Lakhs)	As a % of the total estimated Issue expenses [1]	As a % of the total Gross Issue Proceeds [1]
Fees payable to statutory auditors, Legal Advisors & other Professionals	[●]	[●]	[●]
Other Expense	[●]	[●]	[●]
Total Estimated Issue Expense	[●]	[●]	[●]

**Please note that the cost mentioned is an estimate quotation as obtained from the respective parties and excludes GST, interest rate and inflation cost. The amount deployed so far toward Issue Expenses shall be recouped out of the Issue proceeds.*

Notes:

Structure for commission and brokerage payment to the SCSBs Syndicate, RTAs, CDPs and SCSBs

1. *ASBA applications procured directly from the applicant and Bided (excluding applications made using the UPI Mechanism, and in case the Issue is made as per Phase I of UPI Circular) - Rs 10/- per application on wherein shares are allotted.*
2. *Syndicate ASBA application procured directly and bided by the Syndicate members (for the forms directly procured by them) – Rs 10/- per application on wherein shares are allotted*
3. *Processing fees / uploading fees on Syndicate ASBA application for SCSBs Bank - Rs* [●]*/- per application on wherein shares are allotted*
4. *Sponsor Bank shall be payable processing fees on UPI application processed by them - Rs* [●]*/- per application on wherein shares are allotted*
5. *No additional uploading/processing charges shall be payable to the SCSBs on the applications directly procured by them.*
6. *The commissions and processing fees shall be payable within 30 Working days post the date of receipt of final invoices of the respective intermediaries.*
7. *Amount Allotted is the product of the number of Equity Shares Allotted and the Issue Price.*

The Issue expenses shall be payable in accordance with the arrangements or agreements entered into by our Company with the respective Designated Intermediary.

The processing fees for applications made by Individual Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 02, 2021 read with SEBI Circular No:. SEBI/HO/CFD/DIL2/CIR/P/2022/51 April 20, 2022.

Appraisal

None of the objects for which the Net Proceeds will be utilized have been financially appraised by any financial institutions / banks.

Shortfall of Funds

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

Bridge Financing Facilities

We have not entered into any bridge finance arrangements that will be repaid from the Net Proceeds. However, we may draw down such amounts, as may be required, from an overdraft arrangement / cash credit facility with our lenders, to finance the existing ongoing project facility requirements until the completion of the Issue. Any amount that is drawn down from the overdraft arrangement / cash credit facility during this period to finance our existing/ongoing projects will be repaid from the Net Proceeds of the Issue.

Monitoring Utilization of Funds

As per Regulation 262(1) of the SEBI (ICDR) Regulations, 2018, appointment of monitoring agency is required only if Fresh Issue size exceeds ₹ 5,000 Lakhs. Hence, our Company is not required to appoint a monitoring agency in relation to the Issue.

Our Board and Audit committee shall monitor the utilization of the net proceeds of the Issue. Our Company will disclose the utilization of the Net Issue Proceeds under a separate head in our balance sheet along with the relevant details, for all such amounts that have not been utilized. Our Company will indicate investments, if any, of unutilized Net Issue Proceeds in the balance sheet of our Company for the relevant financial years subsequent to the completion of the Issue.

Pursuant to SEBI LODR Regulations, our Company shall disclose to the Audit Committee of the Board of Directors the uses and applications of the Net Issue Proceeds. Our Company shall prepare a statement of funds utilized for purposes other than those stated in this Draft Red Herring Prospectus and place it before the Audit Committee of the Board of Directors, as required under applicable law. Such disclosure shall be made only until such time that all the Net Issue Proceeds have been utilized in full. The statement shall

be certified by the statutory auditor of our Company. Furthermore, in accordance with the Regulation 32 of the SEBI LODR Regulations, our Company shall furnish to the Stock Exchange on a half yearly basis, a statement indicating (i) deviations, if any, in the utilization of the proceeds of the Issue from the Objects; and (ii) details of category wise variations in the utilization of the proceeds from the Issue from the Objects. This information will also be published in newspapers simultaneously with the interim or annual financial results, after placing the same before the Audit Committee of the Board of Directors.

Interim Use of Proceeds

Pending utilization of the Net Proceeds for the purposes described above, our Company will deposit the Net Proceeds only with scheduled commercial banks included in the Second Schedule of the Reserve Bank of India Act, 1934, as amended, as may be approved by our Board. In accordance with Section 27 of the Companies Act, 2013, our company confirms that it shall not use the Net Proceeds for buying, trading or otherwise dealing in shares of any other listed company or for any investment in the equity markets or investing in any real estate product or real estate linked products.

Variation in Objects

In accordance with Sections 13(8) and 27 of the Companies Act and applicable rules, our Company shall not vary the Objects without our Company being authorized to do so by the Shareholders by way of a special resolution through a postal ballot. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution (the "Postal Ballot Notice") shall specify the prescribed details as required under the Companies Act and applicable rules. The Postal Ballot Notice shall simultaneously be published in the newspapers, one in English and one in the vernacular language of the jurisdiction where our Registered Office is situated. Our Promoters or controlling Shareholders will be required to provide an exit opportunity to such shareholder who do not agree to the above stated proposal, at a price as may be prescribed by SEBI, in this regard.

Pursuant to Regulation 281A of SEBI ICDR Regulations (as amended), the Promoters or shareholders in control shall provide an exit offer to dissenting shareholders as provided in Companies Act, 2013, in case of change in objects or variation in the terms of contract related to objects referred in this Draft Red Herring Prospectus as per the conditions and in manner provided in Schedule XX of SEBI ICDR Regulations, 2018.

Other confirmations

There is no proposal whereby any portion of the Net Proceeds will be paid to Our Promoters, Promoter Group, Directors and Key Managerial Personnel, Group Companies, except in the ordinary course of business. Further, there are no existing or anticipated transactions in relation to the utilisation of the Net Proceeds entered into or to be entered into by our Company with Our Promoters, Promoter Group, Directors Group Companies, and/or Key Managerial Personnel.

This space has been left blank intentionally.

BASIS FOR ISSUE PRICE

Investors should read the following summary with the section titled "Risk Factors", the details about our Company under the section titled "Our Business" and its financial statements under the section titled "Financial Information of the Company" beginning on page 19, 158 *and 232 respectively of the Draft Red Herring Prospectus. The trading price of the Equity Shares of Our Company could decline due to these risks and the investor may lose all or part of his investment.*

Price Band/ Issue Price shall be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for the Equity Shares through the Book Building Process and on the basis of the qualitative and quantitative factors as described in this section. The face value of the Equity Shares is Rs. 2/- each and the Issue Price is [●] times of the face value at the lower end of the Price Band and [●] times of the face value at the upper end of the Price Band.

For the purpose of making an informed investment decision, the investors should also refer "*Risk Factors*", "*Our Business*" and "*Restated Financial Information as*" beginning on Page no. 19, 158 and 232 respectively of this Draft Red Herring Prospectus.

Qualitative Factors

Some of the qualitative factors which form the basis for computing the Issue Price are:

1. Integrated Hospitality and Event Solutions Offering;
2. Established Operating Platform and Demonstrated Execution Capabilities;
3. Broad and Flexible Banquet and Event Infrastructure;
4. Differentiated Vegetarian-only Hospitality Proposition;
5. Multiple Revenue Streams across Banquet, Restaurant and Accommodation Services

For further details, please refer chapters titled *"Risk Factors"* and *"Our Business"* beginning on Page Nos. 19 and 158, respectively.

Quantitative Factors

The information presented in this section for the restated audited consolidated financial statements of the Company for financial year ended March 31, 2026, 2025 and 2024 is derived from our Restated Consolidated Financial Statements. For more details on financial information, investors please refer the chapter titled *"Restated Financial Information"* beginning on Page No. 232 of this Draft Red Herring Prospectus.

Investors should evaluate our Company taking into consideration its earnings and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the price are as follows:

1. BASIC AND DILUTED EARNING PER SHARE ("EPS") of ₹ 2 per Equity Share (as adjusted for changes in capital, if any):

Particulars	Basic EPS (in ₹)	Diluted EPS (in ₹)	Weight
Financial Year 2026	1.01	1.01	**3**
Financial Year 2025	10.24	10.24	**2**
Financial Year 2024	1.20	1.20	**1**
Weighted Average	**4.12**	**4.12**	

Source:
Financial information for the Company is derived from the Restated Consolidated Financial Statements for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024.

Notes:
(i) The ratios have been computed as below:

- *Basic earnings per Equity Share (₹) = Restated Consolidated profit after tax for the year/period divided by weighted average number of Equity Shares during the years/period as adjusted for Bonus Issue and share split.*
- *Diluted earnings per Equity Share (₹) = Restated Consolidated profit after tax for the year/period divided by weighted average number of dilutive Equity Shares during the years/period as adjusted for Bonus Issue and share split.*

(ii) Basic and diluted earnings per equity share (₹): Basic and diluted earnings per share are computed in accordance with Accounting Standard 20 – 'Earnings per Share' notified under the Companies (Accounting Standards) Rules, 2021.

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

(iv) Earnings per Share calculations are in accordance with the notified Accounting Standard 20 'Earnings per share.

(v) pursuant to the resolutions passed by the Board of Directors on May 9, 2026 and the shareholders of the Company on May 16, 2026, the Company sub divided each equity share of face value ₹10/- (Rupees Ten only) into 5 equity shares of face value ₹2/- (Rupees Two only) each.

(vi) The Company has allotted 3,99,00,000 fully paid-up bonus equity shares of ₹2/- (Rupees Two only) each in the ratio of 2:1 on May 25,2026.

2. Price/Earning ("P/E") ratio in relation to the Price Band of ₹ [●] to ₹ [●] per Equity Share:

Particulars	Basic / Diluted EPS	P/E at the Floor Price (no. of times)	P/E at the Cap Price (no. of times)*
Based on basic and diluted EPS for the Financial Year ended March 31, 2026.	1.01	[●]	[●]
Weighted Average basic and diluted EPS	4.12	[●]	[●]

* The details shall be provided post the fixing of the price band by our Company at the stage of the Red Herring Prospectus or the filing of the price band advertisement.

3. Industry Peer Group P/E ratio

Our Company is an integrated hospitality and event solutions provider engaged in operating banquet and event venues, restaurant and food and beverage services, catering facilities and accommodation facilities. therefore, there are limited numbers of operators in this industry and therefore there are no comparable listed peers of the company.

4. Return on Net Worth ("RoNW")

Financial Year ended	RoNW (%)	Weight
March 31, 2026	49.64%	3
March 31, 2025	32.99%	2
March 31, 2024	78.76%	1
Weighted Average	48.95%	

**Not annualized*

Source:

(i) Financial information for the Company is derived from the Restated Consolidated Financial Statements for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024.

Notes:

(i) Return on Net Worth (%) = Restated Consolidated Profit after tax attributable to equity shareholders of the Company, as per Restated Consolidated Financial Statements for the years/period divided by closing net worth for the years/period as per Restated Consolidated Financial Statements

(ii) 'Net worth': Net worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

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

5. Net Asset Value per Equity Share ("NAV"), as adjusted for change in capital

Financial Year ended	Standalone (₹)
As on March 31, 2026	2.04
As on March 31, 2025	1.03
As on March 31, 2024	1.52
After the Issue	
- At the Floor Price	[●]
- At the Cap Price	[●]
At Issue Price[(iii)]	[●]

Source:

(i) Financial information for the Company is derived from the Restated Consolidated Financial Statements for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024.

Notes:

(i) Net Asset Value per Equity Share = Closing Net worth as per the Restated Consolidated Financial Statements for the year/period / Number of equity shares outstanding as at the end of year/period as adjusted for Bonus Issue and share Split.

(ii) 'Net worth': Net worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

(iii) Issue Price per Equity Share will be determined on conclusion of the Book Building Process.

6. Comparison of Accounting Ratios with listed industry peers

There are no listed companies in India that engage in a business that is similar to that of our company. Accordingly, we have not provided an industry comparison in relation to our company.

KEY PERFORMANCE INDICATORS

Our company considers that KPIs included herein below have a bearing for arriving at the basis for Issue price. The KPIs disclosed below have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of our company.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 03, 2026 and the members of the Audit Committee have verified the details of all KPIs pertaining to our Company. Further, the KPIs herein have been certified by Talati & Talati LLP, Chartered Accountants, by their certificate dated September 18, 2026. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of this Draft Red Herring Prospectus.

For the details of our key performance indicators, see sections titled *"Our Business"* and *"Management's Discussion and Analysis of Financial Condition and Results of Operations – Key Performance Indicators"* on pages 158 and 234 respectively of this DRHP. We have described and defined them, where applicable, in *"Definitions and Abbreviations"* section on page 2 of this Draft Red Herring Prospectus. Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue, whichever is later or for such other duration as may be required under the SEBI ICDR Regulations. Further, the ongoing KPIs will continue to be certified by a member of an expert body as required under the SEBI ICDR Regulations.

Set forth below are KPIs which have been used historically by our Company to understand and analyse the business performance, which in result, help us in analyzing the growth of various verticals of the Company that have a bearing for arriving at the Basis for the Issue Price.

(in ₹ lakhs, unless otherwise indicated)

Particulars	Consolidated	Standalone	Standalone
	FY 2025-26	FY 2024-25	FY 2023-24
Total Income (₹ in lakhs)	1,901.14	1,249.11	106.32
Total revenue from operation (₹ in lakhs)	1,897.47	1,247.21	105.98
Growth in Revenue from Operations (%)	52.14%	1076.82%	-
EBITDA (₹ in lakhs)	939.81	388.52	30.32
EBITDA margins (%)	49.53%	31.15%	28.60%
PAT (₹ in lakhs)	605.84	202.74	17.94
PAT Margin (%)	31.93%	16.26%	16.93%
Growth in PAT (%)	198.83%	1029.87%	-
RoE(%)	66.04%	63.62%	129.92%
RoCE (%)	67.18%	36.63%	4.63%
Debt Equity Ratio	-	0.24	21.33
Operating Cash Flows (₹ in lakhs)	661.27	234.63	130.01

Source:

(i) Financial information for the Company is derived from the Restated Consolidated Financial Statements.

Notes:

1. *Financial performance indicators have been computed based on restated Consolidated financial statement.*
2. *Revenue from Operations means the Revenue from Operations as appearing in the Restated Consolidated Financial Statements.*
3. *Growth in Revenue from Operations (%) is calculated as a percentage of Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.*
4. *EBITDA is calculated as Profit before Extraordinary Items and Tax, plus finance costs and depreciation and amortization expenses reduced by other income.*
5. *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.*
6. *Profit after Tax Means Net Profit after tax attributable to shareholders of the Company for the period/year.*
7. *PAT Margin (%) is calculated as Profit after tax for the year/period as a percentage of Revenue from Operations.*

8. *RoE (Return on Equity)(%) is calculated as net profit after tax for the year / period divided by Average Shareholder's fund.*
9. *RoCE (Return on Capital Employed)(%) is calculated as earnings before interest and taxes (Profit before extraordinary items and tax plus finance costs minus other income) divided by closing capital employed. Capital Employed calculated as Total Assets less current liabilities.*
10. *Debt-equity ratio calculated as total debt (current and non-current borrowings) divided by total Equity.*
11. *Operating cash flows means net cash generated from operating activities as mentioned in the Restated Consolidated Financial Statements.*

Explanation for KPI metrics

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by the management to track the revenue profile of the business and in turn helps assess the overall financial performance of the Company and size of the business.
Growth in Revenue from Operations	Growth in Revenue from Operations provides information regarding the growth of our business for the respective period.
EBITDA	EBITDA provides a comprehensive view of our financial health. It facilitates evaluation of the year-on-year performance of our business and excludes other income.
EBITDA Margin	EBITDA Margin (%) is an indicator of the profitability of our business and assists in tracking the margin profile of our business and our historical performance and provides financial benchmarking against peers.
Profit After Tax	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin	PAT Margin (%) is an indicator of the overall profitability of our business and provides financial benchmarking against peers as well as to compare against the historical performance of our business.
Growth in PAT (%)	Growth in PAT (%) provides information regarding the growth in the profitability of the company for the respective period.
RoE	RoE provides how efficiently the Company generates profits from shareholders' funds.
RoCE	ROCE provides how efficiently the Company generates earnings from the capital employed in the business.
Net Working Capital days (In days)	Net working capital days indicates the working capital requirements of our Company in relation to revenue generated from operations.
Operating Cash Flows	Operating cash flows provides how efficiently our company generates cash through its core business activities.

Set forth the description of historic use of the KPIs by our Company to analyse, track or monitor the operational and/or financial performance of our Company.

For evaluation our business, we consider that the KPIs, as presented above, as additional measures to review and assess our financial and operating performance. These KPIs have limitations as analytical tools and presentation of these KPIs should not be considered in isolation or as a substitute for the Restated Consolidated Financial Information.

Further, these KPIs may differ from the similar information used by other companies, including peer companies, and hence their comparability may be limited. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, it provides an additional tool for investors to use our operating results and trends and in comparing our financial results with other companies in our industry as it provides consistency and comparability with past financial performance.

Set forth below are the details of comparison of key performance of indicators with our listed industry peer: Not Applicable

WEIGHTED AVERAGE COST OF ACQUISITION (WACA)

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

There has been no issuance of Equity Shares during the 18 months preceding the date of this Draft Red Herring Prospectus (Except Bonus Issue of Shares), where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days

Date of Allotment	No. of Equity shares Allotted	No. of Equity Shares allotted after giving effect of bonus issue and sub division	Issue Price	Issue price after giving effect of bonus issue and sub division	Nature of consideration	Total consideration (₹ in lakhs)
March 29, 2025	38,90,000	5,83,50,000	10	0.67	Cash	3,89,00,000

The Bonus Issue has not been considered as a Primary Issuance since the same was made by way of capitalization of free reserves and did not involve issuance of Equity Shares for cash consideration. Further, the sub-division of Equity Shares has not been considered as a Primary Issuance since it merely represents a change in the face value of Equity Shares without any fresh issuance of securities.

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

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

Date of Transfer	Name of Transferor	Name of Transferee	Number of Shares Transferred	Transfer Price
NA				

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

Since there are transactions to report to under (a), Information based on the last five primary or secondary transactions (secondary transactions where Promoter / Promoter Group entities or Selling Shareholder or shareholder(s) having the right to nominate director(s) on the Board of our Company are a party to the transaction) not older than three years prior to the date of this Draft Red Herring Prospectus, irrespective of the size of the transactions, is **Not Applicable:**

d) Weighted average cost of acquisition, floor price and cap price.

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price	Cap Price
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity / convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Draft Red Herring Prospectus, where such issuance is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	**0.67**	**[●]**	**[●]**
Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares equity / convertible securities), where promoter / promoter group entities or Selling Shareholder or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of this Draft Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted	N.A.	**[●]**	**[●]**

paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.**			
Weighted average cost of acquisition for last 5 primary or secondary transactions (secondary transactions where Promoters / Promoter Group entities or Selling Shareholder or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction) not older than 3 years prior to the date of this Draft Red Herring Prospectus irrespective of the size.	Nil	**[●]**	**[●]**

***** *The details shall be provided post the fixing of price band by our Company at the stage of Red Herring Prospectus or the filing of price band advertisement.*

Justification for Basis of Issue Price:

1**.** The following provides a detailed explanation for the Issue Price/Cap Price being [●] times of weighted average cost of acquisition of Equity Shares that were issued by our Company or acquired or sold by our Promoter, the Promoter Group or other shareholders with rights to nominate directors by way of primary and secondary transactions as disclosed in paragraph above, in the last 18 months preceding the date of this Draft Red Herring Prospectus compared to our Company's KPIs and financial ratios for Financial Years 2025-26, 2024-25 and 2023-24.
[●]

(To be included on finalization of Price Band)

2. The following provides an explanation to the Issue Price/Cap Price being [●] times of weighted average cost of acquisition of Equity Shares that were issued by our Company or acquired by our Promoter, the Promoter Group or other shareholders with rights to nominate directors by way of primary and secondary transactions as disclosed in paragraph above, in the last 18 months preceding the date of this Draft Red Herring Prospectus in view of external factors, if any
[●]

(To be included on finalization of Price Band)

The Issue Price of ₹ [●] has been determined by our Company, in consultation with the BRLMs, on the basis of the demand from investors for the Equity Shares through the Book Building process. Investors should read the abovementioned information along with "*Risk Factors*", "*Business Overview*" and "*Summary of Restated Financial Information*" beginning on pages 19, 158 and 232, respectively of this Draft Red Herring Prospectus, to have a more informed view.

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STATEMENT OF POSSIBLE TAX BENEFITS

To,

The Board of Directors
Brooks Restaurant and Banquets Limited
Survey no. 240, Tp no. 72,
Opp. Pavitra Enclave,
Tragad, Ahmedabad,
Gujarat, India, 382470

Dear Sirs / Madams,

Subject: Proposed initial public offering of equity shares of face value of ₹ 2 each (the "Equity Shares") by Brooks Restaurant and Banquets Limited (the "Company" or "Issuer" and such offer, the "Offer")

We, Talati & Talati LLP, Chartered Accountants, have been informed by the Company that it proposes to undertake the proposed Offer in accordance with the provisions of the SEBI ICDR Regulations, as amended and the Companies Act, 2013, as amended ("**Companies Act**").

In connection with the Issue, we have been requested by the Company to report about the possible tax benefits available to the company and its shareholders.

Management Responsibility

The preparation of the statement annexed to this report is the responsibility of the management of the Company including the preparation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation of internal control relevant to the preparation and presentation of the statement and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.

The Management is responsible to provide true, fair, correct and accurate information annexed to this report, which is in accordance with the requirements of the Companies Act, 2013 as amended as amended and compliance with requirements of the SEBI ICDR Regulations.

The Management shall also be responsible for providing us with the required information/documents till the date of this report. Further, after the issuance of this report, management undertakes to immediately communicate, in writing, any changes to the above information / confirmations, so that the we can further communicate that to BRLMs and Stock Exchange under SEBI ICDR Regulations. In the absence of any such communication from the Company, it should be considered as updated information until the Equity Shares issued pursuant to the Issue commence trading on the Stock Exchange.

Our Responsibility

We have conducted our examination in accordance with the "Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)" ("**Guidance Note**") and Guidance Note on reports in Company Prospectus (revised 2019) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial information, and Other Assurance and Related Services Engagements.

We confirm that the information above is true and correct and is in accordance with the requirements of the Companies Act, 2013 as amended, the SEBI ICDR Regulations and other applicable law and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context.

This certificate is for information and for inclusion (in part or full) in the draft red herring prospectus ("**DRHP**") of the Company to be submitted/filed with the Securities and Exchange Board of India ("**SEBI**") and any relevant Stock Exchange, and the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") which the Company intends to file with the Registrar of Companies , Gujarat at Ahmedabad ("**RoC**") and thereafter file with the SEBI and the Stock Exchange and in any other document in relation to the Issue (collectively, the "Offer documents") or any other Issue related material, and may be relied upon by the Company, the BRLM and the legal counsel to the Issue. We hereby consent to the submission of this certificate as may be necessary to the SEBI, the RoC, the Stock Exchange and any other regulatory authority and/or for the records to be maintained by the BRLM and in accordance with applicable

law. We hereby consent to this certificate being disclosed by the Book Running Lead Manager, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

We undertake to update immediately communicate, in writing, any changes to the above information / confirmations, as and when: (i) made available to us; or (ii) we become aware of any such changes, to the BRLM and the Company until the Equity Shares issued by the company pursuant to the Issue commence trading on the Stock Exchange. In the absence of any communication from us the above information should be considered as updated information until the Equity Shares issued pursuant to the Issue, commence trading on the Stock Exchange.

We, Talati and Talati LLP, Chartered Accountants have not audited the consolidated and standalone financial statements of the Company for the financial years March 31, 2026, March 31, 2025 and March 31, 2024. The financial statements for the financial years ended March 31, 2026 were audited by D T A and Associates and for the financial year March 31, 2025 and March 31, 2024 were audited by Kantilal & Associates, Chartered Accountants ("Previous Auditor"), in accordance with the applicable standards on auditing issued by the ICAI and were prepared in accordance with Accounting Standards prescribed under section 133 of the Act read with Companies (Accounting Standards) Rules, 2021 as amended and other accounting principles generally accepted in India, as of and for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024. Auditor have issued unmodified audit opinion dated, September 02, 2026 on the financial statements for the financial year March 31, 2026, September 6, 2025 on the financial statements for the financial year March 31, 2025 and a September 22, 2024 on the financial statements for the financial year March 31, 2024.

Opinion

We report that the enclosed statement in the **Annexure A** ("**Statement**"), states the possible tax benefits available to the Company and its shareholders, under applicable tax laws presently in force in India including the Income Tax Act, 2025, as amended by the Finance Act, 2026, read with rules, circulars and notifications issued thereunder (Act) i.e. applicable for the Financial year 2026-27, presently in force in India, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017, respective Union Territory Goods and Services Tax Act, 2017, Customs Act, 1962, Customs Tariff Act, 1975 as amended, the rules and regulations, circulars and notifications issued there under, Foreign Trade Policy presently in force in India, available to the Company and its shareholders. Several of these benefits are dependent on the Company, its shareholders as the case may be, fulfilling the conditions prescribed under the relevant provisions of the statute. Hence, the ability of the Company, its shareholders to derive the possible tax benefits is dependent upon their fulfilling such conditions, which based on business imperatives the Company and its shareholders face in the future, the Company and its shareholders may or may not choose to fulfil.

The benefits discussed in the enclosed Statement cover only possible tax benefits available to the Company and to the shareholders of the Company and are not exhaustive and also do not cover any general tax benefits available to the Company. Further, any benefits available under any other laws within or outside India have not been examined and covered by this Statement.

This statement of possible tax benefits is required as per Schedule VI (Part A) (9)(L) of the SEBI ICDR Regulations. The benefits discussed in the enclosed **Annexure A** are not exhaustive. This statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the Issue. Neither are we suggesting nor advising the investor to invest in the Issue based on this statement.

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

(i) the Company or its shareholders will continue to obtain these benefits in future; or
(ii) the conditions prescribed for availing the benefits have been/would be met with; and
(iii) the revenue authorities/courts will concur with the views expressed herein.

The contents of the enclosed statement are based on representations obtained from the Company.

We undertake to update you in writing of any changes in the abovementioned position, until the date the Equity Shares issued pursuant to the Issue commence trading on the Stock Exchange. In the absence of any communication from us till the Equity Shares commence trading on the Stock Exchange, you may assume that there is no change in respect of the matters covered in this report.

Restriction on Use

We consent to the inclusion of this letter as a part of *"Material Contracts and Documents for Inspection"* in connection with This Issue, which will be available for public for inspection from date of the filing of the RHP until the Bid/Issue Closing Date.

This report is addressed to and provided to the Board of Directors of the Company and BRLMs solely for the purpose of further submission to the Securities and Exchange Board of India and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer documents.

For TALATI & TALATI LLP,
Chartered Accountants
Firm's Registration Number: 110758W/W100377

Sd/-
CA Anand Sharma
(Partner)
Membership No: 129033
UDIN: 26129033UHYMKY6739

Place of Signature: Ahmedabad
Date: September 03, 2026

ANNEXURE A

STATEMENT OF POSSIBLE TAX BENEFITS AVAILABLE TO THE COMPANY AND ITS SHAREHOLDERS UNDER THE INCOME-TAX ACT, 2025, AS AMENDED BY THE FINANCE ACT, 2026

The statement of possible direct tax benefits enumerated below is as per the provisions of the Income-tax Act, 2025 ("the Act"), read with the Income-tax Rules, 2026, as amended from time to time and applicable for Tax Year 2026-27, presently in force in India.

This statement sets out below the possible tax benefits available to the Company and its Shareholders to whom shares may be allotted in terms of proposed Issue under the tax laws presently in force in India. Several of these benefits are dependent on fulfilling various conditions prescribed under the relevant tax laws. Accordingly, the ability of the Company and its shareholders to derive the tax benefits is dependent upon fulfilling such conditions, which are based on the business imperatives, the Company or the shareholders may or may not choose to fulfil.

Possible tax benefits available to the Company

1) Benefit of lower tax rate under Section 200 of the Income Tax Act, 2025

Pursuant to enactment of Income Tax Act, 2025 w.e.f. April 1, 2026, section 115BAA of earlier Income Tax Act, 1961 has been replaced by Section 200 under Income Tax Act, 2025. Section 200 of the Act provides an option to a domestic company to pay corporate tax at a reduced rate of 22% (plus applicable surcharge of 10% and health & education cess of 4% on tax and surcharge). In case the Company opts for concessional income tax rate as prescribed under section 200 of the Act, it will no longer be eligible to avail following exemptions / incentives under the Act and will also need to comply with the other conditions specified in Section 200.

a) (i) Section 45(2) (expenditure on scientific research) or 47(1)(b) (expenditure on skill development project) of the Act; or
(ii) Chapter VIII other than provisions of section 146 (deduction in respect of additional employee cost) or 148 (deduction in respect of certain inter-corporate dividends) of the Act; or
(iii) Sections specified in section 205(1)(a) to (g) as below -
- Section 33(8) (additional depreciation);
- Section 45(3)(a) or (b) or (c) (expenditure on scientific research);
- Section 46 (capital expenditure of specified business);
- Section 47(1)(*a*) (expenditure on agricultural extension project);
- Section 48 (deduction for deposits in tea development account, coffee development account and rubber development account) and Section 49 (deduction for deposit to special account or site restoration fund); and
- Section 144 (deduction for units in Special Economic Zone).

b) without set off of any loss carried forward or depreciation from any earlier tax year, if such loss or depreciation is attributable to any of the deductions referred to in clause (a);

c) without set off of any loss or allowance for unabsorbed depreciation deemed so under section 116, if such loss or depreciation is attributable to any of the deductions referred to in clause (a).

The provisions of section 206 with respect to Minimum Alternate Tax ("**MAT**") are not applicable where the Company opts for the concessional income tax rate as prescribed under section 200 of the Act. Further, the Company will not be entitled to claim tax credit relating to MAT u/s 206 of the Act. As per the provisions of the Act, once such option has been exercised for any previous year, it cannot be subsequently withdrawn for the same or any other previous year.

Note: The Company exercised the option under Section 115BAA of the Income-tax Act, 1961 Accordingly, the Company has been subject to taxation under the concessional tax regime prescribed under Section 115BAA of the Income-tax Act, 1961 up to AY 2026-27. Pursuant to the enactment of the Income-tax Act, 2025 with effect from April 1, 2026, the corresponding concessional tax regime is contained in Section 200 of the Income-tax Act, 2025 and, accordingly, from Tax Year 2026-27 onwards, the Company shall continue to be governed by and pay income-tax under the concessional tax regime prescribed under Section 200 of the Income-tax Act, 2025, subject to compliance with the conditions specified therein

2) Section 148 – Deduction on inter – corporate dividends

Section 148 provides for deduction from gross total income of a domestic company, of an amount equal to dividends received by such company from another domestic company or a foreign company or a business trust as does not exceed the amount of dividend distributed by it on or before one month prior to the date of filing its tax return as prescribed under Section 236(1) of the Act. Where the Company receives any such dividend during a tax year and also, distributes dividend to its shareholders before the aforesaid date, as may be relevant to the said tax year, it shall be entitled to the deduction under Section 148 of the Act.

Possible tax benefits available to the Shareholders

1) Resident shareholder

Tax on dividend income

- Dividend income earned by the shareholders shall be taxable in their hands at the rates applicable to such shareholders in accordance with the provisions of the Income-tax Act, 2025 ("the Act").
- In the case of domestic corporate shareholders, deduction under Section 148 of the Act (deduction in respect of certain inter-corporate dividends) may be available, subject to fulfilment of the prescribed conditions.
- With effect from April 1, 2026, consideration received by shareholders on buy-back of shares shall be taxable as capital gains in accordance with the provisions of the Income-tax Act, 2025. The cost of acquisition of the shares shall be allowed as a deduction while computing the capital gains or loss arising from the buy-back transaction. Any resultant capital loss shall be eligible for carry forward and set-off in accordance with the provisions of the Act.
- The Company shall withhold tax on dividend distributed to resident shareholders at the rate of **10%** or such other rate as may be prescribed under the Act.Tax on Long-term capital gains.

Buy back tax on capital gains earned by shareholders

The Finance bill 2026 proposes that the consideration received by a shareholder on the buy-back of shares will now be chargeable to tax under the head 'Capital Gains' instead of being treated as 'deemed dividend income'.

Thus, effectively, the taxation on buyback for non-promoter shareholders has been reduced to 12.5% for long-term capital gains (on listed and unlisted shares) and 20% for short-term capital gains on listed shares. Earlier, the entire buyback amount was taxable as deemed dividend income as per normal tax rates applicable to the shareholders.

However, for promoters, an 'additional income tax' shall be applicable on the capital gains arising from proceeds received from buy-back of shares undertaken in accordance with Section 68 of the Companies Act, 2013 as follows:

Sr. No.	Nature of income	Additional income tax rate where promoter is a domestic company	Additional income tax rate for any other promoter
1.	Short-Term Capital Gains u/s 196 arising from the transfer of such securities	2%	10%
2.	Long-Term Capital Gains u/s 197 or 198 arising from the transfer of such securities	9.5%	17.5%

** Definition of Promoter - In the case of a listed company, 'promoter' is defined by reference to the Regulation 2(k) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018. In the case of an unlisted company, a promoter is defined as per Section 2(69) of Companies Act 2013 or a person who holds, directly or indirectly, more than 10% of the shareholding in the company.*

We understand that the Company has not bought back its shares in the current tax year and hence, the provisions relating to buy back tax shall not be relevant for the shareholders of the Company in the current tax year.

2) Non-Resident shareholder

In respect of non-residents, the tax rates and the consequent taxation mentioned above shall be further subject to any benefits available under the applicable double taxation avoidance agreement, if any, between India and the country in which the non-resident has fiscal domicile and also subject to non-resident having necessary documentation as required under the IT Act.

Notes:

1. This statement sets out below the provisions of law in a summary manner only and is not a complete analysis or listing of all potential tax consequences/implications of the subscription, ownership and disposal of equity shares pursuant to the proposed Issue. This statement is only intended to provide general information to the shareholders and is neither exhaustive or comprehensive nor designed or intended to be a substitute for professional/legal tax advice. In view of the individual nature of tax consequences and the changing tax laws, each shareholder is advised to consult their own tax consultant with respect to the specific tax implications arising out of their participation in the issue.

2. In respect of non-residents, the tax rates and the consequent taxation, mentioned in this section shall be further subject to any benefits available under the Double Taxation Avoidance Agreement (DTAA), if any, read with the relevant Multi-Lateral Instrument (MLI) between India and the country in which the non-resident is resident for tax purposes.

3. The above Statement covers possible tax benefits under the Act, read with the relevant rules, circulars and notifications and does not cover any benefit under any other law in force in India. This Statement also does not discuss any tax consequences, in the country outside India, of an investment in the shares of an Indian company.

4. No assurance is given that the revenue authorities/courts will concur with the views expressed herein. The Company's views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. The Company do not assume responsibility to update the views consequent to such changes. The above views are basis the provisions of law, their interpretation and applicability as on date, which may be subject to change from time to time.

STATEMENT OF POSSIBLE TAX BENEFITS AVAILABLE TO COMPANY AND ITS SHAREHOLDERS UNDER THE INDIRECT TAX LAWS

Outlined below are the possible tax benefits available to the Company and its shareholders under the Indirect tax laws in force in India. This statement is as per the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017, the Customs Act, 1962 and the Customs Tariff Act, 1975, as amended by Finance Act 2026 including the relevant rules, notifications and circulars issued there under applicable for the Financial Year 2026-27 and Foreign Trade Policy presently in force in India.

Possible tax benefits available to the Company

1. Benefits under the Central Goods and Services Act, 2017, respective State / Union Territory Goods and Services Tax Act, 2017, Integrated Goods and Services Tax Act, 2017 (read with relevant rules prescribed thereunder):

   Under GST regime, the exporter has the option to either undertake exports under cover of a Bond/ Letter Of Undertaking ("LUI") Without payment Of IGST and claim refund of accumulated input tax credit subject to fulfilment of conditions prescribed for export or the exporter may export with payment of IGST and claim refund of IGST paid on such exports as per the provisions of Section 54 of Central Goods and Services Tax Act, 2017. Thus, the Integrated Goods and Service Tax Act, 2017 permits a supplier undertaking zero rated supplies (Which will include the supplier making supplies to SEZ) to claim refund of tax paid on exports as IGST (by undertaking exports on payment of tax using ITC) or export without payment of tax by executing a Bond/ LUT and claim refund of related ITC of taxes paid on inputs and input services used in making zero rated supplies.

Possible tax benefits available to the Shareholders

There are no indirect tax benefits available to the shareholders of the Company.

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SECTION IV – ABOUT THE COMPANY

INDUSTRY OVERVIEW

The information contained in this section is derived from a report titled "Integrated Hospitality & Event Solutions in India" dated September 03, 2026, which is exclusively prepared for the purposes of the Issue and issued by D&B and is commissioned and paid for by our Company ("D&B Report"). D&B was appointed on April 16, 2026. We commissioned and paid for the D&B Report for the purposes of confirming our understanding of the industry specifically for the purposes of the Issue, as no report is publicly available which provides a comprehensive industry analysis, particularly for our Company's products, that may be similar to the D&B Report. The D&B Report is available on the website of our Company at www.brooksbanquets.com. are also prepared based on information as at specific dates and may no longer be current or reflect current trends. Accordingly, investment decisions should not be based on such information. Forecasts, estimates, predictions, and other forward-looking statements contained in the D&B Report are inherently uncertain because of changes in factors underlying their assumptions, or events or combinations of events that cannot be reasonably foreseen. Actual results and future events could differ materially from such forecasts, estimates, predictions, or such statements. In making any decision regarding the transaction, the recipient should conduct its own investigation and analysis of all facts and information contained in this Draft Red Herring Prospectus and the recipient must rely on its own examination and the terms of the transaction, as and when discussed. See "Certain Conventions, Use of Financial Information and Market Data and Currency of Presentation" on page 15. In this section, please note that numbers or multiples denoting (a) a 'lakh' is equal to 1,00,000 and 10 lakhs is equal to 1 million or one million; and (b) a 'crore' is equal to 1,00,00,000 and 100 lakhs or one crore is equal to 10 million.

Global Macroeconomic Scenario

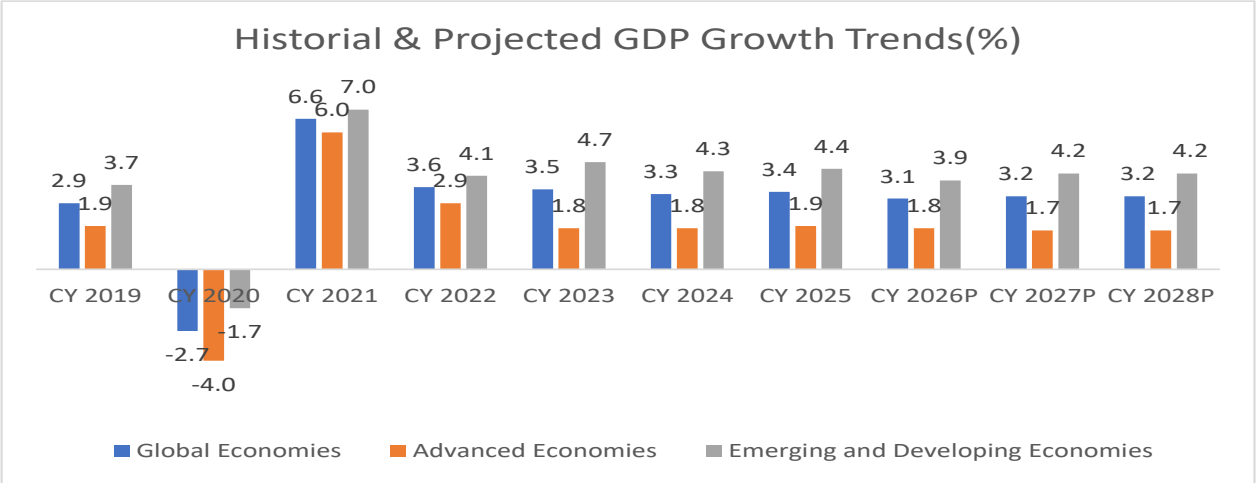
Global Economic Overview

According to World Economic Outlook, global growth is projected at 3.1% in 2026 and at 3.2% in 2027 and 2028, slower than the recent pace of about 3.4% in CY 2024–25 and is expected to settle at approximately that rate over the medium term, below the historical average of 3.7% during 2000–19. The forecast for 2026 has been revised downward by 0.2 percentage point, while the forecast for 2027 and 2028 remains unchanged compared with the January 2026 WEO Update. Global headline inflation is expected to rise to 4.4% in 2026 and decline to 3.7% in 2027, reflecting upward revisions for both years.

The conflict involving the United States, Israel, and Iran continues to influence global energy markets and supply chains. The Strait of Hormuz, through which nearly 20% of global crude oil trade passes, remains a critical maritime chokepoint, making any disruption to shipping a key driver of energy price volatility. Rising geopolitical tensions have increased freight and insurance costs, disrupted trade flows, and added to inflationary pressures, prompting governments and businesses to strengthen energy security and supply chain resilience.

Following the escalation of the conflict, the United States and Iran signed the interim Islamabad Memorandum of Understanding (MoU) on 17 June 2026, establishing a 60-day performance-based ceasefire to restore commercial shipping through the Strait of Hormuz. The agreement also provides for the phased easing of selected US sanctions in exchange for Iran reducing its enriched uranium stockpile. However, implementation remains uncertain due to disagreements over Article 5 of the MoU, while recent attacks on commercial vessels and maritime security concerns have delayed the full normalization of shipping. Although commercial traffic has gradually resumed, higher insurance premiums and security risks persist. Reflecting these pressures, the US Strategic Petroleum Reserve (SPR) has declined to 325.7 million barrels, its lowest level since 1983.

Meanwhile, major economies are strengthening trade partnerships to improve economic resilience. The European Union has adopted legislation implementing its commitments under the EU–US Joint Statement, effective 1 July 2026, eliminating the remaining EU customs duties on selected US industrial goods and expanding duty-free access for selected agricultural and seafood products until December 2029. In parallel, the EU–India Free Trade Agreement, expected to be signed in December 2026, reflects broader efforts to diversify trade partnerships, strengthen supply chains, and reduce geopolitical risks.



Source – IMF Global GDP Forecast Release, April 2026

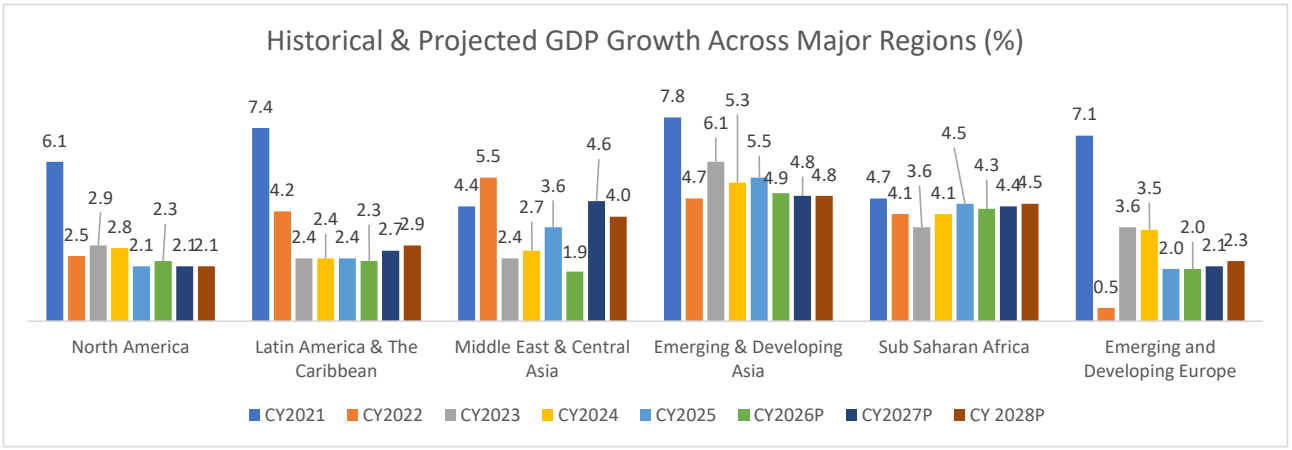
Note: Advanced Economies and Emerging & Developing Economies are as per the classification of the World Economic Outlook (WEO). This classification is not based on strict economic criteria and has evolved over time. It comprises 40 countries in the Advanced Economies category, including the G7 (the United States, Japan, Germany, France, Italy, the United Kingdom, and Canada) and selected Eurozone members (Germany, Italy, France, etc.). The group of emerging and developing economies (156) comprises all economies not classified as Advanced Economies (e.g., India, China, Brazil, Malaysia).

Historical and Projected GDP Growth

GDP growth across major regions showed a mixed trend during 2024–25. While growth in several regions—including Middle East & Central Asia, Emerging and Developing Asia, Sub-Saharan Africa as well as Latin America and the Caribbean—is expected to slow further in 2026, performance remains uneven across geographies.

In the Middle East and Central Asia, economic growth is projected to decline from **3.6% in 2025** to **1.9% in 2026**, before recovering to **4.6% in 2027 and 4.0% in 2028**, reflecting the region's direct exposure to the conflict and the anticipated rebound thereafter. For commodity-exporting economies directly affected by the conflict, reduced production and export activity are expected to result in a significant downward revision to 2026 GDP growth projections.

Growth in emerging and developing Asia is projected to moderate from **5.5% in 2025** to **4.9% in 2026** and is further estimated to grow at **4.8% in 2027 and 2028**. Within the region, China's 2026 growth forecast has been revised upward by **0.2 percentage point** relative to the October estimate, to **4.4%**, despite a **0.1 percentage point downward revision** from January. This upward adjustment reflects the impact of lower effective U.S. tariff rates on Chinese goods, along with stimulus measures that are expected to offset the negative effects of the shock arising from the Middle East conflict. However, China's growth is projected to slow to **4.0% in 2027**, as structural headwinds continue to weigh on the economy, including the prolonged slowdown in the housing sector, a shrinking labor force, declining returns on investment, and weaker productivity growth.



Source- IMF World Economic Outlook, April 2026

In Latin America and the Caribbean, economic growth is projected to remain broadly stable at 2.3% in 2026 before strengthening to 2.7% in 2027 and 2.9% in 2028. The effects of the Middle East conflict across the region are expected to be uneven, with smaller economies likely to experience a more pronounced negative impact due to their relatively greater vulnerability to external shocks.

Growth in sub-Saharan Africa is projected to remain relatively stable at 4.3% in 2026 and 4.4% in 2027 and 4.5% in 2028. However, this regional outlook masks significant variation across countries, with some economies expected to face more pronounced

challenges than others. In particular, oil-importing and non-resource-intensive economies are likely to be adversely affected by the conflict in the Middle East, as heightened external pressures may weigh on economic activity and weaken growth prospects. In emerging and developing Europe, economic growth is expected to slow sharply to 2.0% in 2025 and recover only marginally thereafter, with the region projected to expand at an average rate of 2.0% in 2026, 2.1% in 2027 and 2.3% in 2028.

Global Economic Outlook

The conflict between Israel/the United States and Iran, which began in February, has developed into a global shock to transport, trade, and security planning. As a result, periodic airspace closures across Israel and parts of the Gulf, together with severe disruption to shipping through the Strait of Hormuz, have affected the movement of oil, oil products, and LNG. Consequently, businesses have faced longer and less reliable supply lines, higher freight and insurance costs, and more frequent "stop-go" operating conditions.

The near-term growth outlook has softened as the conflict is affecting both demand and costs. Disruption to the oil channel is coinciding with pressure on the non-oil outlook as travel and services weaken and risk premia rise. Airspace disruption has increased operating costs and reduced travel reliability, while higher jet fuel costs have added to pressure on carriers and freight forwarders.

Investment conditions have also tightened as higher regional risk premia have increased insurance, shipping, hedging, and working capital costs. At the same time, logistics disruption and higher input costs are raising inflation risks. Fertilizer and related input disruption is also creating a lagged risk to food prices.

Asia-Pacific: In Asia-Pacific, the conflict has created sustained stress for business continuity. Even with fighting paused, energy availability, shipping disruption, and insurance costs are expected to continue weighing on operations over the next quarter. Oil prices remain well above January levels despite easing from March peaks, while war-risk insurance, tighter tanker availability, and rerouting costs remain elevated. As a result, several fuel-importing economies—including Japan, South Korea, India, and parts of Southeast Asia—have faced power-conservation measures and fuel rationing, increasing the risk of operational downtime in energy-intensive sectors.

Shipping and supply chains are also facing second-round effects. Many Asia–Europe shipments have been diverted via the Cape of Good Hope, thereby extending lead times by 10–14 days. Although some routes have reopened, schedules remain compressed and insurers remain cautious, which has increased delivery deadline risk across manufacturing, particularly in chemicals, electronics, and pharmaceuticals. Input volatility and fertilizer disruption are also adding to inflation risks and thereby complicating the policy outlook.

Latin America: In Latin America, the U.S.-Israel-Iran conflict has increased energy market pressures, with higher Brent crude prices raising input costs and inflation risks across the region. Consequently, net hydrocarbon exporters such as Brazil, Colombia, and Ecuador are benefiting from stronger external balances, while net energy importers—including Panama, Chile, and much of Central America—are facing higher import costs. Elevated fertilizer prices are also weighing on agricultural output and margins, including in Brazil and Argentina. In response, governments have introduced fuel subsidies and price controls.

Middle East & North Africa: In the Middle East and North Africa, the conflict continues to affect the region directly, with many countries facing missile and drone attacks from Iran in response to attacks by the United States and Israel on Iran. In the short term, economic growth is expected to slow sharply as exports decline, uncertainty constrains spending, and governments delay investment initiatives. The reduction in food imports is also expected to significantly affect countries with limited domestic production capacity. Bahrain, Qatar, and Kuwait remain highly dependent on imports through the Strait of Hormuz and therefore face risks of food shortages and concerns regarding social stability if disruption persists.

Sub-Saharan Africa: In Sub-Saharan Africa, the conflict continues to disrupt energy and fertilizer supply chains, thereby keeping the region under significant external pressure. Higher global oil prices are sharply rising fuel and transport costs for import-dependent economies such as Kenya, Uganda, Ethiopia, and Ghana. Policy responses have varied across the region. Ethiopia introduced emergency fuel subsidies in mid-March to contain domestic price increases, while Kenya is experiencing stronger pass-through from higher fuel costs, which is weighing on aviation, logistics, and export activity.

Global Growth Projection

Growth in advanced economies is projected at 1.8% in 2026 and 1.7% in 2027 and 2028, while the overall impact of the Middle East conflict is expected to remain modest, lowering 2026 growth by 0.2 percentage point relative to the pre-conflict forecast. This limited effect reflects positive terms-of-trade gains in the United States and stronger growth momentum, supported by government measures, in Japan, whereas more significant negative effects are expected mainly in net energy-importing economies, including the euro area and the United Kingdom. In the United States, growth is projected at 2.3% in 2026 and 2.1% in 2027 and 2028, with fiscal policy and the lagged effects of monetary easing in 2025 continuing to support activity, even as higher trade barriers since April 2025 weigh on growth. The 0.1 percentage point downward revision from the January 2026 WEO Update reflects a small negative effect from the war, but this is partly offset by a rebound following the end of the 2025 federal government shutdown, along with stronger productivity growth and positive carryover effects. Although the International Emergency Economic Powers Act (IEEPA) ruling may reduce tariff-related fiscal revenues, its impact on the fiscal balance and activity is expected to remain limited and spread over the forecast horizon. Growth in 2027 is expected to remain solid, supported by tax incentives, including those for corporate investment under the One, Big, Beautiful Bill Act (OBBBA), while technology-driven momentum is projected to moderate and productivity growth is expected to gradually converge toward historical norms.

Growth in emerging market and developing economies is projected to slow to 3.9% in 2026 before recovering to 4.2% in 2027 and 2028, while the Middle East conflict is expected to have a greater impact on this group than on advanced economies, reducing 2026 growth by 0.3 percentage point relative to the pre-conflict forecast. In emerging and developing Asia, growth is expected to moderate from 5.5% in 2025 to 4.9% in 2026 and 4.8% in 2027 and 2028. Within the region, China's 2026 growth forecast has been revised upward to 4.4%, as lower effective U.S. tariffs and stimulus measures offset the impact of the conflict, although growth is projected to slow to 4.0% in 2027 as structural headwinds intensify. India's growth outlook has also improved, with growth revised upward to 7.6% in 2025 and projected to remain at 6.5% in 2026, 2027 and 2028, supported by strong carryover effects and lower additional U.S. tariffs on Indian goods. Meanwhile, several South and Southeast Asian economies are expected to face weaker domestic demand due to lower tourism and remittance inflows, while the Philippines has seen a sharp downward revision for 2026.

In the Middle East and Central Asia, growth is projected to decline from 3.6% in 2025 to 1.9% in 2026, before rebounding to 4.6% in 2027 and 4.0% in 2028, reflecting the region's direct exposure to the conflict. The downturn is expected to be most severe among affected commodity exporters, particularly Bahrain, Iran, Iraq, Kuwait, and Qatar, while the impact is expected to be less severe in other economies. Accordingly, Iran's economy is projected to contract by (-) 6.1% in 2026, before rebounding to 3.2% in 2027 and moderating to 1.5% in 2028. By contrast, Saudi Arabia's growth is projected at 3.1% in 2026, rising to 4.5% in 2027 before easing to 3.6% in 2028. In sub-Saharan Africa, growth is expected to remain broadly stable at 4.3% in 2026, 4.4% in 2027, and 4.5% in 2028, although oil-importing economies are likely to face greater pressure, while Nigeria and South Africa are expected to record moderate but gradually improving growth profiles. In Latin America and the Caribbean, growth is projected at 2.3% in 2026, 2.7% in 2027, and 2.9% in 2028, with Brazil expected to benefit modestly in the near term from its position as a net energy exporter, while Mexico is projected to recover gradually to 1.6% in 2026, 2.2% in 2027, and 2.1% in 2028.

In emerging and developing Europe, the sharp slowdown in growth to 2.0% in 2025 is expected to reverse only marginally, with the region projected to expand at an average rate of 2.0% in 2026, 2.1% in 2027, and 2.3% in 2028. Within the region, Russia's 2026 growth forecast has been revised upward by 0.3 percentage point relative to January, to 1.1%, as higher commodity prices are expected to support activity. This momentum is projected to continue, with growth remaining at 1.1% in 2027 before moderating slightly to 1.0% in 2028. By contrast, Türkiye's 2026 growth forecast has been revised downward by 0.8 percentage point relative to the January 2026 WEO to 3.4%, as weaker-than-expected growth in 2025 and higher oil and gas prices are expected to weigh on activity.

Key factors impacting Global Macroeconomic landscape

- Geopolitics continues to constitute a major source of global macroeconomic and business risk. The Russia–Ukraine war remains a persistent driver of instability, as Russia has intensified large-scale missile and drone attacks on Ukrainian cities and infrastructure, while Ukraine has stepped up strikes on Russian ports, refineries, and export infrastructure, reportedly contributing to a reduction in Russian oil output in April. The Israel–Iran–U.S. confrontation has emerged as the most significant near-term external shock to the global economy, with the IMF warning that disruptions to the Strait of Hormuz and regional energy infrastructure could materially weaken global growth and raise inflation; under its April 2026 reference forecast, global growth has been lowered to 3.1% and inflation raised to 4.4%, with materially worse outcomes under prolonged disruption scenarios. In parallel, the Pakistan–Afghanistan border conflict remains a significant regional flashpoint, although China-mediated talks are seeking to secure a ceasefire and reopen border crossings after months of cross-border attacks and trade disruption. At the same time, U.S. strategic activism continues to influence regional risk perceptions: Washington has removed sanctions on Venezuela's interim leadership and deepened engagement with Caracas, tensions over Greenland have re-emerged amid renewed U.S. rhetoric and ongoing diplomatic discussions with Denmark and Greenland, and U.S.–Nigeria security cooperation has continued to deepen in response to regional instability and counterterrorism concerns. In addition, resource nationalism and strategic competition over rare earths and other critical minerals have become increasingly operational concerns rather than distant strategic risks. The IEA's April 2026 assessment notes that demand for magnet rare earths has doubled since 2015 and is projected to increase by more than 30% by 2030, while supply chains remain highly concentrated, with China accounting for around 60% of mined output, more than 90% of refining, and nearly 95% of permanent magnet production, thereby heightening global exposure to export controls, supply concentration, and industrial policy interventions
- The period of relatively frictionless trade supported by multilateral liberalisation and free trade agreements is increasingly giving way to regionalisation, nearshoring, friend-shoring, and diversification of production networks. Rising tariffs, policy uncertainty, and strategic realignment are creating a more fragmented trade environment and raising the premium on resilience over pure efficiency
- Technology adoption and sustainability have become core strategic priorities. Organizations are advancing digital transformation by embedding AI, automation, and cybersecurity into their operations to enhance productivity and safeguard critical assets. AI adoption is emerging as a visible driver of optimism, particularly within the information and communications sectors. Growth in cloud computing, streaming, IoT, and AI and Advancements in hardware and cooling technologies aim to reduce energy consumption and improve performance is driving the need for more powerful and scalable data centres.

India Macroeconomic Analysis

The global economy is expected to navigate a more challenging environment as it enters CY 2026. According to the IMF's World Economic Outlook (April 2026), global growth is projected to moderate from **3.4% in CY 2025 to 3.1% in CY 2026**, reflecting weaker economic momentum across several major economies, persistent geopolitical uncertainties, and the lingering effects of global trade disruptions. Growth in advanced economies remains subdued, with the United States expected to expand at a modest

pace of around **2.3% in CY 2026**, while China is projected to witness a gradual slowdown to **4.4% in CY 2026 and 4.0% thereafter**, highlighting structural challenges in the world's second-largest economy.

Country	CY 2020	CY 2021	CY 2022	CY 2023	CY 2024	CY 2025	CY 2026 P	CY 2027 P	CY 2028P
India	–5.8%	9.7%	7.6%	9.2%	6.5%	7.6%	6.5%	6.5%	6.5%
China	2.3%	8.6%	3.1%	5.4%	5.0%	5.0%	4.4%	4.0%	4.0%
United States	-2.2%	6.1%	2.5%	2.9%	2.8%	2.1%	2.3%	2.1%	2.1%
Japan	-4.2%	2.7%	0.9%	1.4%	-0.2%	1.2%	0.7%	0.6%	0.6%
United Kingdom	-10.3%	8.6%	4.8%	0.4%	1.1%	1.3%	0.8%	1.3%	1.6%
Russia	-2.7%	5.9%	-1.4%	4.1%	4.3%	1.0%	1.1%	1.1%	1.0%
Germany	-4.1%	3.9%	1.8%	-0.9%	-0.5%	0.2%	0.8%	1.2%	1.2%

Source: World Economic Outlook, April 2026

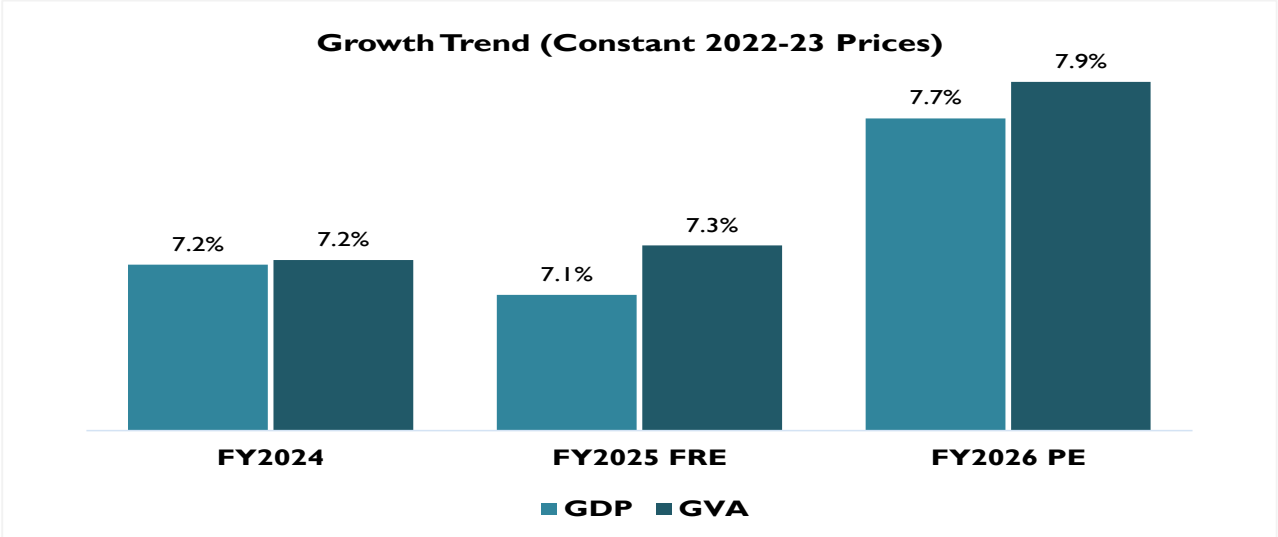
Against this backdrop, **India continues to stand out as one of the fastest-growing major economies globally**. The country's growth estimate for CY2025 has been revised upward to **7.6%**, supported by robust domestic demand, resilient investment activity, strong services-sector performance, and better-than-expected momentum during the latter half of the fiscal year. Looking ahead, GDP growth is projected to remain healthy at **6.5% during CY2026 and CY2027**, underpinned by favorable demographics, rising infrastructure investments, expanding manufacturing capabilities, and continued policy support. India's relative resilience assumes greater significance amid a global landscape characterized by slowing growth in major economies such as China, Germany, Japan, and the United Kingdom. Furthermore, while geopolitical tensions, including the Middle East conflict, are expected to weigh on tourism and remittance flows across several Asian economies, India remains comparatively insulated due to its large domestic consumption base and diversified growth drivers. The moderation in proposed U.S. tariffs on Indian goods has also provided a supportive tailwind for exports and business confidence.

Overall, the divergence between India's sustained growth trajectory and the slowing outlook for several large economies reinforces the country's attractiveness as a preferred destination for global capital, strategic investment, and long-term business expansion. As global investors increasingly seek growth opportunities in a fragmented economic environment, India is well positioned to benefit from structural shifts in supply chains, digital transformation, and ongoing industrialization trends.

Historical GDP and GVA Growth Trend

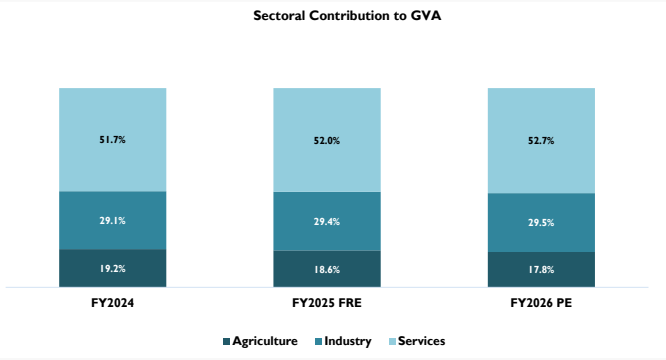
As per Provisional Estimates, India Real GDP (GDP at constant prices) for FY 2025–26 is estimated to reach INR 323.12 lakh crore, compared to the First Revised Estimate (FRE) of INR 299.89 lakh crore for FY 2024–25. This represents a growth rate of 7.7% in 2025–26, higher than the 7.1% growth recorded in 2024–25.

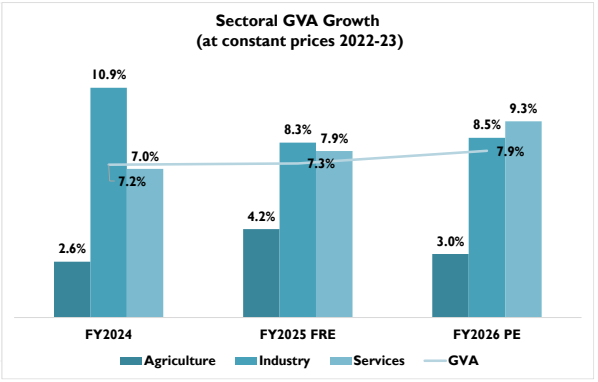
Similarly, Real GVA for FY 2025–26 is estimated to reach INR 294.91 lakh crore, up from INR 273.36 lakh crore in FY 2024–25. This indicates a growth rate of 7.9%, compared with the 7.3% growth achieved in the previous year.



Source: Ministry of Statistics & Programme Implementation (MOSPI), National Account Statistics: FY2025,
FRE is First Revised Estimate; PE is Provisional Estimates

Sectoral Contribution to GVA and Annual Growth Trend





Source: Ministry of Statistics & Programme Implementation (MOSPI), CMIE Economics Outlook
FRE is First Revised Estimate; PE is Provisional Estimates

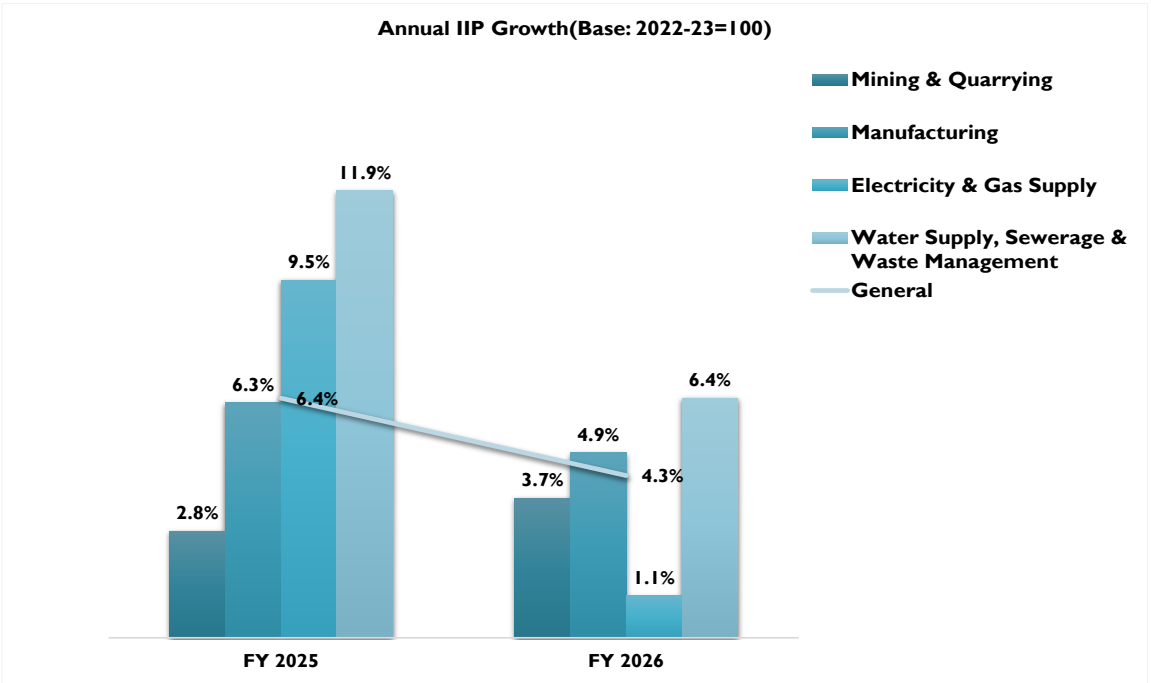
Sectoral analysis of GVA reveals that the industrial sector experienced steady growth momentum in FY 2026, recording a 7.9% y-o-y growth against 7.3% year-on-year growth in FY 2025. Within the industrial sector, growth moderated across sub-sectors with mining, and construction activities growing by 5.15%, and 7.36%, respectively in FY 2026, compared to 11.69%, and 7.30% in FY 2025. Growth in the utilities sector too moderated to 1.74% in FY 2026 from 2.87% in the previous year. The industrial sector's contribution to GVA increased marginally from 29.4% in FY 2025 to 29.5% in FY 2026.

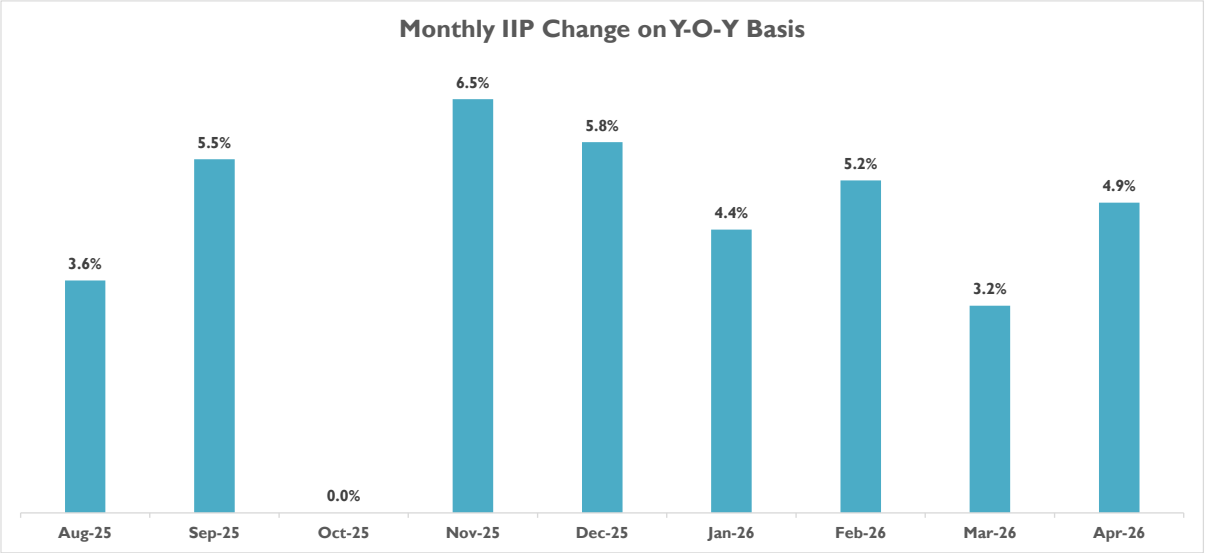
The services sector continued to be the main driver of economic growth. It expanded by 9.3% in FY 2026 from 7.9% in FY 2025. The services sector retained its position as the largest contributor to GVA, rising from 51.7% in FY 2024 to 52.0% in FY 2025, with a further increase to 52.7% in FY 2026.

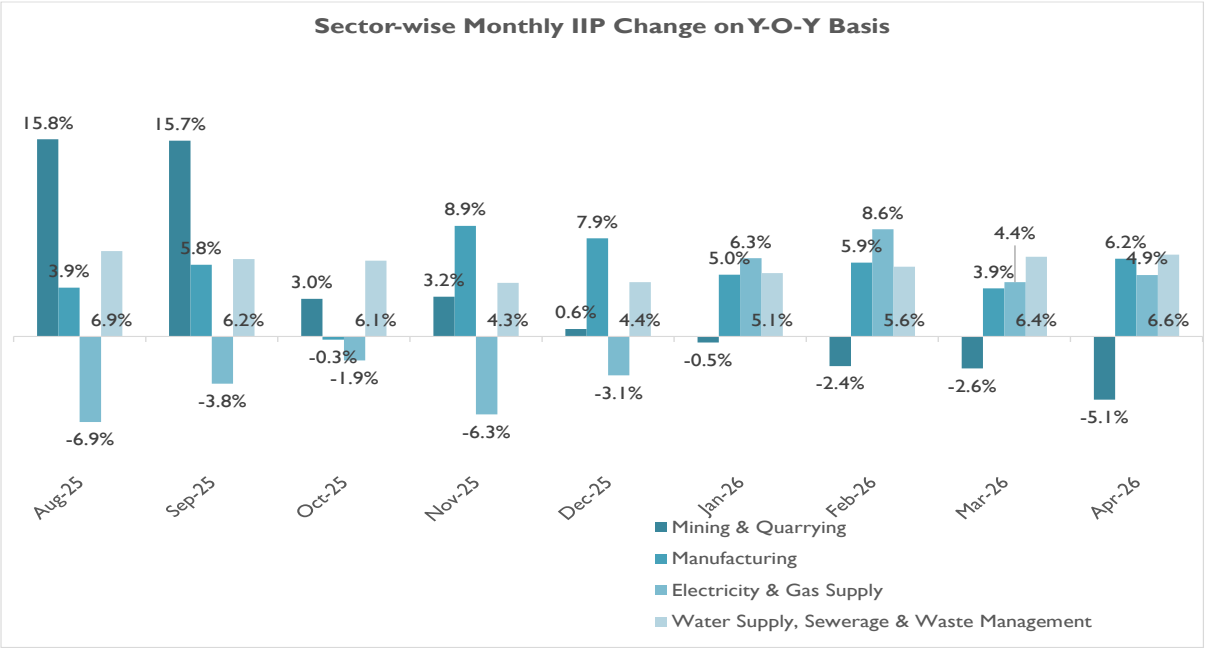
The agriculture sector saw an acceleration in growth, increasing from 2.66% in FY 2024 to 4.18% in FY 2025, before moderating to 3.0% in FY 2026. However, its contribution to GVA declined marginally from 19.2% in FY 2024 to 17.8% in FY 2026. Overall, Gross Value Added (GVA) growth rose to 7.9% in FY 2026 from 7.3% in FY 2025.

Annual & Monthly IIP Growth

Industrial sector performance as measured by the IIP index exhibited moderation in FY 2026, recording a 4.3% y-o-y growth against 6.4% increase in the previous year. The manufacturing index showed moderation, increasing by 4.9% in FY 2026 compared with 6.3% in FY 2025. The Electricity & Gas Supply sector index also moderated, growing 1.1% in FY 2026 compared with 9.5% in the previous year. Water Supply, Sewerage & Waste Management also moderated by 6.4% in FY 2026 compared with 11.9% in the previous year, while the mining sector index grew by 3.7% in FY 2026 compared with 2.8% in the previous year.





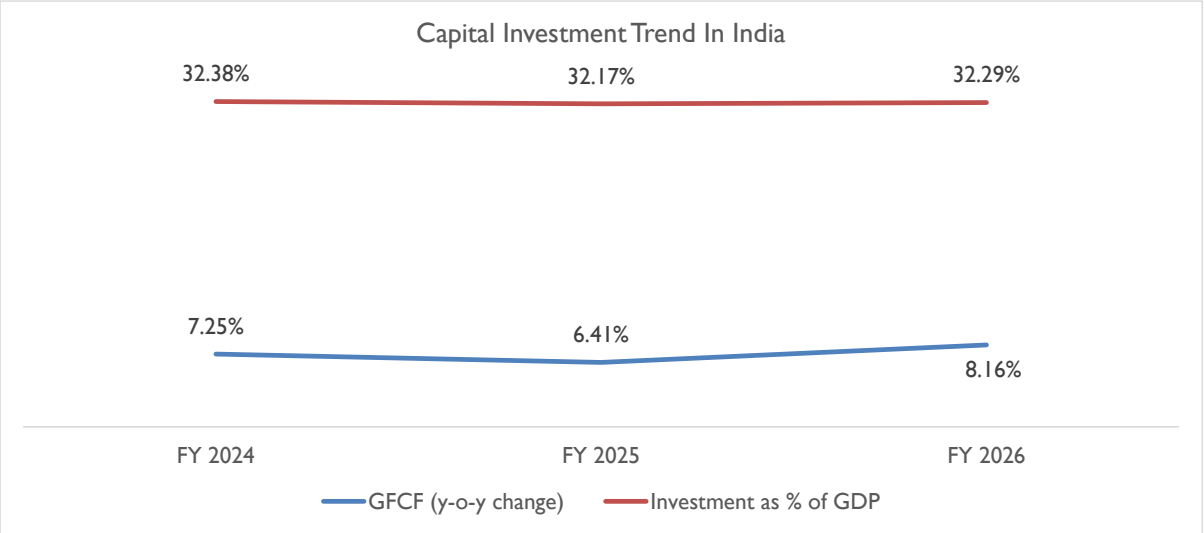


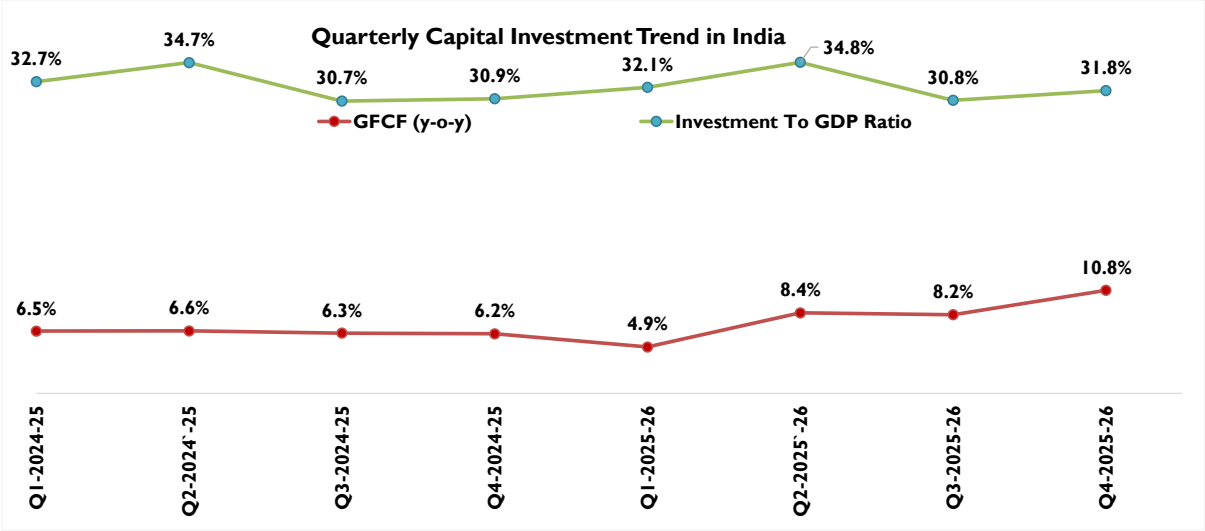
Source: Ministry of Statistics & Programme Implementation (MOSPI)

The IIP growth rate for the month of April 2026 is 4.9 percent as compared to April 2025. The growth rates of the Four sectors, Mining & Quarrying, Manufacturing, Electricity & Gas Supply and Water Supply, Sewerage & Waste Management for the month of April 2026 are (-)5.1 percent, 6.2 percent, 4.9 percent and 6.6 percent respectively

Annual and Quarterly: Investment & Consumption Scenario

Other major indicators, such as Gross Fixed Capital Formation (GFCF), a measure of investment, increased during FY 2026, registering 8.16% year-on-year growth compared with 6.41% in FY 2025, bringing the GFCF-to-GDP ratio to 32.29%.



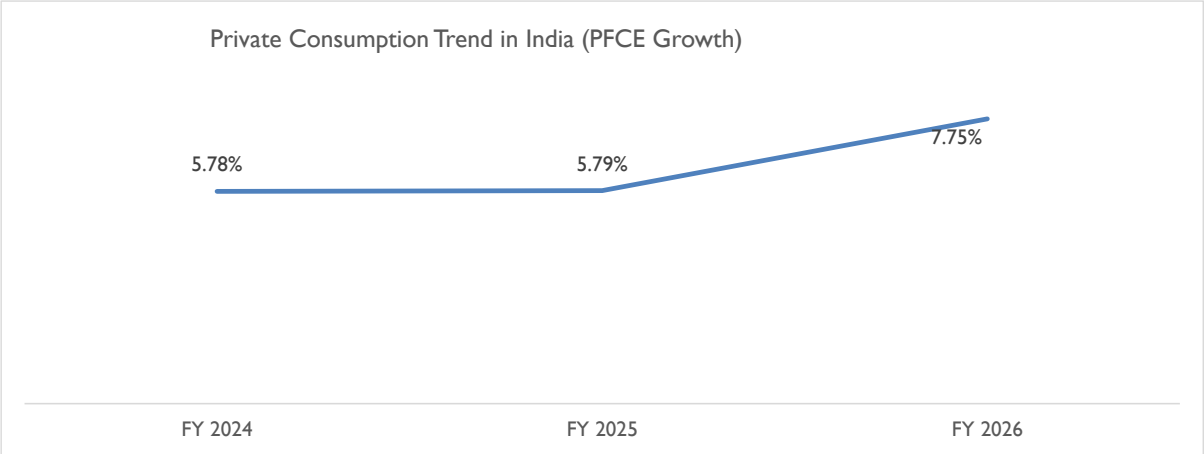


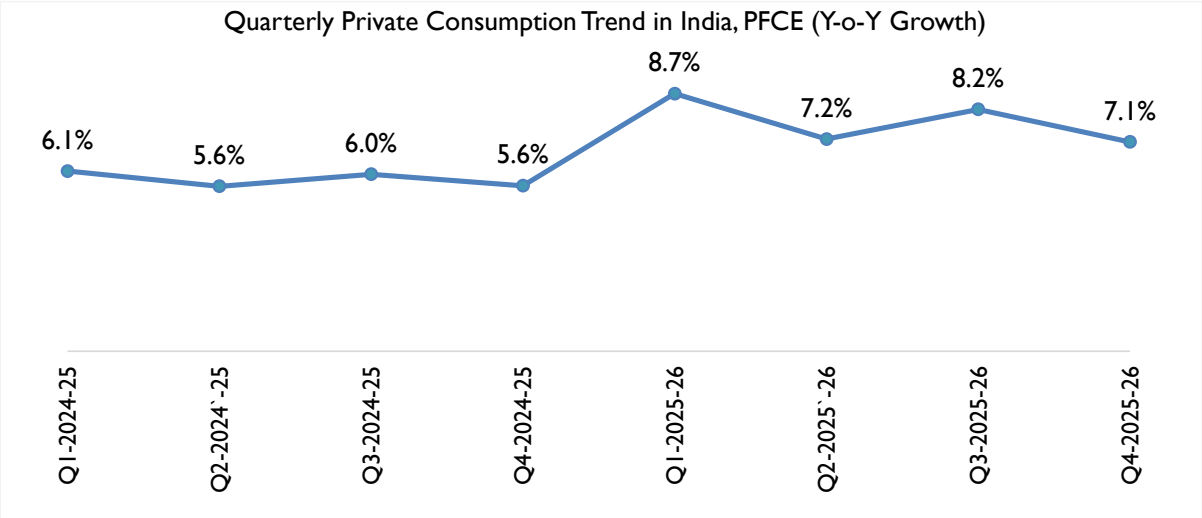
Source: Ministry of Statistics & Programme Implementation (MOSPI), CMIE Economics Outlook

On a quarterly basis, India's capital investment indicators reflect a healthy and improving investment environment, supported by sustained investment intensity and stronger capital formation in recent quarters. The Investment to GDP ratio remained consistently above 30% throughout the period, highlighting continued resilience in capital deployment. The ratio increased from 32.7% in Q1 FY 2024-25 to 34.7% in Q2, before moderating to 30.7% in Q3 and 30.9% in Q4. In FY 2025-26, the ratio improved again to 32.1% in Q1 and further strengthened to 34.8% in Q2, the highest level during the period, before remaining healthy at 30.8% in Q3 and 31.8% in Q4. This indicates that investment activity continued to remain robust despite normal quarterly variations.

GFCF (y-o-y) growth also points toward a positive investment trend, particularly in FY 2025-26. After remaining broadly stable during FY 2024-25, with growth ranging between 6.2% and 6.6%, GFCF growth accelerated meaningfully from 4.9% in Q1 FY 2025-26 to 8.4% in Q2 and 8.2% in Q3, before rising further to 10.8% in Q4. This strong improvement in the second half of FY 2025-26 suggests strengthening fixed capital formation and a revival in investment momentum. Overall, the data indicates that India's capital investment landscape remains on a positive trajectory, with sustained investment levels and improving GFCF growth reflecting stronger capital spending, better investment confidence, and continued support for economic growth.

Private Consumption Scenario





Sources: MOSPI, CMIE Economics Outlook

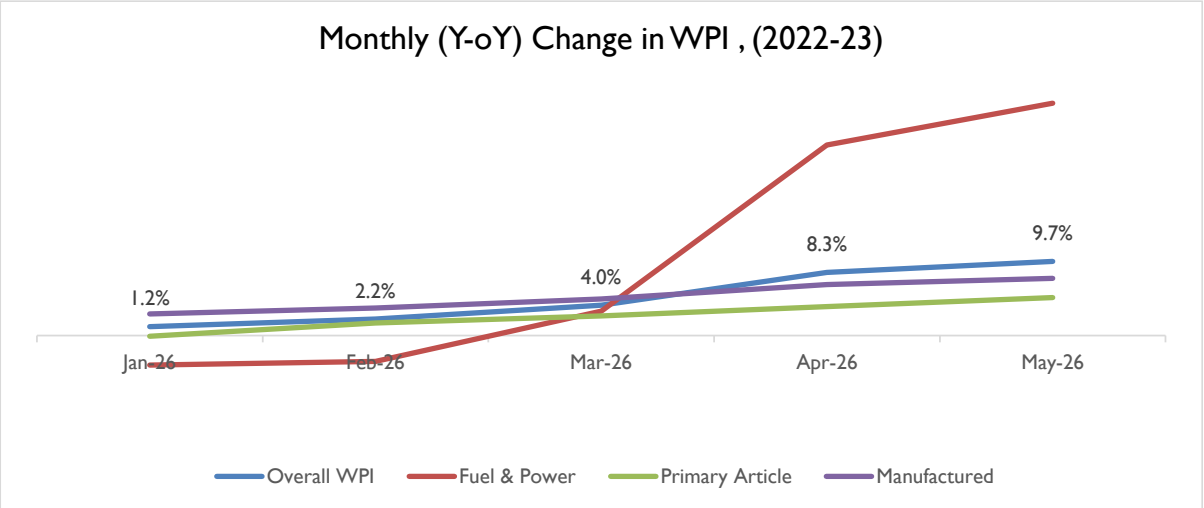
Private Final Consumption Expenditure (PFCE), a practical proxy for household spending, recorded growth in FY 2026 relative to FY 2025. PFCE recorded healthy growth in FY 2025-26 relative to FY 2024-25. However, quarterly PFCE growth moderated sequentially to 7.1% in Q4 FY 2025-26 from 8.2% in Q3 FY 2025-26

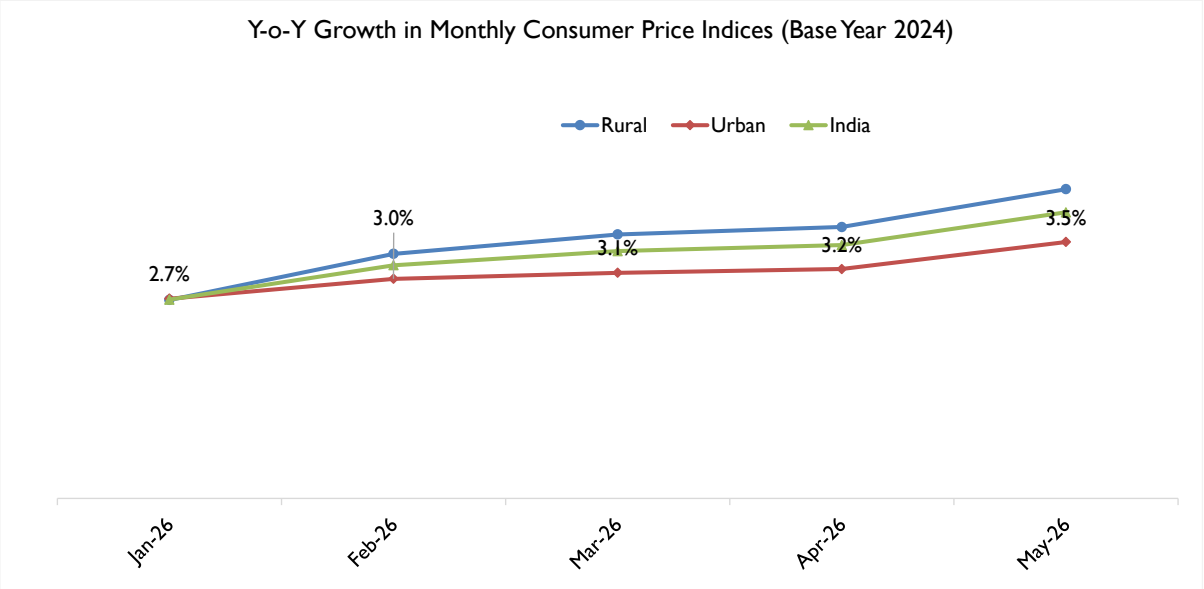
Inflation Scenario

The annual rate of inflation based on All India Wholesale Price Index (WPI) number is 3.88% (provisional) for the month of March 2026 (over March 2025). Positive rate of inflation in March 2026 is primarily due to increase in prices of crude petroleum & natural gas, other manufacturing, non-food articles, manufacture of basic metals and food articles etc.

All India Wholesale Price Index (WPI) inflation for May 2026 is 9.68 per cent on year-on-year (YoY) basis, compared to 8.26 per cent in April 2026. The index for All Commodities for May 2026 stands at 109.9, whereas it was 108.8 in April 2026. Across Groups, 'Mineral Oils (containing Petroleum Products)', 'Crude Petroleum and Natural Gas', 'Manufacture of Chemicals and Chemical Products', and 'Manufacture of Basic Metals', have been major drivers of WPI inflation in April and May 2026.

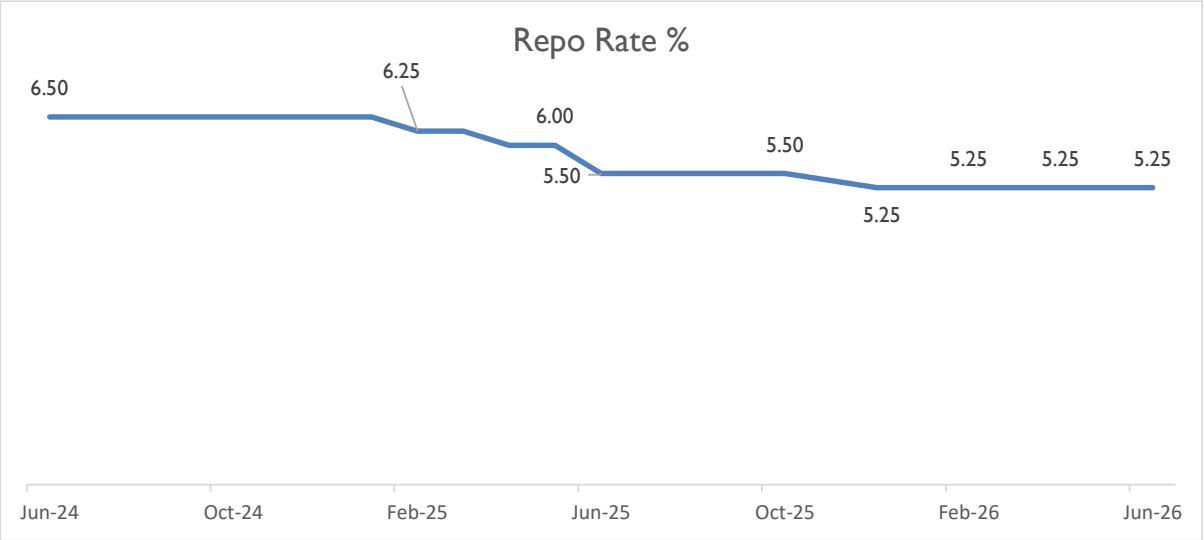
Across Major Groups, YoY inflation for Primary Articles, Fuel and Power, and Manufactured Products is 4.99 per cent, 30.33 per cent, and 7.48 per cent, respectively in May 2026, whereas it was 3.78 per cent, 24.89 per cent, and 6.68 per cent, respectively, in April 2026. The indices for Primary Articles, Fuel and Power, and Manufactured Products are 113.7, 113, and 107.8, respectively, in May 2026, whereas they were 112.6, 110.9, and 107, respectively, in April 2026.





Source: MOSPI, Office of Economic Advisor

With effect from January 2026, the National Statistics Office (NSO) introduced a revised CPI series with base year 2024=100, drawing revised item weights from the Household Consumption Expenditure Survey (HCES) 2023-24. Year-on-year inflation rate based on All India Consumer Price Index (CPI) with base year 2024 for the month of May 2026 over May 2025 is 3.93%(Provisional). Corresponding inflation rates for rural and urban are 4.25% and 3.53%, respectively. On the monetary policy front, the RBI had cumulatively raised the repo rate by 250 basis points between May 2022 and February 2023, bringing it to 6.50%, where it was held steady through January 2025 to anchor inflationary expectations. With inflation moderating below target and growth requiring support, the RBI's Monetary Policy Committee (MPC) commenced an easing cycle in February 2025, delivering a cumulative 125 basis points of rate cuts through four reductions — 25 bps each in February 2025, April 2025, and December 2025, and a larger 50 bps cut in June 2025 — interspersed with pauses in August and October 2025. The repo rate currently stands at 5.25%, in June 2026.



Sources: CMIE Economic Outlook

Growth Outlook

The Union Budget 2026–27 sets out a quantitatively strong push to build resilient supply chains and develop next-generation industrial capacity. The record ₹12.2 trillion capital expenditure outlay is aimed at easing logistics bottlenecks and enhancing India's cost competitiveness. Employment measures extend across both urban and rural India in one sweep. In cities and large towns, capex is channelled into "connectors" such as the seven proposed high-speed rail corridors and upgraded Tier-2 and Tier-3 infrastructure, thereby creating construction, logistics, and service jobs while cutting commute times. In smaller towns and villages, job creation is expected to be supported by mega textile parks, the Mahatma Gandhi Gram Swaraj Initiative's push for khadi and handloom, training for tourist guides, and new waterways and coastal shipping. Together, these steps broaden the wage base instead of providing a short-term bump.

This domestic push is complemented by targeted measures to strengthen strategic supply chains. Dedicated rare earth corridors in Odisha, Kerala, Andhra Pradesh, and Tamil Nadu; customs exemptions for capital goods used in critical mineral processing and battery cells; and the India Semiconductor Mission 2.0 aim to pull manufacturing deeper into components and materials. If executed well, these measures could reduce import dependence in magnets, batteries, and chip inputs and lift the share of higher-productivity manufacturing jobs — thereby raising household incomes durably.

Alongside these domestic measures, India is also seeking to strengthen its external trade architecture through major trade agreements. The conclusion of the India–EU FTA negotiation marks a major strategic milestone, as it offers near-universal market access for 99.5% of India's exports by value and integrates India more deeply into a USD 24 trillion economic bloc. By providing duty-free entry for key labour-intensive sectors, expanding services access, and establishing a mobility framework for Indian professionals, the deal is expected to improve market access, support export competitiveness and high-value job creation. It is likely to promote a predictable, rules-based environment for long-term trade and investment flows.

In a similar vein, India–Oman Comprehensive Economic Partnership Agreement (CEPA) has been framed as a comprehensive arrangement covering trade in goods and services, investment, professional mobility, and regulatory cooperation, with the objective of strengthening bilateral economic integration between India and Oman. Bilateral trade between the two countries stood at USD 10.61 billion in FY 2024–25, providing the economic basis for the agreement. Under the CEPA, India has secured 100% duty-free market access in Oman across 98.08% of tariff lines, covering 99.38% of India's export value, thereby improving export competitiveness across sectors such as engineering goods, pharmaceuticals, agriculture and processed food, electronics, textiles, plastics, and gems and jewellery. At the same time, India has adopted a calibrated liberalisation approach by offering tariff concessions on 77.79% of its tariff lines, covering 94.81% of imports from Oman by value, while retaining safeguards for sensitive domestic sectors. The agreement also provides gains in services, with Oman undertaking commitments across 127 services sub-sectors, alongside improved provisions for professional mobility, including an increase in the Intra-Corporate Transferee ceiling from 20% to 50% and commitments for a defined category of Indian professionals. Overall, the CEPA is presented as a framework intended to support trade expansion, improve market access, and strengthen long-term economic cooperation between India and Oman.

However, these gains remain exposed to external geopolitical risks. The escalation of the Middle East crisis represents an external shock for India, transmitted primarily through energy markets, logistics, and trade-linked business exposure. The Gulf–Levant 11 (GL 11) economies account for around 15% of India's merchandise exports and 21% of its imports, with trade concentrated in high-value categories such as mineral fuels, precious metals, and electronics; disruptions in this region therefore have an outsized impact despite its modest share of global GDP.

Export exposure is unevenly distributed across India, with risks concentrated in specific districts that serve as production hubs. Discretionary exporters, such as gems and jewellery firms in the districts of Surat, Jaipur, and Mumbai; apparel manufacturers in Tiruppur; automotive producers in Ahmedabad; and electronics assemblers in Kanchipuram and Kolar, are vulnerable to demand slowdown and order deferrals in Gulf markets.

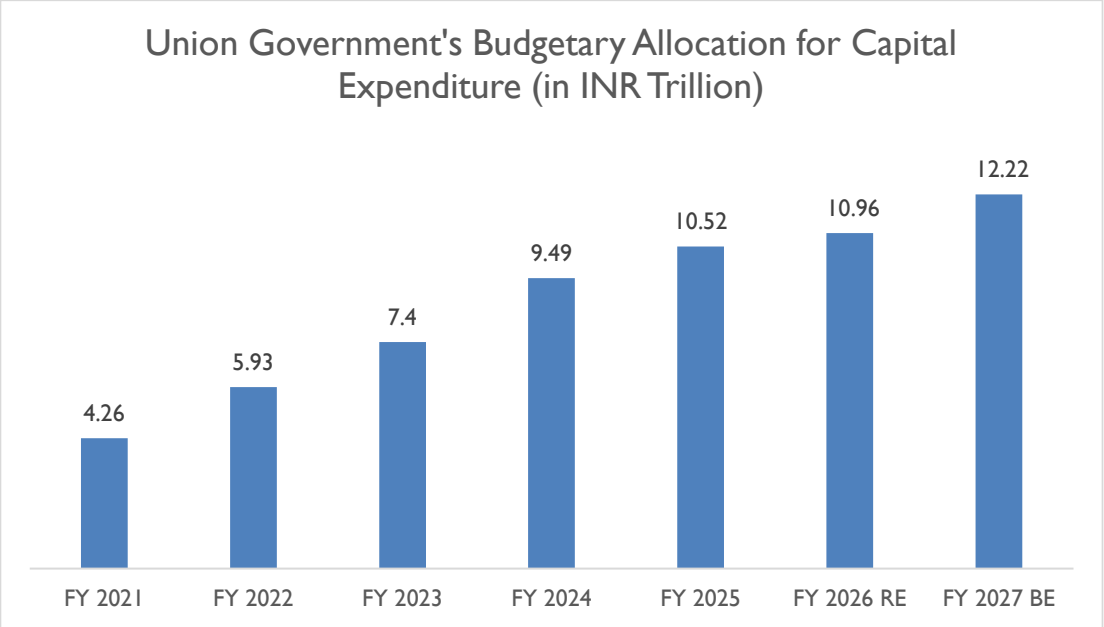
At the same time, Perishable agricultural exporters, including grapes from Nashik, bananas from Solapur, and bovine meat from Ghaziabad, face acute risks from shipping delays and logistics disruptions. Dun & Bradstreet data show that over 4,500 Indian exporters and around 1,800 importers relied on the Strait of Hormuz trade route in 2025, exposing them to working capital stress, payment delays, and production interruptions, while, for import-dependent industries, delays in critical inputs raise the risk of temporary shutdowns and sustained energy price volatility amplifies margin pressure across manufacturing and services.

Key Growth/Demographic Drivers for Economic Growth

Government focus on infrastructure development

The infrastructure sector has received a strong boost in Budget FY'27, marked by a record INR 12.2 trn public capital expenditure allocation, reinforcing the government's focus on making assets more efficient and sustainable. The introduction of the landmark Infrastructure Risk Guarantee Fund aims to provide partial credit guarantees to lenders and revitalise private sector participation in large-scale projects. By lowering project risk premiums and easing borrowing costs, this mechanism is likely to help crowd in private capital and accelerate construction phase financing across the sector. The transport and logistics sector, in particular, will buoy infrastructure growth. Railways have received a substantial boost in allocation, which will help support the planned development of seven new high-speed rail corridors and a Dankuni-Surat DFC, which aims to cut logistics costs and improve national connectivity. Moreover, the rollout of 20 new National Waterways, new ship repair hubs and a scheme to double the share of coastal and inland water transport from 6.0% to 12.0% by 2047 will together build a greener, more efficient multimodal freight network. Urban transformation continues through targeted development of Tier-2 and Tier-3 cities – with populations over 0.5mn – alongside the creation of City Economic Regions, each supported by multi-year, challenge-based financing to establish new growth hubs and reduce pressure on metros. A broader ecosystem of reforms strengthens medium-term sector prospects. The government aims to scale domestic construction and infrastructure equipment manufacturing, reducing import dependence and improving execution capability in tunnelling, metro construction and road building machinery. The monetisation of CPSE assets will be accelerated through dedicated REIT structures, helping unlock liquidity for redevelopment and new project pipelines. Additional support flows through region-specific initiatives, such as industrial corridor expansion, and tourism development in cultural and Buddhist heritage zones will further reinforce construction demand.

Together, these measures will strengthen India's infrastructure ecosystem through higher public investment, improved risk mitigation tools and wider multimodal connectivity – creating a constructive environment for sustained growth in construction, logistics and urban development.



Union Budget, Government of India
Note: BE (Budget Estimates) and RE (Revised Estimates)

Development of Domestic Manufacturing Capability

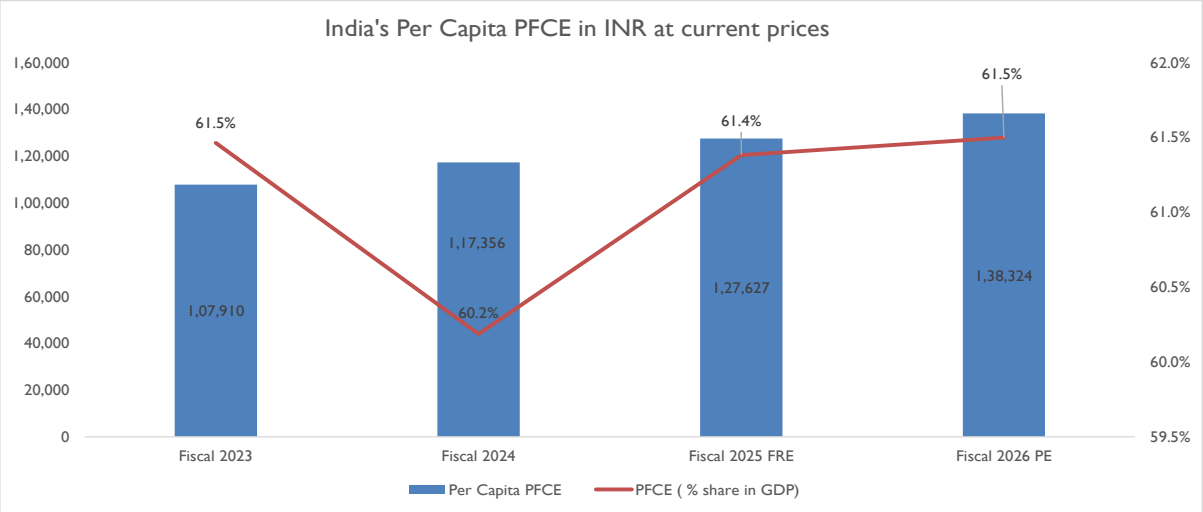
The Government launched the Production Linked Incentive (PLI) scheme in early 2020, initially aimed at improving domestic manufacturing capability in large-scale electronic manufacturing and gradually extended to other sectors. At present it covers 14 sectors, ranging from medical devices to solar PV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

Strong Domestic Demand

Domestic demand has traditionally been one of the key drivers of the Indian economy. After a brief lull caused by the Covid-19, domestic demand is recovering. Consumer Confidence surveys by the Reserve Bank and other institutions point to an improvement in the Consumer Confidence Index, which is a precursor of improving demand. India has a strong middle-class segment, which has been the major driver of domestic demand. Factors like fast paced urbanization and improving income scenario in rural markets are expected to accelerate domestic demand further. This revival is reflecting in the private final consumption expenditure (PFCE) metric.

India's per capita Private Final Consumption Expenditure (PFCE) at current prices has shown a consistent upward trend, indicating steady improvement in household consumption levels over the years. Per capita PFCE increased from INR 1,07,910 in Fiscal 2023 to INR 1,17,356 in Fiscal 2024, and further rose to INR 1,27,627 in Fiscal 2025 FRE. It is estimated to increase further to INR 1,38,324 in Fiscal 2026 FE, reflecting continued growth in consumer spending and improving consumption capacity.

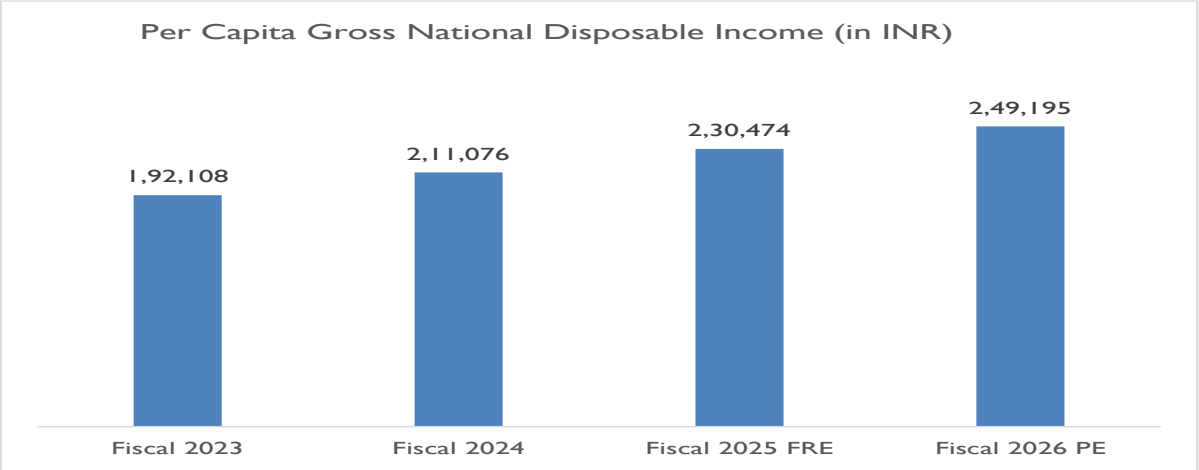
PFCE as a share of GDP also remained healthy during the period, broadly staying above 60%. The share stood at 61.5% in Fiscal 2023, moderated to 60.2% in Fiscal 2024, before recovering to 61.4% in Fiscal 2025 FRE and further improving to 61.5% in Fiscal 2026 FE. This indicates that private consumption continues to remain a key driver of India's economic growth. Overall, the steady increase in per capita PFCE, along with a stable PFCE share in GDP, reflects resilient household demand and sustained consumption momentum in the economy.



Source: Ministry of Statistics & Programme Implementation (MOSPI)
FRE is First Revised Estimate; PE is Provisional Estimates

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

- The share of middle class increased from nearly 14% in 2005 to nearly 30% in 2021 and is expected to cross 60% by 20470F0F0F0F. This expanding middle class household segment is fuelling India's growth story and would continue to play a key role in propelling India's economic growth.
- Consumer-driven domestic demand is majorly fuelled by this growth in per capita income. As per National Statistics Office (NSO), India's per capita Gross National Disposable Income (GNDI) has shown a steady upward trend, reflecting improvement in overall income levels and disposable income capacity. Per capita GNDI increased from INR 1,92,108 in Fiscal 2023 to INR 2,11,076 in Fiscal 2024 and further rose to INR 2,30,474 in Fiscal 2025 FRE. It is estimated to increase further to INR 2,49,195 in Fiscal 2026 PE, indicating continued growth in income levels across the economy. The consistent rise in per capita GNDI highlights strengthening purchasing power and improving household income conditions, which can support consumption demand going forward. Overall, the trend reflects a positive income environment, with rising disposable income expected to contribute to sustained private consumption and broader economic growth.

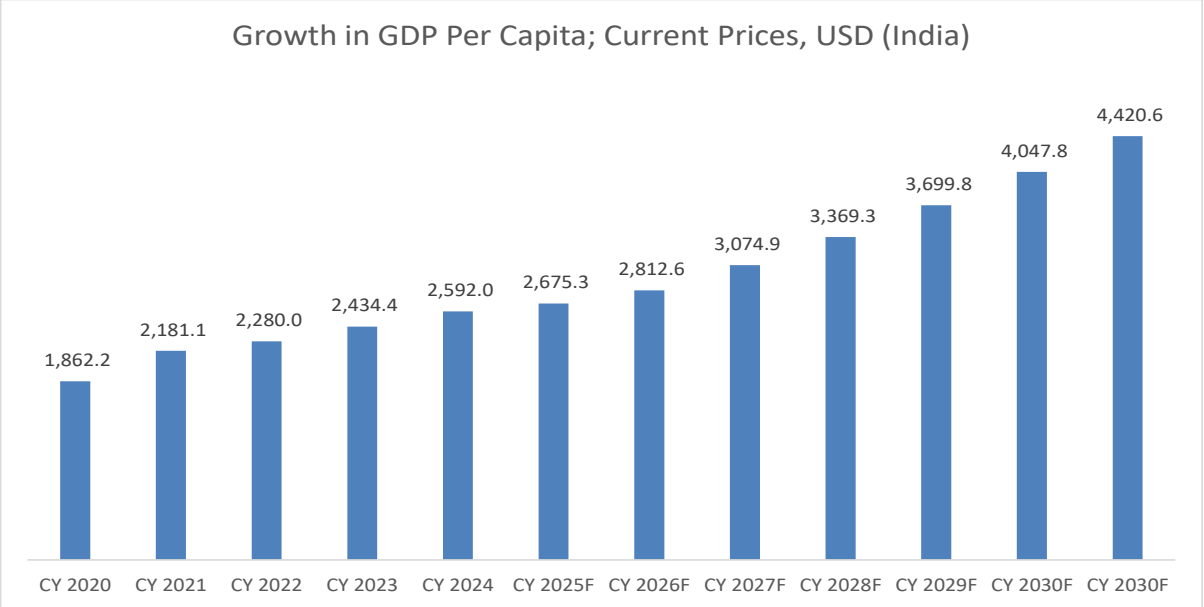


Source: Ministry of Statistics & Programme Implementation (MOSPI)
FRE is First Revised Estimate; PE is Provisional Estimates

India's Per Capita GDP Trends

India is poised to become the world's third-largest economy with a projected GDP of USD 5 trillion within the next three years, driven by ongoing reforms. As one of the fastest-growing major economies, India currently holds the position of the fifth-largest economy globally, following the US, China, Japan, and Germany. By 2027-28, it is anticipated that India will surpass both Germany and Japan, reaching the third-largest spot. This growth is bolstered by a surge in foreign investments and a wave of new trade agreements with India's burgeoning market of 1.4 billion people. The aviation industry is witnessing unprecedented orders, global electronics manufacturers are expanding their production capabilities, and suppliers traditionally concentrated in southern China's manufacturing hubs are now shifting towards India.

To achieve its vision of becoming the world's third-largest economy by 2027-28, India will need to implement transformative industrial and governmental policies. These policies will be crucial for sustaining the consistent growth of the nation's per capita GDP over the long term.

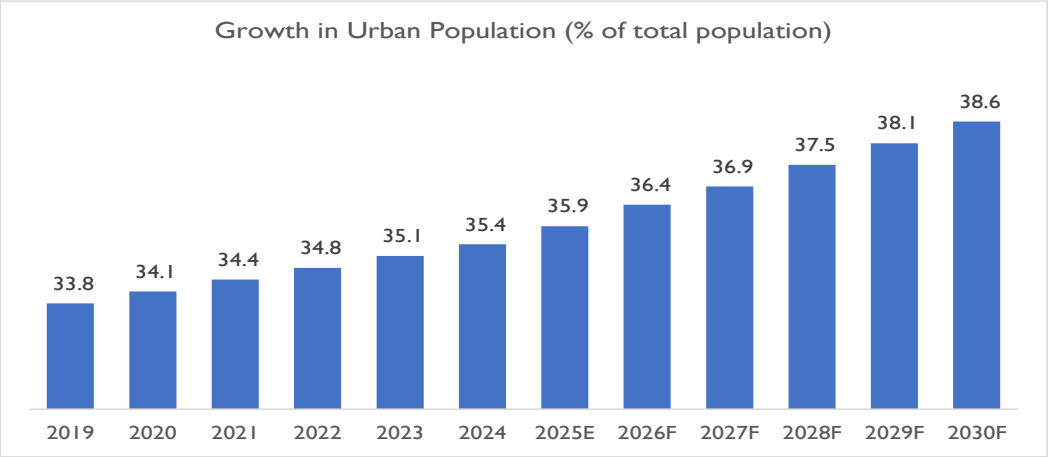


Source: IMF

From CY 2024 to CY 2031, India's per capita GDP is projected to grow at a compound annual growth rate of 7.9%. This growth will be driven by the service sector, which now accounts for over 50% of India's GDP, marking a significant shift from agriculture to services.

Increasing Urbanization

As per the Handbook of Urban Statistics 2022, India's urban population has been on a steady rise. Urban dwellers accounted for over 469 million in 2021 and are projected to rise to over 558 million by 2031 and further exceed 600 million by 2036.



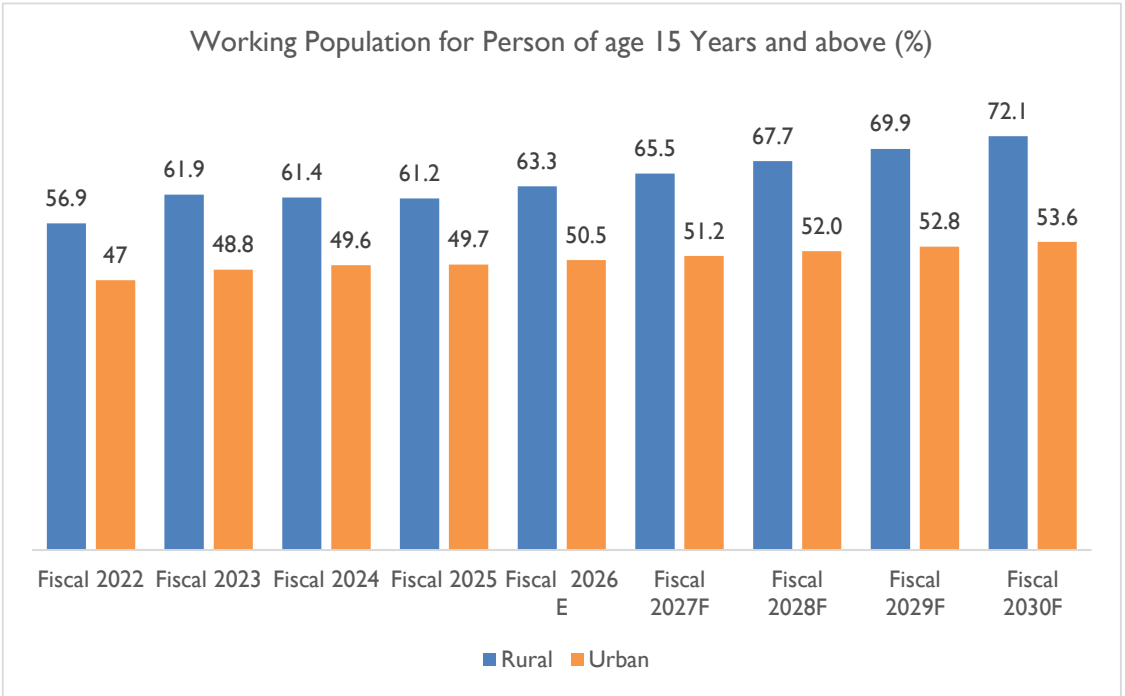
Source: World Bank,1F1F Dun & Bradstreet Research and Estimates

The share of urban population in total population has been rising steadily. In 2019, 33.81% of the total population was urban. By 2025, it had reached 35.9%, showing an increase over a span of five years of about 2.10%. The share of urban population is further forecasted to cross 38.6% by 2030. This increase in urban population is set to demand drastic changes in infrastructure development. Cities are a major driver for the construction industry. With cities expanding rapidly, there will be an increased need for improved housing, water supply, sewage systems, and electricity. Urban planning will need to account for higher population densities, necessitating the development of smart cities with integrated technology for efficient management of resources and services. The Smart Cities Mission targeted at 100 cities is aimed at improving the quality of life through modernised, technology-driven urban planning. This transformation will also require significant investment in public health, education, and recreational facilities to enhance the quality of urban living. The surge in urban population will also propel demand for improvement in multimodal transport infrastructure for freight and passenger travel requirements.

Rural vs. Urban Working Population by Age Group

As India continues to experience economic growth and development, the working population in both rural and urban areas is increasing. In the case of the urban population, this growth is reflected in the increase from a share of 47% in FY22 to 49.7% in FY25, whereas in rural areas, it grew from 56.9% in FY22 to 61.2% in FY25.

This growth is driven by a combination of factors, including demographic changes, economic policies, and the expansion of various industries. The rise in employment opportunities across sectors such as agriculture, manufacturing, services, and information technology has contributed to the overall increase in the working population, thereby fostering economic stability and enhancing the standard of living for many Indians.



Source: Periodic Labour Force Survey (PLFS) Annual Report, Dun & Bradstreet Research and Estimates

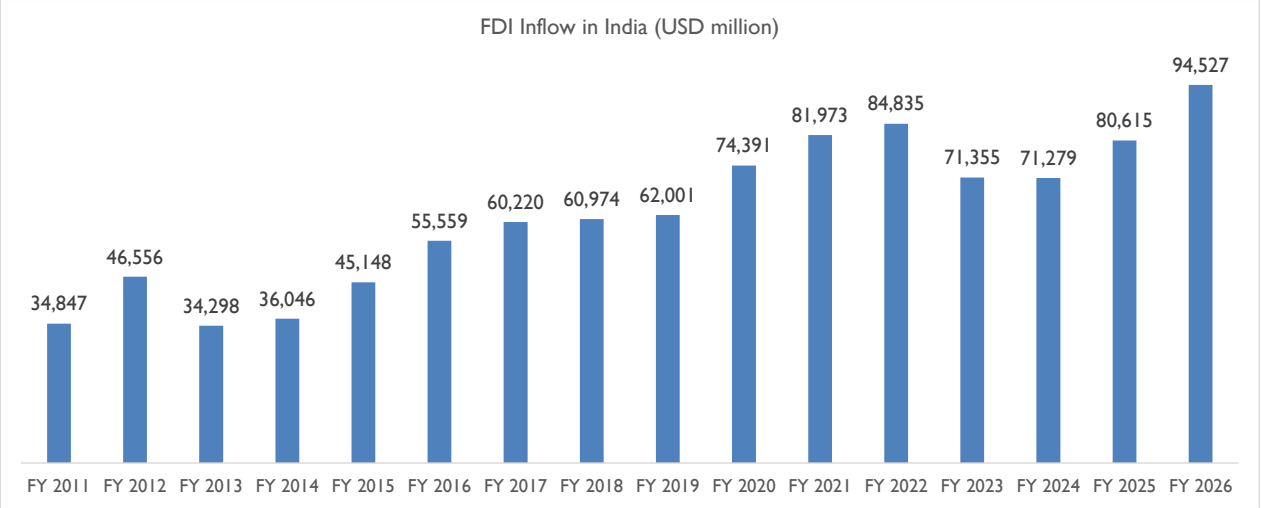
Note: 2025 refers to the period January 2025 – December 2025 and likewise for 2024, 2023 and 2022

In urban areas, the working population is growing rapidly due to the proliferation of jobs in sectors like IT, finance, retail, and healthcare. Additionally, the development of infrastructure, such as improved transportation networks and housing, has made urban centers more accessible and desirable for the working population. In rural areas, the working population remains substantial, primarily due to the dominance of the agricultural sector. Government initiatives aimed at rural development, such as improved access to education and skill development programs, have also played a crucial role in enhancing employment prospects in these regions.

The dominance of the rural working population over its urban counterpart can be attributed to the labour-intensive nature of the agricultural sector, which ensures a consistent demand for human labor despite advancements in mechanization, sustaining employment rates in rural areas.

Foreign Direct Investment Trend in India

FDI inflows in India observed a steady increase from FY 2013 to FY 2022 while it witnessed a decline of 15% in FY 2023 and a decline of 0.1% in FY 2024 due to several factors, including the ongoing conflict between Russia and Ukraine, changes in US monetary policy, and other global uncertainties. However, the country has received substantial FDI inflows from April 2000 to March 2026. This increasing FDI can be attributed to new investment facilitation measures like the National Single-Window System (NSWS), which streamlines the approval and clearance process for investors, entrepreneurs, and businesses, along with sectoral measures and PLI schemes, supporting growth prospects in tier-2 and tier-3 cities. Further, tax compliance for startups and foreign investors has been simplified and the Income Tax Act, 1961, was amended in 2024 to abolish angel tax and to reduce income tax rate chargeable on income of a foreign company.



Sources: Department for Promotion of Industry and Internal Trade

Overview of Integrated Hospitality & Event Solution Industry:

The Integrated Hospitality & Event Solution Industry refers to a converged service ecosystem that delivers end-to-end solutions for accommodation, food & beverage, events, experiences, and supporting services under a unified offering. Instead of providing hospitality or events in isolation, this industry integrates planning, execution, operations, and guest experience management. The industry caters to a huge and diverse client base including high net worth individuals, event planners, corporate and multinational companies and other professional bodies and associations. The industry further supports educational institutions and training organizations for convocations, academic conferences, and large-scale institutional gatherings.

The growth of the industry is driven by a combination of economic, demographic, structural, and demand-side factors. The convergence of hospitality, events, travel, and experiential services has further accelerated the expansion of integrated service models across the country. Rising travel demand, corporate expansion, wedding-led consumption, technology adoption, and a structural shift toward integrated service delivery are the key factors promoting this industry.

Banquet Solutions & Guest Accommodation

Banquet solutions form a central pillar of the hospitality industry, providing dedicated spaces and integrated services for hosting a wide spectrum of events, including weddings, corporate meetings, conferences, exhibitions, and social gatherings. Over time, these facilities have evolved from simple hall rentals into comprehensive, experience-driven offerings that combine infrastructure, technology, and personalized service.

- Modern banquet venues offer flexible, modular layouts for conferences, training sessions, weddings, and social events. They also integrate advanced AV systems, high-speed internet, and digital displays to support business events and hybrid meetings.

- Ambience and aesthetics are key to banquet offerings, with customizable décor, lighting, stage designs, and floral setups enhancing the event experience. This personalization is especially important for weddings and premium social events.
- Guest accommodation enhances banquet services by supporting destination events, multi-day functions, and corporate offsites through convenient stay packages. Hotels and venues combine lodging with services like dining, concierge, transport, wellness amenities, and varied room options to improve guest experience while increasing occupancy and event revenue.
- Operational efficiency is essential in banquet services, requiring smooth coordination between food and beverage, housekeeping, technical support, and event teams. Many operators use digital tools for booking, scheduling, and customer management to streamline operations and improve service delivery.
- Sustainability is gradually becoming an integral part of banquet and accommodation services. Venues are adopting practices such as energy-efficient lighting, waste reduction strategies, water conservation, and the use of eco-friendly materials in décor and operations. This shift is driven both by regulatory expectations and increasing awareness among clients who prefer environmentally responsible event solutions.

In summary, banquet solutions combined with guest accommodation represent a holistic service offering that goes beyond physical space provision. The focus is increasingly on delivering convenience, customization, and a seamless experience, supported by modern infrastructure and efficient service management. This integrated approach is essential for meeting the evolving expectations of both corporate and social event clients.

Fine Dine / Restaurant Services

Fine dining and restaurant services represent a key experiential segment within the hospitality industry, focused on serving food, while also offering complete sensory and service-oriented experience. This segment caters to a wide spectrum of consumers, i.e. casual diners seeking quality meals to premium customers looking for exclusivity, ambiance, and culinary craftsmanship.

- **Fine dining quality:** Focuses on premium ingredients, balanced flavours, attractive presentation, and innovative cuisine, often using seasonal and locally sourced ingredients.
- **Ambiance and design:** Upscale restaurants create immersive dining experiences through planned interiors, lighting, music, table settings, private dining spaces, and curated décor.
- **Service** excellence**:** Trained staff provide professional, personalized service with strong menu knowledge, pairing suggestions, and refined customer attention.
- **Technology adoption:** Digital reservations, contactless ordering, mobile payments, and CRM tools improve convenience, efficiency, and customer engagement.
- **Experiential and health-focused dining:** Restaurants offer live kitchens, chef's tables, tasting menus, and themed events, while adding vegan, organic, gluten-free, and low-calorie options.
- **Casual and mid-segment evolution:** These restaurants combine affordability, quick service, menu variety, comfortable ambiance, and consistent food quality to meet urban lifestyle needs.

Overall, fine dining and restaurant services are transitioning toward a more customer-centric and experience-driven model. Success in this segment depends on the ability to balance culinary excellence, service quality, ambiance, and innovation. As consumer expectations continue to evolve, restaurants that can deliver consistent quality while adapting to emerging trends are better positioned to sustain growth and competitiveness.

Catering Services

Catering services extend food and beverage offerings beyond restaurants by providing customized dining solutions for weddings, corporate events, social gatherings, conferences, and large-scale functions. Their key strength lies in flexibility, allowing services to be tailored to client needs, event size, and location.

- **Menu customization** - Catering services offer customized menus based on cultural preferences, dietary needs, event type, and themes. Growing demand for vegan, organic, gluten-free, and low-calorie options requires strong culinary and sourcing expertise.

- **On-premises and off-premises catering -** On-premises catering is handled within hotels, banquet halls, or event venues with existing kitchen facilities. Off-premises catering serves external locations and requires transport, temporary kitchen setups, and staff coordination.

- **Logistics and efficiency -** Timely food preparation, transportation, and service are essential for smooth event execution. Caterers must maintain food quality, temperature, hygiene, and safety standards, especially for large events.

- **Service delivery and presentation -** Food presentation through buffets, plated service, live stations, and themed displays enhances the guest experience. Professional staff, uniform service, and efficient guest handling improve the overall perception of quality.

- **Specialized catering segments -** Catering is expanding into corporate, institutional, and industrial food services. Corporate clients especially require consistency, punctuality, and structured long-term catering solutions.

- **Sustainability practices -** Caterers are adopting food waste reduction, biodegradable or reusable materials, and local ingredient sourcing. These practices reduce environmental impact and meet the expectations of eco-conscious clients.

- **Technology adoption -** Digital platforms support order management, menu selection, client communication, and real-time coordination. This improves operational efficiency, reduces errors, and enhances overall service quality.

In summary, catering services represent a dynamic and adaptable segment that combines culinary expertise with logistical precision and customer-centric service. The ability to deliver high-quality, customized food experiences across diverse settings is what defines success in this segment, making it an essential component of the overall hospitality and events ecosystem.

Event Management Solutions

Event management solutions involve the complete planning, coordination, and execution of events such as weddings, conferences, exhibitions, corporate functions, and social gatherings. They integrate venue, catering, décor, logistics, and entertainment to deliver a seamless event experience.

- **Event planning and conceptualization** - Event managers understand client objectives, audience, budget, and desired outcomes. They create detailed plans covering themes, schedules, budgets, and resource allocation.
- **Vendor coordination -** Event managers coordinate caterers, decorators, AV teams, entertainers, photographers, and transport providers. This ensures smooth collaboration, timely execution, and consistent service quality.
- **Logistics and execution -** On-ground execution includes setup, guest registration, seating, stage management, and real-time issue handling. Professional teams ensure events run smoothly while managing unexpected challenges.
- **Technology integration** - Digital invitations, registration platforms, event software, and mobile apps streamline planning and communication. Hybrid and virtual event tools also support remote participation through live streaming and interactive platforms.
- **Customization and personalization -** Clients expect events to reflect personal preferences, brand identity, or cultural themes. This includes themed décor, immersive experiences, personalized weddings, and brand-focused corporate events.
- **Risk management** - Event managers prepare backup plans for weather issues, technical failures, vendor delays, or attendance changes. Contingency planning helps reduce disruption and maintain event quality.
- **Sustainability practices -** Organizers are adopting digital invitations, reusable décor, waste reduction, and responsible material sourcing. These practices support eco-friendly events and meet growing client expectations.

In summary, event management solutions provide a structured and professional approach to organizing events, combining planning expertise, operational efficiency, and creative execution. By integrating multiple services into a seamless experience, this segment plays a vital role in enhancing the overall value and success of events within the banquets and hospitality industry.

On the whole, Banquets & Restaurants segment in India is evolving into a multi-dimensional service ecosystem where infrastructure, culinary expertise, logistics, and event coordination converge. Each component banquet solutions, restaurant services, catering, and event management plays a distinct yet interconnected role in delivering comprehensive hospitality experiences.

With increasing consumer expectations, urbanization, and demand for organized event solutions, the sector is shifting toward more integrated, technology-enabled, and experience-driven models. Operators that can effectively combine quality, customization, and operational efficiency are likely to gain a competitive advantage in this evolving landscape.

Major Stakeholders/ Customers:

End-Use Industry / Customer Segment	Description
Individuals	Individual and family clients represent a significant and growing segment of the Integrated Hospitality & Event Solutions market. Occasions such as Pre-Wedding, Wedding, Birthdays, Anniversaries, Baby Showers, Family Gathering and Private Parties are held, organized and catered to by the Hospitality and Event Solutions providers. Growing popularity of destination weddings coupled with personalized experiences, high-quality venues, professional service standards, and aesthetic presentation provided by these companies are contributing to the growth of the industry. Clients who avail these services are often time constrained themselves to organize and prefer a single window service allowing them to indulge in the celebration rather than struggle manage and execute

End-Use Industry / Customer Segment	Description
	the function. These clients hail from and majorly hold celebrations and other related events in Tier-I cities.
Event Planners	Event management or event planners are responsible for managing the complete event lifecycle, ensuring smooth execution from planning to completion. They understand client requirements and design suitable event concepts, themes, and budgets. They coordinate with vendors such as caterers, decorators, and venues to manage logistics and resources efficiently. They are increasingly transforming into integrated hospitality companies. They are present in major cities and Tier 1 and 11 cities and cater to clients with various budgets for occasions. Offering professional and technological advanced solutions tailored into events, they maintain client expectations and post event relationships to ensure further business.
Corporate & Multi-National Organizations	Technical events, Employee engagement events and other such formal and informal occasions are increasingly organized off campus by corporate and multi-national organizations across India. This is a promising trend beneficial and driving the integrated hospitality and event solutions industry in India.
Private associations	Private associations and organizations hold their annual and prominent events at lawns, banquet halls including food and entertainment. These organizations look for single point solutions for event management, catering and boarding guests.

Market Overview

Qualitative insight on integrated hospitality services

The hospitality industry has traditionally operated through a fragmented service structure, wherein accommodation, food and beverage, event management, logistics, production, and ancillary services are procured independently from multiple vendors. However, evolving client expectations, increasing scale and complexity of events, and the growing emphasis on experience-led delivery have accelerated the shift toward Integrated Hospitality Services. This integrated model consolidates diverse hospitality and event functions under a unified operational framework, offering distinct advantages over standalone service arrangements.

The standalone hospitality and event solution providers typically operate within a specialised and segmented service structure, focusing on a single component such as accommodation, catering, event planning, décor, or logistics. These companies are often regionally concentrated and cater primarily to small to mid-scale events or specific service needs. While they bring domain expertise and cost flexibility, their service delivery is inherently limited in scope, requiring clients to independently coordinate with multiple vendors to execute a complete event or hospitality requirement. Events such as weddings, corporate gatherings, and cultural functions are often large-scale and multi-faceted—this fragmented approach can lead to coordination challenges, operational inefficiencies, and variability in service quality.

In comparison, the integrated hospitality solution providers represent a more evolved and structured model that has gained significant traction in India over the past decade. These companies offer end-to-end service delivery, encompassing accommodation, food and beverage, event management, production, logistics, guest handling, and digital solutions under a unified framework. This integrated approach is particularly well-suited to the Indian market, where demand is increasingly driven by large-scale weddings, corporate MICE (Meetings, Incentives, Conferences, and Exhibitions) events, government programmes, and experiential engagements. By providing a single-point interface and centralized accountability, integrated providers significantly reduce complexity for clients and ensure a more seamless execution of events across multiple functions.

From an **operational perspective**, standalone companies typically function in independent silos, with limited coordination between various service providers involved in a project. This can result in duplication of efforts, misaligned timelines, and challenges in managing execution quality. Integrated hospitality companies, on the other hand, operate through centralized planning systems and standardized processes, enabling efficient coordination across all service components. This is particularly advantageous in India, where events often involve large guest volumes, multiple venues, and tight scheduling requirements, necessitating synchronized execution.

In terms of **customer experience**, standalone service models may lead to fragmented and inconsistent outcomes, as each vendor adheres to its own service standards and operational practices. Integrated hospitality providers deliver a cohesive and uniform guest experience, aligning all service elements with a common design, theme, and execution strategy. This capability is increasingly important in India's premium and corporate segments, where there is a growing emphasis on experience-led hospitality, brand consistency, and professional execution.

From a **scalability standpoint**, standalone companies often face limitations in expanding operations, as growth requires building new vendor networks, establishing relationships, and managing decentralized operations across locations. In contrast, integrated

providers are better positioned to scale due to their asset-light models, established vendor ecosystems, and process-driven frameworks. They can leverage partnerships, technology platforms, and centralized control mechanisms to expand across Tier-1, Tier-2, and Tier-3 cities, aligning with India's growing demand across diverse regions.

Risk management and accountability also significantly differentiate the two models. In standalone arrangements, responsibility is distributed across multiple vendors, which can complicate issue resolution and increase execution risk. Integrated providers offer clear accountability and centralized risk oversight, enabling faster decision-making and more effective mitigation of operational challenges. This is particularly critical for high-value events in India, such as destination weddings, exhibitions, and government-led programmes.

In **financial terms**, while standalone services may appear cost-effective on an individual basis, they often result in higher cumulative costs due to inefficiencies, coordination overheads, and lack of bundled pricing advantages. Integrated hospitality solution providers offer consolidated pricing structures and can achieve cost efficiencies through economies of scale and optimized resource utilization.

On the whole, while standalone hospitality solution providers continue to play an important role in delivering specialized services, integrated hospitality solution providers offer a more efficient, scalable, and client-centric model. With increasing event complexity, rising customer expectations, and the growing need for seamless execution, integrated solutions are becoming the preferred choice across corporate, institutional, and high-value individual segments. This shift reflects the broader evolution of India's hospitality and events industry toward professionalization, standardization, and experience-driven service delivery.

Demand Scenario

Analysis of key factors that are shaping the demand in the industry

- **Wedding Industry as the Primary Growth Driver**

The wedding industry remains the most significant driver of banquet demand in India, accounting for a substantial share of total event bookings. These events typically involve large gatherings and multi-day functions, requiring integrated services such as venue, catering, and décor. This makes banquets the preferred choice and establishes weddings as both a high-volume and high-value demand driver.

A key initiative in this direction is the "India Says I Do" campaign, which aims to position India as a premier global wedding destination. The campaign leverages multiple channels such as digital marketing, social media, influencer engagement, and both online and offline activations to increase visibility. This reflects a strategic shift toward experience-driven tourism promotion, where weddings are marketed not just as events but as immersive cultural experiences. Such campaigns directly contribute to increasing demand for destination weddings, thereby driving growth in hospitality services, banquet facilities, and related event infrastructure.

India hosts many weddings Its substantial scale provides employment opportunities for millions. After recovering from the pandemic-induced challenges, the industry recorded growth over the past three years, adopting a digital-driven and innovative approach. The emergence of wed-tech players notably contributed to this evolution.

- **Increasing MICE Events**

Demand from corporate and institutional clients is steadily rising due to the need for venues for conferences, training sessions, seminars, and official gatherings. This segment plays a crucial role in providing consistent, year-round demand, unlike weddings which are seasonal. Corporate events are usually planned in advance and occur regularly, ensuring stable occupancy and predictable revenue streams for banquet operators.

Unlike weddings, corporate events are recurring and less seasonal, ensuring stable occupancy for banquet operators. Regular demand for seminars, workshops, and institutional events (from educational institutions, government bodies, and PSUs) provides predictable revenue streams. This stability is critical for banquet businesses, as it balances the seasonal nature of social events.

India's MICE (Meetings, Incentives, Conferences, and Exhibitions) industry is emerging as a vital segment within the country's tourism and business ecosystem. With a strong and growing economy, increased global integration, and rising corporate activities, India is becoming a preferred destination for domestic and international business events. The country offers a unique blend of modern convention infrastructure, diverse cultural experiences, and cost-effective services, making it attractive for event organisers. The Ministry of Tourism (MoT), Government of India, is taking strategic strides to establish the country as a premier global destination for MICE (Meetings, Incentives, Conferences, and Exhibitions). As part of this vision, the Ministry has launched **'Meet in India'**, a specialised sub-brand under the **'Incredible India'** campaign—to promote India as an appealing MICE destination equipped with top-tier connectivity, modern infrastructure, a vibrant knowledge economy, and rich cultural and natural attractions. This initiative is aimed at addressing tourism seasonality and promoting India as a **365-day destination**.

A major milestone in this direction is the launch of **India's first digital MICE catalogue**, which features facilities across 60 cities nationwide. The Ministry, in collaboration with the **India Convention Promotion Bureau**, MICE planners, and destination management companies, is showcasing India's capabilities at international platforms, including the **Incredible India Pavilion** inaugurated in Barcelona and other global MICE expos.

The Ministry's efforts are backed by strong infrastructure development, including **world-class convention centers** like the India International Convention and Expo Centre (IICC) in Delhi, Hyderabad International Convention Centre, and Jaipur Exhibition & Convention Centre. Furthermore, the success of **India's G20 Presidency**, during which over **200 meetings were held across 56 cities**, served as a showcase of India's robust event infrastructure and logistical capacity. Improvements in domestic air and road connectivity, high-standard hotels, and enhanced accessibility to even remote destinations further strengthen India's appeal. With continued government support and public-private collaboration, India is rapidly positioning itself as a globally competitive, year-round hub for MICE activities. Additionally, India's geographical diversity, cultural richness, and sectoral strengths across industries such as information technology, pharmaceuticals, renewable energy, and financial services make it well-suited to host a broad range of MICE activities. The country is increasingly focusing on building destination credibility through global-scale venues, targeted policy support, and regional engagement strategies.

Major cities such as Delhi NCR, Mumbai, Bengaluru, Hyderabad, and Goa have established themselves as key MICE hubs, supported by world-class convention centres, strong hospitality infrastructure, and robust domestic and international connectivity. The development of large-scale venues such as Bharat Mandapam and the India International Convention and Expo Centre (Yashobhoomi) in New Delhi, along with facilities such as Jio World Centre and HICC, reflects India's growing focus on strengthening its position as a global MICE destination. In addition, emerging cities, including Jaipur, Kochi, Ahmedabad, Varanasi, Udaipur, and Bhubaneswar, are gradually gaining prominence through infrastructure expansion, tourism promotion initiatives, and improved connectivity. India's cultural diversity, heritage appeal, and expanding digital ecosystem further support the growing demand for experiential, destination-led, and hybrid MICE events.

Post-COVID, the Indian MICE sector is witnessing a robust recovery, driven by pent-up demand, hybrid event formats, and the return of international travel. The sector also supports various allied industries such as hospitality, transport, food services, and event management, creating significant employment and business opportunities. With rising interest in sustainable and experience-based tourism, India is well-positioned to grow its share in the global MICE market, provided it continues to invest in infrastructure, ease of doing business, and international promotion.

- **Rising Disposable Income & Premiumization**

Rising disposable incomes in India have significantly strengthened discretionary spending on lifestyle services, including weddings, banquets, and dining experiences. According to the Ministry of Statistics and Programme Implementation (MOSPI), per capita net national income has shown consistent growth in recent years, reflecting improved purchasing power across both urban and semi-urban households. This increase in income has enabled consumers to allocate a larger share of their budgets toward celebrations, social gatherings, and premium hospitality services. In parallel, the Reserve Bank of India highlights a structural shift in consumption patterns, with households increasingly spending on non-essential and experience-driven categories such as hospitality, travel, and events. This shift is closely aligned with the rising demand for premium banquet services, luxury venues, curated catering, and

professionally managed events. As aspirations grow, consumers are prioritizing quality, exclusivity, and personalization, leading to higher per-event spending.
Increasing household incomes and aspirational spending are significantly boosting demand for premium banquet services. A large share of consumers now spends heavily on weddings and events, reflecting a clear shift toward luxury and experience-driven celebrations. This trend has led to higher demand for upscale venues, themed décor, curated menus, and professional event management, increasing both volume and per-event revenue for banquet providers.

- **Growth of Destination & Experiential Events**

The India destination wedding market has evolved rapidly over the past few years as couples increasingly seek unique and personalized wedding experiences in scenic locations. According to an industry analysis, the market is expanding significantly due to rising disposable incomes, strong social media influence, and the growing popularity of experiential wedding celebrations. Modern couples are increasingly prioritizing unique and immersive wedding experiences. Destination weddings allow families and guests to celebrate in scenic locations while enjoying travel, hospitality, and cultural experiences.

The growth of destination weddings and experiential events in India is strongly supported by government-led tourism promotion initiatives. The Ministry of Tourism has actively positioned India as a global wedding destination through campaigns such as "India Says I Do", which promotes heritage sites, luxury hotels, and culturally rich locations for weddings. This reflects a strategic push to integrate tourism with high-value event segments like destination weddings.

Government policy frameworks also emphasize the development of tourism infrastructure, including hotels, convention centres, and integrated event spaces. Under schemes like Swadesh Darshan and PRASHAD, investments have been directed toward improving connectivity and amenities at key destinations. This has enhanced the feasibility of hosting large-scale weddings and events in scenic and non-metro locations, thereby expanding the banquet market beyond traditional urban centres.

- **Rising Demand for Specialized Event Management Solutions**

The increasing complexity and scale of events across corporate and social segments have led to a strong demand for professional event management services. Government-backed industry insights from the India Brand Equity Foundation highlight the rapid expansion of India's services sector, particularly in organized event planning, exhibitions, and brand activations. This reflects a shift from unorganized, fragmented services to structured, professional solutions.

Corporate clients, in particular, require end-to-end execution capabilities, including logistics, technology integration, branding, and compliance with safety and operational standards. This has driven banquet operators to collaborate with specialized event management firms, offering integrated packages rather than standalone venue rentals. As a result, the value per event has increased significantly due to bundled services such as décor, audiovisual setups, catering, and guest management.

- **Changing Demand Patterns in Corporate Catering & Outsourced Services**

Corporate catering demand is evolving with the increasing shift toward outsourced cafeteria management, employee meal programs, and workplace events. Organizations are relying more on professional service providers to ensure quality, hygiene, and operational efficiency. Rising corporate outsourcing of food services, expanding institutional end-user bases across education and healthcare, growing demand for diverse and nutritious meal options, and strengthening sustainability mandates are collectively driving contract catering market growth. Corporate catering in India is undergoing a structural transformation, driven by increasing outsourcing of non-core activities. According to insights from the Ministry of Labour and Employment and government-linked industry reports, organizations are increasingly outsourcing services such as food provision, facility management, and employee welfare programs to specialized vendors to improve efficiency and compliance.

The expansion of formal workplaces, IT parks, SEZs, and large institutional campuses has further accelerated demand for contract catering and managed food services. These setups require consistent, large-scale meal provisioning with strict adherence to hygiene and safety standards, which professional catering providers are better equipped to deliver. This has created sustained demand for banquet and catering operators capable of handling bulk and recurring orders.

Regulatory Landscape

Regulatory Bodies Governing the Integrated Hospitality & Event Solution Industry in India

Regulatory body	Role in governing the industry
Ministry of Tourism	Frames tourism policy, hotel classification guidelines, destination-development schemes, MICE promotion, tourism skills, and infrastructure support.
Hotel and Restaurant Approval and Classification Committee	Conducts hotel classification under the Ministry of Tourism through the NIDHI framework.

Regulatory body	Role in governing the industry
FSSAI	Regulates food safety licensing, registration, inspections, returns, recalls, and food-business compliance for restaurants, hotels, caterers, and event food service providers.
GST Council and CBIC	Govern GST rates, classification, input-tax-credit treatment, invoicing, and compliance for accommodation, restaurants, catering, banquets, and event services.
State Tourism Departments and UT Administrations	Implement tourism infrastructure projects, destination management, local tourism approvals, and state-level tourism promotion.
Municipal Corporations and Urban Local Bodies	Issue trade licenses, building permissions, occupancy approvals, sanitation permissions, signage approvals, and local event permissions.
State Fire Services and Fire Departments	Issue fire safety NOCs, inspect venues, enforce fire prevention and life-safety requirements for hotels, halls, auditoriums, malls, and event venues.
State Police and Traffic Police	Grant public-event permissions, crowd-control approvals, loudspeaker permissions, traffic plans, and law-and-order NOCs.
State Pollution Control Boards and Pollution Control Committees	Enforce noise, generator, waste, emissions, and environmental compliance for venues, events, and temporary installations.
State Excise Departments	License sale and service of alcoholic beverages in hotels, restaurants, bars, banquets, and events, subject to state-specific rules.
Ministry of Electronics and Information Technology	Administers digital personal data protection rules affecting guest data, ticketing, booking, loyalty, Wi-Fi, and event-registration systems.
Data Protection Board of India	Adjudicatory institution under the DPDP framework for complaints and compliance enforcement once operationalized.
DGFT and Department of Commerce	Govern import-export licensing, IEC, EPCG, duty remission, trade facilitation, and imported capital equipment used by hospitality and event operators.
Copyright Office	Oversees copyright registration, copyright-society registration, and copyright administration relevant to music and public performance.
IPRS	Licensed copyright society for authors, composers, and publishers, relevant to musical and literary works used in hospitality and events.
RMPL	Registered copyright society for sound recordings, relevant to background music and event-based public performance licensing.
State Labour Departments	Administer Shops and Establishments laws, working hours, leave, wage registers, and employment conditions for hotels, restaurants, venues, and event offices.

Regulatory Oversight and Industry Structure

India's integrated hospitality and event solution industry is governed through a multi-layered federal architecture rather than a single sector regulator. The Ministry of Tourism sets destination-development policy, hotel classification norms, tourism infrastructure schemes, MICE promotion, skills programs, and market-development interventions, while state tourism departments, municipal bodies, police authorities, excise departments, fire services, and pollution control bodies control local approvals for hotels, restaurants, banquets, exhibitions, concerts, festivals, and public gatherings. This architecture means that market entry is not limited to incorporation and tax registration; operators must sequence trade licenses, food licenses, fire NOCs, police permissions, music licenses, labor registrations, environmental compliance, and venue-specific municipal permissions before commercial launch or event execution.

The regulatory perimeter is especially complex because integrated hospitality and event solution providers combine accommodation, food and beverage, venue rental, event production, crowd management, ticketing, music, alcohol service, personal data processing, and temporary structures. FSSAI regulates food preparation and catering; GST authorities regulate tax classification; MeitY regulates digital personal data; the Copyright Office and registered copyright societies regulate music use; DGFT and the Department of Commerce regulate cross-border trade facilitation; and state and municipal authorities govern public order, fire safety, sanitation, excise, shops and establishments, and local trade licenses. Consequently, regulatory capability is now a core operating capability, and investors must treat approval timelines, renewal discipline, and inter-state compliance variation as material execution risks.

Ministry of Tourism Hotel and Resort Classification Guidelines

The Ministry of Tourism administers the voluntary hotel and resort classification framework through the Hotel and Restaurant Approval and Classification Committee, or HRACC, and applications are processed through the NIDHI+ portal. The framework classifies hotels from One Star to Five Star Deluxe, including with-alcohol and without-alcohol variants, and the classification committee includes representatives from the Ministry, industry associations, hotel management institutes, and State Governments or UT Administrations. Although voluntary, classification materially affects brand positioning, lender comfort, corporate procurement, travel-agent contracting, and premium MICE demand.

The policy implication is that classification functions as a market-signalling and standards-upgrading mechanism rather than a hard entry barrier, which benefits organized operators but leaves quality variation in unclassified independent venues.

Food Safety and Standards Act, 2006 and FSSAI Licensing Regime

The Food Safety and Standards Authority of India (FSSAI), under the Food Safety and Standards Act, 2006 and the Food Safety and Standards Rules and Regulations, regulates food safety across restaurants, hotels, cloud kitchens, caterers, banquet kitchens, event caterers, institutional kitchens, and food importers. FSSAI's Food safety Compliance System (FoSCoS) portal supports licensing, registration, renewal, modification, annual returns, recall processes, and Food Business Operators (FBO) search, while the annual return portal for FY2025–26 opened on April 16, 2026. For hospitality and event operators, the regime affects kitchen design, hygiene processes, supplier documentation, food labelling where packaged items are sold, inspection readiness, recall traceability, and the ability to partner with delivery platforms or institutional clients.

The compliance implication is that food safety has shifted from a one-time license requirement to a continuous digital compliance system, raising process costs but improving consumer trust and institutional buyer confidence.

GST Framework for Hotels, Restaurants, Catering, Banquets, and Event Services

The Central Board of Indirect Taxes and Customs and GST Council govern indirect taxation for accommodation, restaurant services, outdoor catering, banquet services, and event-management services. Notification No. 05/2025-Central Tax (Rate), issued on January 16, 2025, amended the "specified premises" definition for hotel accommodation from April 1, 2025, linking it to whether the value of supply of any unit of hotel accommodation exceeded ₹7,500 per unit per day in the preceding financial year or whether the taxpayer opted into specified-premises status.

Notification No. 15/2025-Central Tax (Rate), issued on September 17, 2025 and effective September 22, 2025, further amended service-rate entries, including restaurant-service entries where the central tax entry was changed to 2.50 percent, implying 5 percent GST with the corresponding state tax where input tax credit is not taken. The framework directly affects package pricing, bundled F&B contracts, banquet invoicing, ITC recovery, and margin design for hotels that combine room sales, catering, venue hire, and event production.

The implication is that tax classification and billing architecture are now strategic levers for profitability, and new entrants should design ERP, contract templates, and package pricing around GST treatment from inception.

Tourism Infrastructure Schemes: Swadesh Darshan 2.0, CBDD, PRASHAD, and SASCI

The Ministry of Tourism uses infrastructure schemes to shape demand-side conditions for hospitality and event operators by improving destinations, pilgrimage circuits, convention assets, interpretation centers, sanitation, parking, and visitor services. In FY2025–26, the Ministry of Tourism received a total budget allocation of ₹2,541.06 crore, including ₹1,900.00 crore for Swadesh Darshan, ₹240.00 crore for Pilgrimage Rejuvenation And Spiritual Heritage Augmentation Drive (PRASHAD), ₹90.00 crore for Assistance to Central Agencies for Tourism Infrastructure Development, and ₹25.00 crore for Capacity Building for Service Providers.

Swadesh Darshan 2.0 is implemented through State Governments and UT Administrations and targets sustainable and responsible destination development. By December 2025, 53 projects worth ₹2,208.27 crore had been sanctioned under SD2.0, while 36 CBDD projects worth ₹648.11 crore had been sanctioned; separately, 40 tourism projects across 23 states received ₹3,295.80 crore in 50-year interest-free loan support under the Special Assistance to States for Capital Investment.

The implication is that public capital expenditure is improving destination readiness, but industry investors should underwrite projects location-by-location because scheme execution, state land provisioning, and asset operations remain decentralized.

Event Permissions, Police NOCs, Public Order, and Single-Window Reform Direction

Event management in India remains permission-heavy because public events often require local police NOCs, traffic clearances, municipal permissions, venue approvals, fire safety certificates, excise permits for alcohol, sound permissions, temporary-structure approvals, and insurance. In October 2025, the live events policy direction moved toward a single-window digital portal under the Ministry of Information and Broadcasting ecosystem, with reports indicating proposed end-to-end facilitation for venue availability, pre-approved licenses, applicable tariffs, and clearances within 15 days.

The implication is that single-window reform could materially reduce transaction costs for organized event producers, but until implementation is legally embedded across states, operators must continue budgeting for fragmented local approvals and contingency timelines.

Fire Safety, Building Codes, and Venue Occupancy Compliance

Fire safety for hotels, convention centres, banquet halls, auditoriums, malls, restaurants, and public assembly venues is governed mainly by state fire services, municipal by-laws, and the National Building Code of India, Part IV on Fire and Life Safety. The Directorate General Fire Services notes that the National Building Code is published by BIS and that states were advised to incorporate NBC 2016 Part IV into local building by-laws, making it operationally important for building approvals, occupancy certificates, trade licenses, and renewals.

The implication is that fire compliance is both a statutory and business-continuity requirement, and investors should evaluate existing properties for retrofit liabilities before acquisition or long-term lease commitments.

Noise Pollution, Environmental Permissions, and Public Event Controls

Noise compliance for hospitality and event venues is governed by the Noise Pollution (Regulation and Control) Rules, local police orders, pollution control committees, and court-backed restrictions on night-time amplification. In an enforcement order in a Tier 1 city such as Delhi in 2025, prior written permission was required for loudspeakers and public address systems, night-hour use was restricted except in closed premises or emergencies, and reported fines included ₹10,000 for improper loudspeaker use, ₹50,000 for noise-producing construction equipment, and up to ₹1,00,000 for high-capacity diesel generator violations.

The implication is that sound, generator, fireworks, construction, and crowd-control planning must be embedded in event design, and premium venues can differentiate through certified acoustic, electrical, and environmental management systems.

Copyright, Music Licensing, and Public Performance Rights

Music use in hotels, restaurants, lounges, weddings, concerts, festivals, corporate events, and exhibitions is governed by the Copyright Act, 1957, the Copyright Rules, 2013, and licensing through copyright owners or authorized societies. The Copyright Office identifies copyright-society registration as an online service, The Indian Performing Right Society Ltd (IPRS) states it is a Government-authorized copyright society for authors, composers, and publishers, and Recorded Music Performance Ltd (RMPL) describes itself as the registered copyright society for sound recordings, including separate licensing for background music and events.

The implication is that event operators need work-type-specific music licensing protocols because background music, DJ use, live performance, stage events, and recorded sound rights may require separate permissions.

Digital Personal Data Protection Rules, 2025

The Digital Personal Data Protection Rules, 2025, notified by MeitY in November 2025, operationalize the Digital Personal Data Protection Act, 2023 in phases and apply to hospitality and event operators that collect digital personal data through bookings, loyalty programs, ticketing, access control, CCTV-linked systems, Wi-Fi login, guest apps, CRM platforms, and event registration systems. PIB states that the consultation process received 6,915 inputs and that the rules create a citizen-centric framework for lawful processing, consent, individual rights, and the Data Protection Board.

The implication is that data governance is becoming a compliance cost centre and trust differentiator, especially for integrated operators using dynamic pricing, targeted marketing, facial-access systems, and cross-platform customer analytics.

Foreign Trade Policy and Cross-Border Interface

The Foreign Trade Policy 2023, administered by Directorate General of Foreign Trade (DGFT) under the Ministry of Commerce and Industry, governs imports and exports, Importer Exporter Code processes, export facilitation, Export Promotion Capital Goods (EPCG) scheme, Advance Authorization, certificate of origin systems, and the shift from export incentives toward remission-based mechanisms. DGFT's 2025 policy framework includes chapters on trade facilitation, general import-export provisions, duty exemption and remission schemes, EPCG, and cross-border trade in the digital economy; the January 2025 FTP amendment also introduced stakeholder-consultation provisions for policy changes affecting importation, exportation, and transit of goods.

For hospitality and events, the trade interface is indirect but relevant through imports of kitchen equipment, AV systems, lighting rigs, staging equipment, alcoholic beverages where permitted, décor, furniture, and specialized event technology

The implication is that trade policy affects supply-chain economics more than final service exports, and operators should manage landed-cost volatility, customs documentation, and EPCG eligibility when importing capital equipment.

The evidence indicates that regulation in India's integrated hospitality and event solution industry is becoming more digital, standards-led, and infrastructure-supportive, but remains fragmented across central, state, and municipal authorities. This implies that policy effectiveness and investment attractiveness will improve where single-window systems, predictable GST treatment, destination infrastructure, and harmonized safety approvals reduce compliance friction, while sectoral competitiveness will remain constrained where local approval uncertainty and inconsistent enforcement persist.

Insight on policies (if any) that has been implemented with the aim of developing the industry further in the country

- **Ease of Starting a Venture:** New entrants or aspiring entrepreneurs in the sector find it relatively easier to establish and begin operations as the reforms and policies have brought about digitisation, tax reforms, and regulatory simplification. Government initiatives such as the National Single Window System (NSWS), GST implementation, and policy emphasis on "Minimum Government, Maximum Governance" have improved the overall business environment.100% FDI investments in the hospitality Industry is a promising move to attract investments and global brands. Various state governments through the tourism boards are providing incentives to set up Restaurants and event spaces.

- **Scaling up Business:** The integrated hospitality and events management industry in India offers relatively high scalability potential, supported by strong demand fundamentals, asset-light operating models, and increasing acceptance of consolidated service offerings. Many integrated players scale through Management contracts, Strategic vendor partnerships, Franchise or brand-led expansion, Temporary or project-based infrastructure deployment etc. This allows companies to expand across cities

and regions by leveraging third-party venues, hotels, and service providers while retaining central control over planning, branding, and execution. Adoption of the Model Executive Order for Streamlining Licensing and Permissions for Live Events (2026) and Establishment of the Live Events Development Cell (LEDC) under the Ministry of Information & Broadcasting to coordinate multi-ministry and state-level implementation are reforms which significantly reduce approval timelines, improve regulatory predictability. These measures enable event solution providers to plan and execute multi-city tours and large-scale events with greater consistency, thereby improving scalability.

Industry Structure

Insight into the fragmented & unorganized nature of the industry, and regional centric focus of players

The Integrated Hospitality & Event Solution Industry in India is highly fragmented, partially organized and consists of a mix of many individual players and a small concentrated major integrated player. These major players primarily function in Tier 1 cities with multiple offices across India and are fairly organized. The rest of the players are greatly fragmented and organized to some extent.

Organized Segment

The organized segment comprises companies that provide end-to-end event management solutions across a wide range of events, including weddings, corporate events, conferences, exhibitions, government functions, and social gatherings. Companies in this category are typically established players with several years of experience in managing events of varying scale and complexity, covering both formal and informal formats. They operate across the country, with a strong presence in Tier 1 cities, serving clients such as High-Net-Worth Individuals, large multinational corporations, private organizations, associations, and government departments.

Companies such as Wizcraft International Entertainment, Percept Limited, and DNA Entertainment Networks, Showtime Events etc function in a highly professional manner and comply with applicable rules and regulations related to safety, taxation, licensing, and other statutory requirements. They also incorporate advanced technologies and modern event management tools as part of their service offerings. The organized segment generally works through clearly defined service level agreements and structured contracts. These companies often maintain long-term relationships with vendors, suppliers, venues, production teams, and technology partners to ensure consistency, quality, and timely delivery of services. Overall, this segment is characterized by professionalism, regulatory compliance, advanced service capabilities, strong vendor networks, and the ability to execute large-scale events efficiently.

Semi Organized Segment

The semi-organized segment represents one of the largest segments in the integrated hospitality and event solutions market in terms of the number of service providers. These players are generally small to mid-sized registered businesses that have been operating for a few years and are mainly concentrated in metropolitan cities and growing urban markets. They are typically managed by individual entrepreneurs, family-run teams, or small partnerships, and are strongly supported by local vendor networks.

Semi-organized players primarily cater to small and medium-scale events for individuals, local businesses, private organizations, associations, and small corporates. Their service offerings are often limited to bundled solutions involving one or two key services, such as catering and event management, accommodation and catering, venue booking and decoration, or hospitality and logistics support. They are valued for their competitive pricing, flexibility, personalized service, and ability to execute events within defined budgets.

While these players may not have the extensive infrastructure, standardized processes, or national presence of organized companies, they play a significant role in meeting localized demand. Their operations are largely relationship-driven, supported by informal or short-term vendor arrangements. With increasing client expectations and competition, many semi-organized players are gradually adopting better compliance practices, digital tools, professional branding, and improved service standards.

Unorganized Segment

The unorganized segment of the integrated hospitality and event solutions industry in India consists of a large number of small, informal, and locally operating service providers. These players are typically individual freelancers, small vendor groups, local caterers, decorators, tent-house operators, venue coordinators, travel agents, photographers, and other independent service providers who offer event-related services on a standalone or need-based basis. They are usually concentrated in local markets, smaller towns, semi-urban areas, and city-specific neighbourhoods, catering mainly to individual customers, families, small businesses, community groups, and local associations. Unlike organized and semi-organized players, these businesses may not always be formally registered or operate with structured processes, standardized pricing, service-level agreements, or long-term vendor contracts.

The unorganized segment primarily serves small-scale events such as family functions, birthday parties, religious gatherings, local weddings, community events, small corporate meetings, and social celebrations. Their key strengths include low pricing, strong local relationships, flexible service delivery, and the ability to arrange services quickly through informal vendor networks. However, this segment often faces limitations in terms of service consistency, quality control, compliance with safety and tax regulations, use of technology, professional documentation, and scalability. Despite these challenges, the unorganized segment continues to play an

important role in India's integrated hospitality and event solutions industry, especially in price-sensitive markets where clients prefer affordable, customized, and locally accessible service providers.

Key factors helping players differentiate in this fragmented industry

Companies in India's integrated hospitality and event solutions industry differentiate themselves mainly through **service breadth, execution quality, and experience delivery**.

- **End-to-end integration** - Providers offering complete solutions—venue, catering, décor, logistics, and technology—reduce client complexity. Integrated services ensure seamless coordination and improved execution efficiency.
- **Execution reliability and professionalism** - Well-organized firms deliver consistent, high-quality, and on-time events. Reliability helps build client trust and long-term relationships.
- **Customization and experience design** - Companies create unique, personalized, and memorable events tailored to client needs. Strong vendor networks support better pricing, quality, and faster execution.
- **Technology adoption** - Use of digital platforms, analytics, and event tools improves efficiency and client experience. Technology also enables better planning, engagement, and measurable outcomes.
- **Location advantage** - Proximity to airports, business hubs, and transport centres improves accessibility and convenience. Strategically located venues attract higher demand and premium pricing.
- **Capacity and infrastructure** - Ability to host events of varying sizes with flexible layouts and facilities is a key advantage. Supporting infrastructure like parking, breakout spaces, and accommodation enhances appeal.
- **Food and beverage quality** - Taste, hygiene, presentation, and menu customization are critical decision factors. High-quality F&B drives customer satisfaction, repeat business, and brand loyalty.
- **Professional service capabilities** - Skilled staff, strong coordination, and efficient execution ensure smooth event delivery. High professionalism allows providers to command premium pricing.
- **Technology enablement** - Tools like online registration, contactless check-ins, hybrid event platforms, and analytics improve operations. Tech-enabled solutions attract corporate clients seeking modern and scalable event experiences.

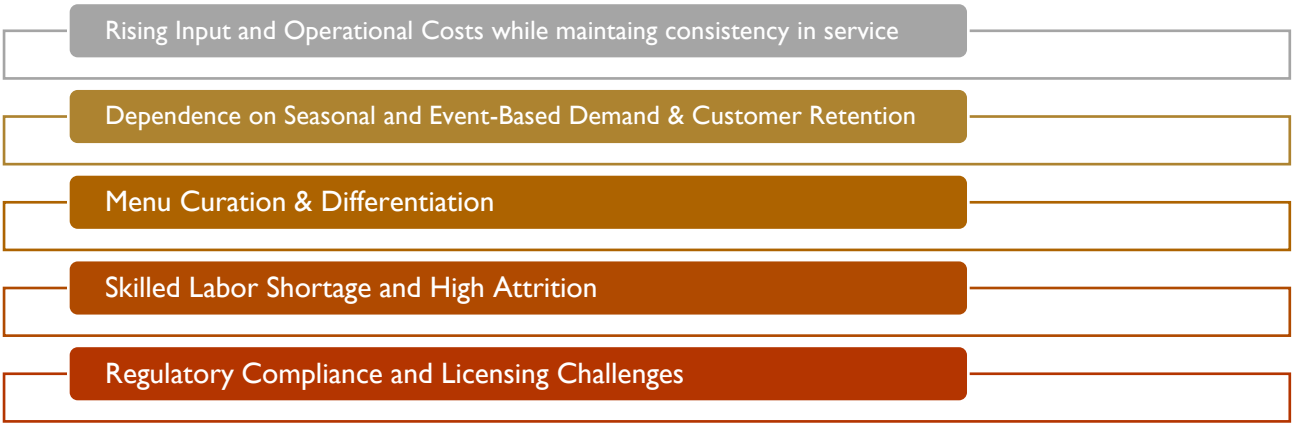
Overall, differentiation in this industry is achieved through a combination of convenience, scalability, experience quality, execution reliability, and innovation. The most successful players are those who can deliver consistently across several of these dimensions rather than relying on a single strength.

Rise of integrated solution providers offering premium end-to-end solution enabling a single point of contact to customers

In the Indian context, the rise of integrated hospitality and event solution companies is closely tied to rapid urbanization, rising disposable incomes, and the increasing scale and sophistication of both social and corporate events. Traditionally, events in India—especially weddings, festivals, and celebrations—relied on multiple local vendors such as caterers, decorators, photographers, and venue operators, often coordinated by families or informal planners. However, as Indian consumers, particularly in metropolitan cities like Bengaluru, Mumbai, and Delhi, lead busier lifestyles, there is a clear shift toward convenience-driven decision-making. Clients now prefer a single, professional service provider that can manage everything from venue selection and catering to décor, logistics, entertainment, and guest management. This change is also influenced by the growing aspiration for grand, theme-based, and destination events, particularly in the booming Indian wedding industry, where expectations for unique and personalized experiences have surged. As a result, integrated companies offering "one-stop solutions" have emerged as highly attractive, reducing stress, improving coordination, and ensuring consistent quality.

At the same time, the expansion of India's corporate sector and the increasing importance of branding and experiential marketing have significantly contributed to this trend. Businesses are investing more in corporate events, conferences, product launches, and employee engagement programs, all of which require professional execution and cohesive planning. Integrated hospitality and event firms are able to meet these needs by combining services such as event strategy, hospitality management, digital engagement, and hybrid event capabilities under one umbrella, often leveraging advanced technologies like event management platforms and customer relationship tools. Additionally, the post-pandemic environment has accelerated demand for flexible and tech-enabled event solutions, including virtual and hybrid formats, which integrated providers are better equipped to deliver. Economic advantages such as bundled pricing, economies of scale, and improved vendor accountability further strengthen their appeal. Consequently, in India, these companies are not just service providers but have evolved into full-scale experience creators, aligning with the country's broader shift toward organized, professionalized, and experience-driven service industries.

Threats and Challenges for the Hospitality Industry



Rising Input and Operational Costs while maintaining consistency in service

The Indian hospitality industry faces rising food and operational costs, impacting profitability. Food inflation in key items like vegetables, dairy, and oils makes pricing and margin stability difficult. Banquet operations are especially affected, as cost increases significantly impact large-scale serving margins. Additional expenses such as utilities, labor, maintenance, and rent further increase financial pressure. Maintaining consistent service quality is challenging due to staffing issues, high attrition, and operational complexity. With highly price-sensitive customers, businesses must focus on cost control and operational efficiency to sustain profitability.

Dependence on Seasonal and Event-Based Demand & Customer Retention

Banquet operations in India are highly seasonal, with peak revenues during weddings, festivals, and auspicious dates, while off-season periods see low occupancy. Despite, fluctuations in revenue, fixed costs like rent, salaries, and maintenance continue year-round, affecting profitability and cash flow.

Restaurants also face demand variability driven by weekends, holidays, weather, and economic conditions, increasing business uncertainty. This unpredictability makes diversification and alternative revenue strategies essential for long-term stability. Customer retention is challenging due to high competition, price sensitivity, and the strong influence of online reviews and digital platforms. Maintaining customer loyalty through consistent service quality, referrals, and engagement programs is critical for sustaining revenue across both peak and off-peak periods.

Menu Innovation and Culinary Differentiation

Menu innovation is a major challenge for restaurants and catering services in a competitive market, as customers expect variety, creativity, and unique dining experiences. Introducing new dishes requires ingredient sourcing, staff training, and consistent preparation, which can increase costs and operational complexity. Frequent menu changes may also disrupt kitchen workflows and lead to wastage if demand is uncertain. In banquet catering, customized menus add further complexity due to large-scale preparation and diverse customer preferences. Therefore, businesses must balance creativity, feasibility, cost efficiency, and profitability while keeping menus fresh and appealing.

Skilled Labor Shortage and High Attrition

The hospitality industry in India faces a shortage of skilled and trained manpower, affecting service quality and operational efficiency. Key roles such as chefs, kitchen staff, service personnel, and event coordinators require specialized skills, but talent availability remains limited, especially in smaller cities. High attrition due to long working hours, demanding roles, and relatively lower wages increases recruitment and training costs. Frequent staff turnover can lead to inconsistent customer service, negatively impacting brand reputation. To overcome this challenge, businesses must invest in training, employee engagement, and retention strategies, which may further increase operational costs.

Regulatory Compliance and Licensing Challenges

The hospitality sector in India operates under a complex regulatory framework requiring multiple licenses, including food safety, fire safety, health permits, liquor licenses, and municipal approvals. Banquet halls may also need permissions for large gatherings, noise levels, and parking arrangements. Obtaining and renewing these approvals can be time-consuming, costly, and inconsistent across states and cities. Non-compliance may lead to penalties, fines, or temporary closure, creating significant business risks. Regulatory restrictions on operating hours, alcohol service, noise, and event capacity can also limit revenue potential and operational flexibility.

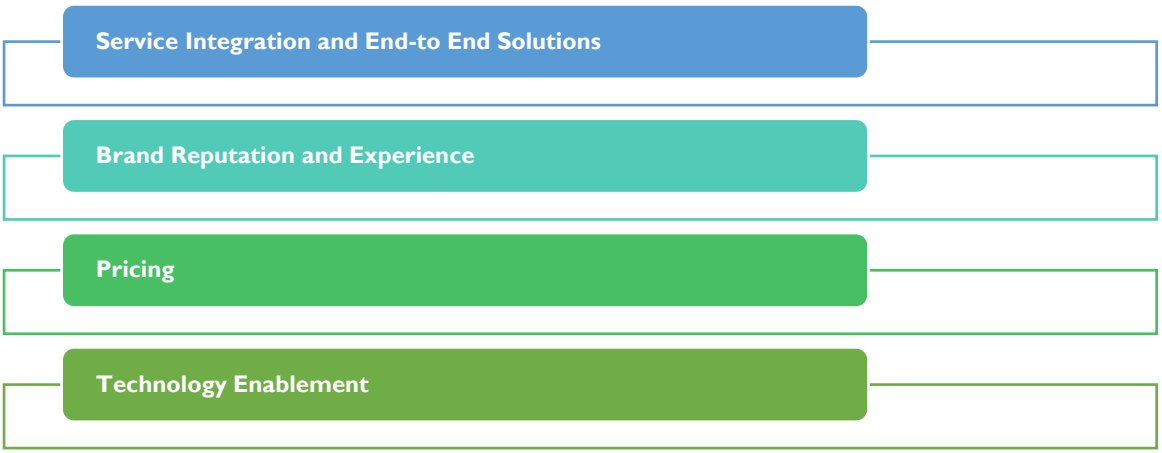
Competitive Landscape

The Integrated Hospitality & Event Solution Industry in India in terms of competition is quite **dynamic, fragmented, and increasingly evolving toward consolidation and professionalization**. The sector comprises a mix of **organized large players, mid-sized integrated service providers, and a significant base of unorganized, standalone or niche operators**, all competing across different client segments and service offerings.

Competition among integrated hospitality companies and event solution providers is strong, as players compete on their ability to offer complete event experiences rather than standalone services. These companies provide a combination of venue, accommodation, catering, décor, logistics, technology, entertainment, and event management services. Players that can deliver seamless end-to-end solutions, customized experiences, and reliable execution are better positioned to attract corporate events, weddings, conferences, exhibitions, and premium social gatherings.

Key factors influencing competition include lo**cation, capacity, infrastructure, food and beverage quality, technology adoption, vendor networks, pricing flexibility, brand reputation, and sustainability practices.** Integrated hospitality companies gain an advantage through strong infrastructure and accommodation facilities, while event solution providers compete through creativity, vendor coordination, personalization, and execution expertise.

Analysis of key factors shaping competition in the sector



- **Service Integration and End-to End Solutions**

Service integration and end-to-end solutions differentiate firms in the industry by enabling them to deliver a seamless, one-stop experience where all aspects of an event—planning, execution, and coordination—are managed by a single provider. This improves client convenience, reduces coordination complexity, and ensures better cost efficiency through bundled services and economies of scale. Additionally, integrated firms maintain higher quality control, offer greater customization, and respond faster to changes, while leveraging technology for enhanced experiences. As a result, they position themselves as reliable strategic partners rather than just service vendors, gaining a strong competitive advantage over fragmented players.

- **Brand Reputation and Experience**

They are key competitive factors in the Indian hospitality and event solutions industry because clients strongly prefer providers with a proven track record of successful events and credible brand image. Established firms with positive client testimonials, high-profile events, and industry recognition are perceived as more reliable, reducing the perceived risk for clients—especially in large corporate functions and premium weddings. This trust allows them to attract high-value projects, charge premium prices, and secure repeat business, giving them a distinct advantage over lesser-known or inexperienced competitors.

- **Pricing**

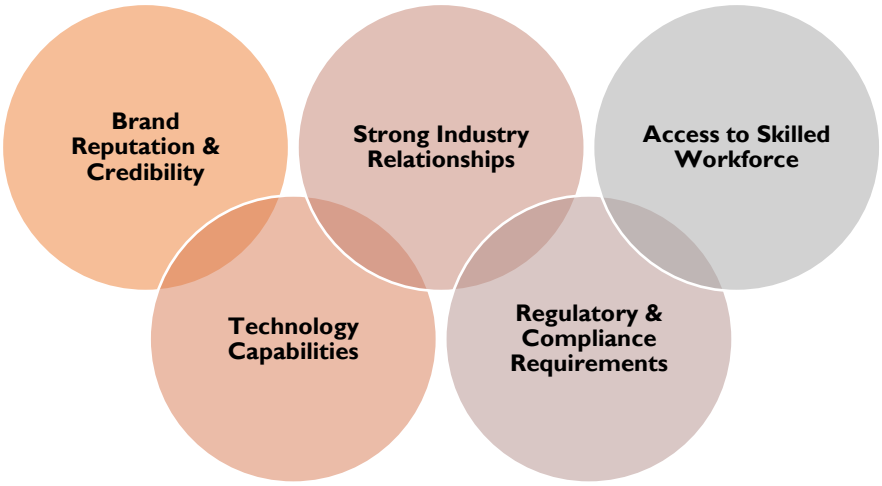
Pricing is a critical competitive factor, as clients often compare multiple vendors before making decisions. High price sensitivity, especially in mid-scale events, forces firms to offer competitive rates or flexible packages while maintaining service quality. Intense competition—combined with rising input costs such as food, labor, and logistics—puts pressure on margins, making efficient cost management essential. While some established players leverage brand value to command premium pricing, many firms compete on price differentiation to attract and retain clients, particularly in a fragmented market.

- **Technological Enablement**

Technology enablement has become a key competitive factor in the Indian integrated hospitality and event solutions industry as firms increasingly rely on digital tools to enhance efficiency, client experience, and event outcomes. The use of event management

platforms, data analytics, virtual and hybrid event solutions, and automated registration systems allows companies to deliver more streamlined, interactive, and measurable services. Firms that effectively integrate technology can offer faster execution, better customization, and real-time insights, making them more attractive to modern corporate clients. Consequently, players lacking strong technological capabilities face a competitive disadvantage in an increasingly digital and experience-driven market.

Analysis of Entry Barriers and Other Factors



- **Brand Reputation & Credibility**

Established players have strong brand recognition and proven track records, which build client trust. New entrants often struggle to secure large or premium projects without prior experience. As trust factor is one of the major factors observed by the client base while choosing a solution provider, the experienced companies have greater chance of being chosen over the new comers, owing to the experience and capability to handle bigger or small-scale events effectively.

- **Strong Industry Relationships**

The industry is highly relationship-driven, requiring deep networks with venues, suppliers, artists, and corporate clients. Building these connections takes significant time and effort and would be an strong barrier to break for new entrants. The vendors and other stakeholders prefer working with experienced players in the view of getting repeat business and being recognized at events.

- **Access to Skilled Workforce**

Experienced event planners, designers, technicians, and hospitality staff are critical. Talent shortages and high attrition make it difficult for new firms to build reliable teams. Providing professional service at events, differentiates firms in the industry and thus new entrants, need to have the experienced, professional and reliable workforce as a part of their teams.

- **Technology Capabilities**

Established firms increasingly use advanced event-tech platforms and hybrid event solutions. New entrants need significant investment to match these capabilities and make a mark and prove themselves as a capable and tech savvy solution provider in the Hospitality & Event solution industry.

- **Regulatory & Compliance Requirements**

Events require multiple permissions (licenses, safety approvals, permits), and navigating regulatory frameworks can be complex for new entrants. Though the regulatory bodies are striving to streamline the process to be digital and faster, the lack of knowledge on filing for essential approvals and licenses would pose a difficulty in the industry.

Company Profiling: Brooks Banquets & Restaurants

Company Overview

Brooks Banquets & Restaurants

Brooks Restaurant and Banquets Limited, incorporated on June 28, 2022, is an integrated hospitality and event solutions provider engaged in banquet and event venues, restaurant and food and beverage services, catering and accommodation. The Company provides an integrated platform for hosting social, family and corporate functions, including weddings, pre-wedding celebrations, social gatherings, baby showers, corporate events, conferences, product launches and other private occasions.

The Company operates its Banquet and Hotel facility at Zundal, Tragad Road, Ahmedabad, Gujarat – 382470. The premises were obtained on lease from August 1, 2022 to July 31, 2037. The facility was completed in January 2024 and commercial operations commenced in January 2024.

The property has a total plot area of approximately 59,513.66 sq. ft., with developed ground-level coverage of approximately 17,029.69 sq. ft. The facility comprises three banquet halls – Spread 1, Spread 2 and Grand Banquet. Spread 1 and Spread 2 have capacities of approximately 125 and 225 persons, respectively, and can be combined to accommodate approximately 400 persons. The Grand Banquet has a capacity of approximately 600–700 persons. The facility also includes a 9,000 sq. ft. Party Lawn with a capacity of approximately 500 persons, which can be combined with Spread 1 and Spread 2 for larger events.

The Company's dining facilities include a water-themed outdoor restaurant with approximately 125 covers and three indoor gazebo restaurants with a combined capacity of approximately 90 persons, providing an aggregate seating capacity of approximately 215 covers. The facility is supported by a commercial kitchen for restaurant and event catering operations.

The Company also provides 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room. The integrated availability of banquet, dining, catering and accommodation facilities enables customers to address multiple event and hospitality requirements at a single location.

The Company's integrated infrastructure enables it to manage multiple aspects of an event through a single operating platform, providing greater convenience to customers. The combination of flexible event spaces, dining facilities, catering capabilities and accommodation allows the Company to cater to events of varying sizes and requirements. Its established operating processes and vendor network support the delivery of consistent services across its hospitality and event operations.

Services Offered:

- **Banquet and Event Hosting Services** – The Company provides banquet and event hosting facilities through three principal banquet halls, namely Spread 1, Spread 2 and the Grand Banquet, along with an outdoor Party Lawn. Spread 1 and Spread 2 can be operated independently or combined to accommodate larger gatherings, while the Party Lawn can also be combined with the ground-floor banquet halls. These facilities cater to weddings, receptions, engagement and pre-wedding functions, birthday celebrations, corporate meetings, conferences, product launches, festive celebrations and other social and private events.
- **Restaurant and Dining Services** – The Company operates a water-themed outdoor restaurant and three air-conditioned indoor gazebo dining spaces. Together, these facilities provide approximately 215 covers and cater to standalone customers as well as guests attending events at the facility. The restaurant offering includes Indian, Continental, Chinese, Mexican, Thai and Italian cuisines, along with fast-food options.
- **Event Catering and Food & Beverage Services** – The Company provides food and beverage and catering services for events hosted at its facility, supported by a commercial kitchen and associated catering infrastructure. These facilities enable the Company to manage food preparation and catering requirements for different types of events while also supporting its restaurant operations.
- **Accommodation Services** – The Company provides on-site accommodation through 11 rooms, comprising nine duplex rooms, one presidential suite and one family room. The rooms primarily cater to families, guests and attendees associated with weddings, social functions and other events hosted at the facility, including guests travelling from outside the immediate area.
- **Integrated Hospitality and Event Solutions** – The Company combines venue, dining, food and beverage, catering and accommodation facilities at a single location. The flexible configuration of its indoor and outdoor event spaces enables it to cater to events of different sizes and formats, while the integrated facilities provide customers with a coordinated hospitality and event solution.

Key Strengths:

- **Integrated one-stop hospitality and event solution** – The Company combines indoor banquet venues, outdoor event spaces, restaurant and dining facilities, catering infrastructure and accommodation within a single operating platform, enabling customers to address multiple event and hospitality requirements at one location.
- **Flexible venue configurations catering to varied event sizes** – The Company offers multiple indoor and outdoor venue configurations, including Spread 1, Spread 2, the combined Spread 1 and Spread 2 configuration, Party Lawn and Grand Banquet. This enables the Company to cater to events ranging from smaller gatherings to large weddings, receptions, corporate functions and other high-capacity events.

- **Differentiated vegetarian-only hospitality offering** – The Company follows a vegetarian-only offering across its dining and event facilities, catering to customer segments seeking vegetarian-only venues for weddings, family functions, social celebrations and corporate events.
- **Long-term access to existing operating facility** – The Company's existing facility is operated from premises obtained on lease up to July 31, 2037, providing operational continuity and visibility for its banquet and hospitality business.
- **Established operating capabilities** – Since commencing commercial operations in January 2024, the Company has developed capabilities across venue management, event execution, food and beverage operations, catering, customer servicing, accommodation and facility management, supported by vendor relationships and established operating processes.
- **Integrated dining and accommodation facilities** – The Company's banquet and event offering is complemented by its water-themed outdoor restaurant, indoor gazebo dining spaces, commercial kitchen and 11 accommodation rooms, enabling it to address dining, catering and stay requirements alongside event hosting.

Financial Performance

(Amount in Lakhs)

Particulars	**Consolidated**	**Standalone**	**Standalone**
	FY 2025-26	**FY 2024-25**	**FY 2023-24**
Total Income (₹ in lakhs)	1,901.14	1,249.11	106.32
Total revenue from operation (₹ in lakhs)	1,897.47	1,247.21	105.98
Growth in Revenue from Operations (%)	52.14%	1076.82%	-
EBITDA (₹ in lakhs)	939.81	388.54	30.32
EBITDA margins (%)	49.53%	31.15%	28.60%
PAT (₹ in lakhs)	605.84	202.75	17.94
PAT Margin (%)	31.93%	16.26%	16.93%
Growth in PAT (%)	198.81%	1029.92%	-
RoE(%)	66.04%	63.62%	129.92%
RoCE (%)	67.18%	36.63%	4.63%
Debt Equity Ratio	-	0.24	21.33

On Consolidated Basis, Sources Audited Restated Financial Statement

Formulas:

Parameter	Formula
Total Revenue	Total Income includes Revenue from Operations and Other income.
Revenue From Operations	Revenue from operations means the revenue from operations as appearing in the restated statement of profit & loss for the relevant year/period.
EBITDA	EBITDA is calculated as Profit before tax for the year, plus finance costs and depreciation and amortisation expenses, less other income.
EBITDA Margin (%)	EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations
Profit after tax (PAT)	Profit after tax (PAT) refers to Restated Profit/(Loss) for the year from Continuing Operations as appearing in the Restated Financial Information
PAT Margin (%)	PAT Margin (%) is calculated as Profit for the year as a percentage of Revenue from Operations
Return on Equity (ROE)	ROE is calculated as Restated Profit attributable to owners of the Company divided by Equity for the year.
Return on Asset (ROA)	Return on Assets (ROA) is calculated as Restated Profit attributable to owners of the Company divided by the Total Assets for the year.
Return on Capital Employed (ROCE)	RoCE is calculated as Earnings before interest and taxes (EBIT) divided by Capital Employed. EBIT is calculated as Profit before tax plus finance costs.
Capital Employed	Capital Employed is sum total of Total Net Worth and Total Debt.
Debt to Equity Ratio	Debt to Equity Ratio is calculated as Total Borrowings divided by Shareholders' Equity as at the end of the year.

OUR BUSINESS

Unless otherwise stated, references in this section to "we", "our" or "us" (including in the context of any financial information) are to the Company, on a consolidated basis. To obtain a complete understanding of our Company and business, prospective Bidders should read this section along with "Risk Factors", "Industry Overview", "Other Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 19, 126, 233 and 234, respectively as well as financial and other information contained in this Draft Red Herring Prospectus as a whole. Additionally, please refer to "Definitions and Abbreviations" on page 2 for definitions of certain terms used in this section.

*The industry information contained in this section is derived from the industry report titled "Industry Report on Integrated Hospitality & Event Solutions in India" dated September 03, 2026, which is exclusively prepared for the purposes of the Issue and issued by D&B and is commissioned and paid for by our Company ("**D&B Report**"). D&B was appointed on April 16, 2026. We commissioned and paid for the D&B Report for the purposes of confirming our understanding of the industry specifically for the purposes of the Issue, as no report is publicly available which provides a comprehensive industry analysis, particularly for our Company's services, that may be similar to the D&B Report. The D&B Report is available on the website of our Company at www.brooksbanquets.com. Otherwise indicated, financial, operational, industry and other related information derived from the D&B Report and included herein with respect to any particular year refers to such information for the relevant calendar year.*

We have included certain non-GAAP financial measures and other performance indicators relating to our financial performance and business in this Draft Red Herring Prospectus, each of which are supplemental measures of our performance and liquidity and are not required by, or presented in accordance with AS, Indian GAAP, IFRS or U.S. GAAP. Such measures and indicators are not defined under AS, Indian GAAP, IFRS or U.S. GAAP, and therefore, should not be viewed as substitutes for performance, liquidity or profitability measures under AS, Indian GAAP, IFRS or U.S. GAAP. In addition, such measures and indicators are not standardized terms, and a direct comparison of these measures and indicators between companies may not be possible. Other companies may calculate these measures and indicators differently from us, limiting their usefulness as a comparative measure. Although such measures and indicators are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that they are useful to an Investor in evaluating us as they are widely used measures to evaluate a company's operating performance. For risks relating to non-GAAP measures, see "Risk Factors – Risks Relating to the Issue and the Objects of the Issue - We have presented certain supplemental information of our performance and liquidity which is not prepared under or required under AS." on page 19.

Some of the information set out in this section, especially information with respect to our business plans and strategies, contain forward-looking statements that involve risks and uncertainties. You should read "Forward Looking Statements" on page 18 for a discussion of the risks and uncertainties related to those statements and "Risk Factors" on page 19 for a discussion of certain factors that may affect our business, financial condition or results of operations. Our actual results may differ materially from those expressed in or implied by these forward -looking statements.

Our financial year ends on March 31 of every year, so all references to a particular financial year are to the twelve-month period ended March 31 of that year.

Overview

Brooks Restaurant and Banquets Limited, incorporated on June 28, 2022 ("our Company" or "Brooks"), is an integrated hospitality and event solutions provider engaged in operating banquet and event venues, restaurant and food and beverage services, catering facilities and accommodation facilities. We provide our customers with an integrated platform for organising and hosting a broad range of social, family and corporate functions, including weddings, wedding-related functions, social celebrations, baby showers, corporate events, conferences, product launches, festive celebrations and other private and social occasions. Our offering combines event venues, dining and food and beverage services, catering and accommodation, enabling our customers to address multiple event and hospitality requirements through a single location.

Following our incorporation, we undertook the development of our existing Banquet and Hotel facility located at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India. We obtained the premises on lease for a period commencing from August 1, 2022 and valid up to July 31, 2037, and undertook the requisite approvals and permissions for the development and operation of the facility. The development and construction of our existing facility were completed in January 2024, and we commenced commercial operations from the facility in January 2024. Since commencement of operations, we have been engaged in providing banquet, dining, catering, event hosting and accommodation services from the facility.

The total plot area of our existing property is approximately 59,513.66 sq. ft., out of which we have developed and operate our facility over a ground level coverage of approximately 17,029.69 sq. ft. The facility has been designed to cater to events of varying sizes and formats and combines indoor banquet spaces, outdoor event infrastructure, dining facilities and accommodation within a single location.

Our existing facility comprises three principal banquet halls, namely Spread 1, Spread 2 and the Grand Banquet. Spread 1 and Spread 2 are located on the ground floor and have capacities of approximately 125 persons and 225 persons, respectively. The two halls can also be combined by opening the partition between them to create a larger indoor event space with a combined capacity of approximately 400 persons. The Grand Banquet, located on the first floor, is a large-format banquet hall having a capacity of approximately 600–700 persons. In addition, our facility includes an outdoor Party Lawn having an area of approximately 9,000 sq. ft. and a capacity of approximately 500 persons, which can be utilised independently or together with Spread 1 and Spread 2 for larger events, with a combined event-hosting capacity of up to approximately 800 persons.

Our dining offering comprises a water-themed outdoor restaurant having an area of approximately 3000 sq. ft. and a capacity of approximately 125 covers, along with three air-conditioned indoor gazebo restaurants having a combined area of approximately 1,500 sq. ft. and a combined capacity of approximately 90 persons. Together, these dining facilities provide an aggregate seating capacity of approximately 215 covers and enable us to provide dining and food and beverage services both in connection with events hosted at our facility and to restaurant customers.

Our existing facility also includes 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room. These rooms are primarily utilised by guests attending weddings, events and other functions hosted at our facility and form part of our integrated hospitality offering. The availability of accommodation alongside banquet and dining facilities enables us to address multiple event and hospitality requirements at a single location, particularly for events involving guests travelling from outside the immediate area.

Our business model is centred on providing an integrated event and hospitality solution, under which our customers can address their venue, dining, food and beverage, catering and accommodation requirements through a single location. Our facility is supported by dedicated operational infrastructure, including a commercial kitchen, through which we manage food preparation and catering requirements for events and dining operations. This integrated operating model allows us to coordinate different components of an event through a common operating platform and provide our customers with a more consolidated and convenient hospitality solution.

We cater to a diverse range of customer requirements across social, family and corporate segments. Our event portfolio includes weddings and wedding-related functions, engagement and pre-wedding celebrations, family gatherings, baby showers, corporate meetings and conferences, product launches, festive and community celebrations and other private and social events. The varying configurations of our banquet halls, outdoor lawn, restaurant facilities and accommodation rooms enable us to provide solutions for events of different sizes, formats and requirements.

Customer experience and service quality form an important part of our operating approach. Our core values are centred around being customer-focused, with an emphasis on providing quality products and services, and employee-focused, with an emphasis on maintaining a supportive and professional work environment. We place importance on customer reviews and feedback received through online and digital platforms and seek to use such feedback to monitor customer experience and identify areas for improvement. We have received customer ratings and reviews across platforms including Google, Zomato and Swiggy, which provide us with feedback on our food, service and overall customer experience.

We have also developed an emerging customer-facing presence under the

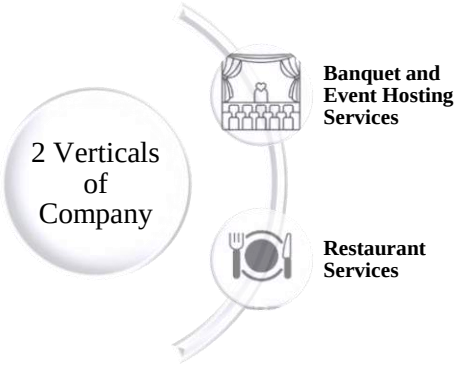
brand, through which we seek to position ourselves as a destination for a broad range of functions and hospitality requirements. Our existing facility provides a platform for serving multiple customer segments and event categories within an integrated venue, while the breadth of our offering enables us to address different requirements associated with an event through a single operating platform. We intend to continue developing the Brooks brand and strengthening our presence in the hospitality and events segment.

Our operations are supported by vendors and service providers for food and kitchen-related inputs, consumables and other operating requirements. Through our existing operations, we have developed capabilities and processes relating to event execution, food and beverage operations, customer servicing, procurement and facility management. Our existing operating experience, vendor relationships and operating processes form an important foundation of our business and support our day-to-day operations.

Overall, we combine banquet and event venues, outdoor event spaces, dining and food and beverage services, catering infrastructure and accommodation within an integrated operating platform. This enables us to serve a broad range of social, family and corporate requirements and positions us as an integrated hospitality and event solutions provider.

Our Business Verticals

We currently classify our business majorly under the following two verticals:



(A) Banquet and Event Hosting Services:

We operate an integrated banquet and event hosting facility designed to cater to a broad range of social, family and corporate events, including weddings, wedding-related functions, receptions, engagement and pre-wedding functions, ring ceremonies, mehendi functions, birthday celebrations, anniversaries, corporate meetings and conferences, product launches, festive and community celebrations and other private and social occasions. Our banquet and event hosting offering combines indoor banquet spaces, outdoor event infrastructure, dining and catering facilities and accommodation, enabling us to provide customers with an integrated venue solution for events of varying sizes, formats and requirements.

Our existing facility comprises three principal banquet halls, namely Spread 1, Spread 2 and the Grand Banquet, together with an outdoor Party Lawn. Spread 1 and Spread 2 are located on the ground floor and can be operated independently or combined by opening the partition between the two halls to create a larger indoor event space. The Party Lawn can be utilised independently or together with Spread 1 and Spread 2 for larger gatherings, while the Grand Banquet, located on the first floor, provides a separate large-format indoor venue for higher-capacity events. These different configurations enable us to cater to events ranging from intimate and small gatherings to large weddings, corporate functions and other high-capacity events.

In addition to our banquet and event spaces, our facility also includes 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room. These rooms are primarily utilised by guests attending weddings, social functions and other events hosted at our facility and form an integrated component of our event hosting offering. The availability of on-site accommodation provides added convenience to event organisers and guests, particularly for functions involving families and guests travelling from outside the immediate area.

Our banquet and event hosting operations are supported by dedicated catering and kitchen infrastructure, including a commercial kitchen, through which we manage food preparation and catering requirements for events hosted at our facility. We also coordinate, where required, with third-party vendors and event booking agents for specific event-related services and requirements. This operating model enables us to provide customers with a coordinated event hosting solution while retaining flexibility to address the specific requirements of different events.

The combination of multiple indoor and outdoor venue configurations, dining and catering infrastructure and accommodation facilities enables us to offer customers flexibility in selecting and configuring our facilities based on the size, nature and specific requirements of their functions. Certain spaces can also be utilised in combination to accommodate larger gatherings, enabling us to serve events of different scales through our existing infrastructure.

Following are the details of our Banquet and Event Hosting Services:

Sr. No.	Facility	Location	Area[#]	Capacity[#]	Description and Usage
1	**Spread 1 – Banquet Hall**	Ground Floor	Approximately 2,000 sq. ft.	Approximately 125 persons	Spread 1 is an air-conditioned indoor banquet hall designed for small to mid-sized events and functions. The hall is suitable for corporate meetings, product launches,

Sr. No.	Facility	Location	Area#	Capacity#	Description and Usage
					birthday functions, Roka ceremonies, family gatherings, private dining and other social occasions.
2	**Spread 2 – Banquet Hall** 	Ground Floor	Approximately 2,600 sq. ft.	Approximately 225 persons	Spread 2 is an air-conditioned indoor banquet hall designed for medium-sized events and functions. The hall is suitable for engagement functions, conferences, team events, wedding-related functions, family celebrations and other social gatherings.
3	**Spread 1 + Spread 2 – Combined Banquet Hall** 	Ground Floor	Approximately 4,600 sq. ft.	Approximately 400 persons	Spread 1 and Spread 2 can be combined by opening the partition between the two halls to create a larger indoor event space. The combined configuration enables us to accommodate larger functions and is suitable for wedding receptions, corporate events, conferences, annual gatherings and other medium to large indoor functions.
4	**Party Lawn – Outdoor Event Venue**	Outdoor	Approximately 9,000 sq. ft.	Approximately 500 persons	The Party Lawn is an open-air event venue designed for larger outdoor functions. It is

Sr. No.	Facility	Location	Area#	Capacity#	Description and Usage
	 				suitable for wedding baraats, open-air receptions, festive celebrations, Navratri functions, social gatherings and other outdoor events. The venue may be utilised independently or in combination with the ground-floor banquet halls.
5	**Spread 1 + Spread 2 + Party Lawn – Combined Configuration** 	Ground Floor / Outdoor	Combined configuration	Up to approximately 800 persons	Spread 1, Spread 2 and the Party Lawn can be utilised together to create an integrated indoor and outdoor event arrangement. This configuration provides greater flexibility for large weddings, receptions, corporate gatherings, festive functions and other high-capacity events requiring multiple event spaces.
6	**Grand Banquet – Large-format Banquet Hall** 	First Floor	Approximately 7,500 sq. ft.	Approximately 600–700 persons	The Grand Banquet is a standalone large-format, air-conditioned indoor banquet hall designed for large gatherings. It is suitable for large weddings and wedding receptions,

Sr. No.	Facility	Location	Area[#]	Capacity[#]	Description and Usage
					major corporate conventions, conferences, product launches, gala dinners and other large-scale events.
7	**Accommodation Rooms** 	Within the Banquet and Hotel Facility	11 rooms	—	Our facility includes 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room. These rooms are primarily utilised by families, guests and other attendees associated with weddings, social functions and other events hosted at our facility, particularly guests travelling from outside the immediate area. The availability of on-site accommodation complements our banquet and event hosting offering and enables us to provide an integrated venue and hospitality solution at a single location.

[#]*As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.*

(B) Restaurant Services

We operate restaurant and dining facilities as an integral part of our hospitality and event offerings. Our restaurant operations comprise a water-themed open-air restaurant and three air-conditioned indoor gazebo dining spaces, enabling us to cater to both customers visiting our facility for events and customers seeking dining experiences independently of events hosted at our premises. Through these formats, we cater to family dining, group dining, casual dining and event-related dining requirements.

Our restaurant offering provides a range of Indian, Continental, Chinese, Mexican, Thai and Italian cuisine, along with fast-food options, catering to varied customer preferences and occasions. Our dining facilities are designed to serve both smaller groups

seeking a relatively private dining environment and larger groups associated with events, functions and social gatherings hosted at our facility.

The water-themed open-air restaurant provides a differentiated dining environment with a distinctive ambience and is intended to cater to customers seeking an outdoor dining experience. In addition to regular dining, the space may also be utilised for smaller private gatherings, intimate celebrations and event-related dining, subject to the requirements of the customer.

We also operate three air-conditioned indoor gazebo dining spaces, which provide a more private and comfortable dining environment for families, small groups and corporate customers. The gazebo format provides flexibility to accommodate smaller groups and may be used for family dinners, corporate lunches, private dining, intimate celebrations and other small gatherings.

Our restaurant facilities also complement our banquet and event hosting operations by enabling us to provide food and beverage services for events hosted at our facility through our commercial kitchen and associated catering infrastructure. This allows us to coordinate dining and catering requirements as part of our broader event hosting offering, while also retaining the flexibility to serve independent restaurant customers.

Our restaurant services form an important component of our integrated hospitality offering by combining distinctive dining formats, varied cuisine options and event-related food and beverage capabilities. The combination of standalone dining and event-linked dining enables us to serve customers across different occasions and customer segments through our existing operating platform.

Following are the details of our Restaurant Services:

Sr. No.	Restaurant / Dining Facility	Location / Format	Area*	Capacity*	Description and Usage
1	**Water-Themed Outdoor Restaurant** 	Outdoor	Approximately 3000 sq. ft.	Approximately 125 covers	Our water-themed outdoor restaurant provides a distinctive open-air dining experience and is designed to cater to both standalone restaurant customers and guests attending events hosted at our facility. The venue may also be utilised for smaller private gatherings and intimate celebrations, subject to customer requirements. Its thematic outdoor setting provides a differentiated dining environment within our hospitality facility.
2	**Indoor Gazebo Restaurants – 3 Units**	Indoor, Air-conditioned	Combined area of approximately 1,500 sq. ft.	Combined capacity of approximately 90 persons	We operate three air-conditioned indoor gazebo dining spaces designed to provide a relatively private

Sr. No.	Restaurant / Dining Facility	Location / Format	Area*	Capacity*	Description and Usage
	   				and comfortable dining environment for families, small groups, corporate customers and event attendees. These spaces are suitable for family dinners, corporate lunches, private dining, intimate celebrations and other small gatherings.

**As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.*

[#] The above dining facilities together provide an aggregate seating capacity of approximately 215 covers, comprising approximately 125 covers at the water-themed outdoor restaurant and approximately 90 persons across the three indoor gazebo dining spaces. The combination of outdoor thematic dining and air-conditioned indoor dining spaces enables us to cater to different customer preferences and both event-related and standalone dining requirements.

REVENUE BIFURCATION

- **Segment wise Revenue Bifurcation**

(In Lakhs)

Name	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Banquet and Event Hosting Services	**1398.56**	**73.71%**	**832.21**	**66.73%**	**53.39**	**50.38%**
- Corporate Events	360.51	19.00%	37.4	3.00%	5.78	5.45%
- Social Events	1038.05	54.71%	794.81	63.73%	47.61	44.93%
Restaurant Services	**498.91**	**26.29%**	**415.12**	**33.27%**	**52.59**	**49.62%**
- Revenue from Online / Platform-based Customers	61.47	3.24%	15.46	1.24%	-	-
- Revenue from Walk-in Customers	437.44	23.05%	399.54	32.03%	52.59	49.62%
Total	**1897.47**	**100.00%**	**1247.21**	**100.00%**	**105.98**	**100.00%**

**As certified by Talati & Talati LLP, Chartered Accountants, by way of their certificate dated September 03, 2026.*

- **State wise Revenue Bifurcation**

(In Lakhs)

Name	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Gujarat	1897.47	100%	1247.21	100%	105.98	100%

**As certified by Talati & Talati LLP, Chartered Accountants, by way of their certificate dated September 03, 2026.*

- **Quarter wise Revenue Bifurcation**

(In Lakhs)

Particulars	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Q1 Apr-June	284.23	14.98%	244.6	19.61%	-	-
Q2 July-Sept	188.49	9.93%	228.27	18.30%	-	-
Q3 Oct-Dec	511.21	26.94%	359.21	28.80%	-	-
Q4 Jan-Mar	913.54	48.15%	415.12	33.28%	105.98	100.00%
Total	**1897.47**	**100.00%**	**1247.21**	**100.00%**	**105.98**	**100.00%**

**As certified by Talati & Talati LLP, Chartered Accountants, by way of their certificate dated September 03, 2026.*

Our Top 10 Customers and Suppliers

- **List of Top 10 Supplier**

(In Lakhs)

Particulars**	Fiscal 2026	% of Total Purchase	Fiscal 2025	% of Total Purchase	Fiscal 2024	% of Total Purchase
Supplier 1	104.78	22.93%	76.38	17.98%	15.15	30.02%
Supplier 2	73.43	16.07%	70.07	16.49%	6.47	12.83%
Supplier 3	37.78	8.27%	24.08	5.67%	6.23	12.36%
Supplier 4	26.78	5.86%	27.21	6.40%	3.78	7.49%
Supplier 5	25.50	5.58%	23.35	5.50%	3.12	6.18%
Supplier 6	25.06	5.48%	20.20	4.76%	2.49	4.94%
Supplier 7	11.84	2.59%	18.02	4.24%	2.23	4.42%
Supplier 8	11.21	2.45%	14.38	3.38%	1.35	2.67%
Supplier 9	10.53	2.30%	11.63	2.74%	1.29	2.56%
Supplier 10	10.35	2.27%	10.45	2.46%	1.28	2.54%
Total	**337.25**	**73.81%**	**295.77**	**69.61%**	**43.39**	**86.00%**

**As certified by Talati & Talati LLP, Chartered Accountants, by way of their certificate dated September 18, 2026.*

***We are unable to disclose the names of our suppliers since such information is commercially sensitive.*

- **List of Top 10 Customers**

(In Lakhs)

Particulars**	Fiscal 2026	% of Total Revenue	Fiscal 2025	% of Total Revenue	Fiscal 2024	% of Total Revenue
Customer 1	50.15	2.64%	9.76	0.78%	5.78	5.45%
Customer 2	40.23	2.12%	9.05	0.73%	5.38	5.08%

Particulars**	Fiscal 2026	% of Total Revenue	Fiscal 2025	% of Total Revenue	Fiscal 2024	% of Total Revenue
Customer 3	31.91	1.68%	8.74	0.70%	1.85	1.75%
Customer 4	25.71	1.36%	6.82	0.55%	1.83	1.73%
Customer 5	25.18	1.33%	6.59	0.53%	1.81	1.71%
Customer 6	25.12	1.32%	6.57	0.53%	1.80	1.70%
Customer 7	25.03	1.32%	6.09	0.49%	1.80	1.70%
Customer 8	19.25	1.01%	5.62	0.45%	1.80	1.69%
Customer 9	18.00	0.95%	5.50	0.44%	1.76	1.66%
Customer 10	15.00	0.79%	5.12	0.41%	1.72	1.62%
Total	**275.57**	**14.52%**	**69.84**	**5.60%**	**25.52**	**24.08%**

**As certified by Talati & Talati LLP, Chartered Accountants, by way of their certificate dated September 18, 2026.*

***We are unable to disclose the names of our customers since such information is commercially sensitive.*

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Our Banquet and Restaurant Facility:

Our existing Banquet and Hotel facility is located at Survey No. 240, TP 72, FP 38/2, Zundal, Tragad Road, Ahmedabad, Gujarat – 382470, India. We have obtained the premises on lease for a period commencing from August 1, 2022, and valid up to July 31, 2037. The facility comprises three principal banquet halls, namely Spread 1, Spread 2 and the Grand Banquet, an outdoor Party Lawn, a water-themed outdoor restaurant, three air-conditioned indoor gazebo dining spaces and 11 accommodation rooms comprising nine duplex rooms, one presidential suite and one family room, enabling us to provide an integrated venue and hospitality solution for a broad range of social, family and corporate functions.

Key financial indicators

Based on the Restated Consolidated Financial Information:

(In Lakhs)

Particulars	Consolidated	Standalone	Standalone
	FY 2025-26	FY 2024-25	FY 2023-24
Total Income (₹ in lakhs)	1,901.14	1,249.11	106.32
Total revenue from operation (₹ in lakhs)	1,897.47	1,247.21	105.98
Growth in Revenue from Operations (%)	52.14%	1076.82%	-
EBITDA (₹ in lakhs)	939.81	388.52	30.32
EBITDA margins (%)	49.53%	31.15%	28.60%
PAT (₹ in lakhs)	605.84	202.74	17.94
PAT Margin (%)	31.93%	16.26%	16.93%
Growth in PAT (%)	198.83%	1029.87%	-
RoE(%)	66.04%	63.62%	129.92%
RoCE (%)	67.18%	36.63%	4.63%
Debt Equity Ratio	-	0.24	21.33
Operating Cash Flows (₹ in lakhs)	661.27	234.63	130.01

**As certified by Talati & Talati LLP, Chartered Accountants, by way of their certificate dated September 03, 2026.*

Notes:

1. *Financial performance indicators have been computed based on restated Consolidated financial statement.*
2. *Revenue from Operations means the Revenue from Operations as appearing in the Restated Consolidated Financial Statements.*
3. *Growth in Revenue from Operations (%) is calculated as a percentage of Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.*
4. *EBITDA is calculated as Profit before Extraordinary Items and Tax, plus finance costs and depreciation and amortization expenses reduced by other income.*
5. *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.*
6. *Profit after Tax Means Net Profit after tax attributable to shareholders of the Company for the period/year.*
7. *PAT Margin (%) is calculated as Profit after tax for the year/period as a percentage of Revenue from Operations.*
8. *RoE (Return on Equity)(%) is calculated as net profit after tax for the year / period divided by Average Shareholder's fund.*
9. *RoCE (Return on Capital Employed)(%) is calculated as earnings before interest and taxes (Profit before extraordinary items and tax plus finance costs minus other income) divided by capital employed. Capital Employed calculated as Total Assets less current liabilities.*
10. *Debt-equity ratio calculated as total debt (current and non-current borrowings) divided by total Equity.*
11. *Operating cash flows means net cash generated from operating activities as mentioned in the Restated Consolidated Financial Statements.*

Our Strengths

We believe that the following competitive strengths have contributed to our business growth and will continue to drive our success:

(a) Integrated One-Stop Hospitality and Event Solutions

We believe our ability to provide an integrated hospitality, and event solution is one of our key strengths. Our existing facility brings together indoor banquet venues, an outdoor event venue, restaurant and dining facilities, catering infrastructure and accommodation within a single operating platform, enabling our customers to address multiple event and hospitality requirements at one location.

Our indoor banquet offering comprises Spread 1 and Spread 2, having capacities of approximately 125 persons and 225 persons, respectively. These halls can also be combined by opening the partition between them to create an indoor event space with a

capacity of approximately 400 persons. Our outdoor Party Lawn, having a capacity of approximately 500 persons, can be utilised independently or together with Spread 1 and Spread 2, enabling us to accommodate combined indoor and outdoor events for up to approximately 800 persons. In addition, our Grand Banquet on the first floor has a capacity of approximately 600–700 persons and provides a large-format indoor venue for weddings, corporate functions, conferences and other large gatherings.

Our event facilities are complemented by our dining offering, comprising a water-themed outdoor restaurant with a capacity of approximately 125 covers and three air-conditioned indoor gazebo dining spaces with a combined capacity of approximately 90 persons. We also have a dedicated commercial kitchen and catering infrastructure supporting food preparation and catering requirements for events and dining operations. Further, our facility includes 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room, enabling event organisers and guests to address accommodation requirements at the same location.

The combination of these facilities enables us to provide customers with a one-stop solution spanning venue, dining, food and beverage, catering and accommodation, rather than requiring them to separately coordinate a party plot or banquet venue, caterers, decorators, restaurants, hotels and other event-related service providers. This integrated proposition is particularly relevant for weddings, wedding-related functions, family celebrations, corporate events, conferences, product launches, festive functions and other social and private gatherings, where customers may have multiple requirements beyond the venue itself.

Our integrated model also creates opportunities to develop a customer relationship across multiple services. Customers engaging with us for a banquet event may also utilise our dining, food and beverage and accommodation facilities, thereby enabling us to address multiple requirements arising from the same customer engagement. We believe that the ability to combine indoor and outdoor event spaces, dining facilities, catering infrastructure and accommodation under a single operating platform provides greater convenience and coordination to customers and differentiates our offering from more fragmented event arrangements.

(b) Established Operating Platform with Long-term Operational Visibility

We have established an operating platform in the banquet and hospitality segment through our existing Banquet and Hotel facility, which commenced commercial operations in January 2024. Following our incorporation on June 28, 2022, we undertook the development of our existing integrated facility, including securing the premises on lease, developing the facility and obtaining the requisite approvals and permissions for its development and operation.

Our existing Banquet and Hotel facility is operated from premises obtained on lease for a period commencing from August 1, 2022 and valid up to July 31, 2037. The long-term tenure of our lease provides us with continued access to the premises from which we conduct our existing operations and provides operational continuity and visibility for the development of our banquet and hospitality business.

The availability of our existing operating facility for the balance lease tenure enables us to focus on developing customer relationships, strengthening the Brooks brand, building repeat business and improving the utilisation of our existing banquet, dining and accommodation infrastructure. We believe that long-term access to our existing operating premises provides a stable platform for planning and conducting our business operations, subject to the terms and conditions of the lease agreement.

Since commencing commercial operations, we have developed experience across multiple aspects of banquet and hospitality operations, including venue management, event execution, food and beverage operations, catering, customer servicing, accommodation and facility management. Our operations are supported by a commercial kitchen, vendor relationships and established operating processes relating to procurement, event coordination and day-to-day facility management.

Our existing facility also enables us to manage events across different scales and configurations. We coordinate customer requirements throughout the event lifecycle, from the initial enquiry and venue selection through event planning, preparation and execution, and subsequently through customer engagement and feedback. We also coordinate with third-party vendors and event booking agents, where required, depending upon the requirements of customers and the nature of the event.

Through our existing operations, we have developed an understanding of customer preferences, event requirements, service expectations and the operational considerations involved in managing weddings, social celebrations, corporate events and other functions. We believe that our established operating infrastructure, long-term access to our existing premises, operating experience, vendor relationships and internal processes provide us with a foundation for the continued development of our banquet and hospitality business.

(c) Broad and Flexible Event Portfolio with a Differentiated Vegetarian-Only Proposition

We offer a range of banquet and event configurations that enable us to cater to different event sizes, formats and customer requirements. Our existing facility comprises Spread 1, Spread 2, the combined Spread 1 and Spread 2 configuration, the Party Lawn, combined indoor and outdoor event configurations and the Grand Banquet, enabling us to offer customers multiple venue options within the same facility.

Spread 1 and Spread 2 have capacities of approximately 125 persons and 225 persons, respectively, and can be combined to create an indoor event space with a capacity of approximately 400 persons. The Party Lawn has a capacity of approximately 500 persons and may be utilised independently or together with Spread 1 and Spread 2, providing a combined event-hosting capacity of up to approximately 800 persons. The Grand Banquet has a capacity of approximately 600–700 persons and provides a separate large-format indoor venue for larger gatherings.

The availability of multiple venue formats and configurations enables us to cater to a broad range of functions, ranging from relatively smaller and intimate gatherings to large weddings, receptions, corporate functions and other high-capacity events. Customers may select an individual venue or combine available indoor and outdoor spaces depending on the expected guest count, nature of the function and other event-specific requirements. We believe that this flexibility enables us to address a wider range of customer requirements and event formats through our existing infrastructure.

Our customer proposition is further supported by our vegetarian-only hospitality offering. We cater exclusively through a vegetarian offering across our dining and event facilities, which we believe is relevant for customer segments seeking vegetarian-only premises for weddings, family functions, social celebrations and corporate events. In Gujarat, where vegetarian dining preferences form an important consideration for certain customer groups and families, the availability of a vegetarian-only venue may be a relevant factor in the selection of a venue for functions and gatherings.

The combination of multiple venue configurations catering to different event sizes, together with our vegetarian-only hospitality proposition, enables us to address varied customer requirements while maintaining a clearly identifiable positioning within the banquet and hospitality market.

(d) Emerging Brooks Brand and Differentiated Integrated Business Model

We have developed an emerging customer-facing presence under the “ BROOKS RESTAURANT & BANQUETS ” brand and seek to build Brooks as a recognisable destination for a broad range of dining, event and hospitality requirements. Our brand is supported by multiple customer touchpoints, including our physical facility, restaurant operations, customer referrals, repeat relationships and digital and social media channels.

Our restaurant operations provide an important opportunity to build awareness of the Brooks brand beyond our banquet customers. Customers visiting our water-themed outdoor restaurant and indoor gazebo dining spaces, either as walk-in customers or through digital dining and reservation platforms, may experience our food, ambience and hospitality services and subsequently become aware of our broader banquet and event offerings. Such customer interactions may create opportunities for future enquiries relating to weddings, family celebrations, corporate events and other functions and support cross-selling across our dining, banquet and hospitality offerings.

Our hospitality proposition is also supported by the distinctive combination of water-themed outdoor dining, indoor gazebo dining spaces, banquet facilities, outdoor event spaces, catering infrastructure and accommodation at our existing facility. We believe that this combination contributes to the overall customer experience and assists in creating a differentiated identity for the Brooks brand. In a market where event and hospitality requirements may be sourced from multiple standalone service providers, our facility provides customers with the opportunity to experience multiple dining, event and hospitality offerings associated with the Brooks brand at a single location.

We also maintain a digital presence through social media and other online channels. As of the date of this Draft Red Herring Prospectus, our Instagram page has more than 9,000 followers, providing us with an existing digital audience through which we showcase our facilities, events, dining offerings and customer experiences and engage with prospective and existing customers. We also utilise digital channels to enhance the visibility of our offerings and engage with customers in connection with our dining and event-related services.

Customer reviews, referrals and repeat interactions also contribute to our brand-building efforts. Customer feedback and interactions provide us with an opportunity to monitor customer experience and identify areas for improvement. We believe that positive customer experiences, customer referrals, repeat engagement and digital visibility can support awareness of our offerings and contribute to the continued development of Brooks as an increasingly recognisable hospitality and events brand.

Our Strategies

(a) Expand our Hospitality and Event Footprint through the Proposed Banquet and Hotel facility

As part of our growth strategy, we intend to expand our banquet and hospitality operations through the development of an additional Banquet and Hotel facility at Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India. We have secured the proposed property on lease for a period of 12 years commencing from September 1, 2026. The total land area of the proposed property is approximately 49,650 sq. ft., out of which we propose to develop and operate the facility over an area of approximately 20,880 sq. ft. at ground level coverage.

The proposed facility is planned as an integrated, multi-level hospitality development comprising, among other facilities, a large double-height banquet hall and an open courtyard / lawn together with foyer, reception and kitchen facilities on the ground floor; back-of-house services and storage facilities on the mezzanine floor; a second banquet hall, indoor and outdoor restaurant facilities and kitchen facilities on the first floor; a conference room and 16 deluxe accommodation rooms on the second floor; 15 accommodation rooms comprising 13 deluxe rooms and two suite rooms on the third floor; and 16 accommodation rooms comprising 14 deluxe rooms and one suite room on the fourth floor. The proposed development is therefore intended to bring together banquet, restaurant, conference and accommodation facilities within a single integrated hospitality platform. For further details, refer to the chapter titled "Object of the Issue" beginning on page number 85 of this DRHP.

The proposed facility is intended to complement our existing Banquet and Hotel operations at Tragad and expand our overall operating footprint in the banquet and hospitality segment. Through the additional facility, we intend to provide customers with another integrated destination for weddings, wedding-related functions, social celebrations, corporate events, conferences and other gatherings, while increasing our ability to serve customers across a broader geographical catchment and a wider range of event requirements.

The proposed facility is also intended to expand our customer catchment within Ahmedabad by providing an event and hospitality destination with convenient access to established residential, commercial and urban catchments. While our existing facility at Tragad enables us to serve customers within its surrounding catchment, the proposed facility at Ognaj is expected to provide access to a complementary customer base within the wider Ahmedabad market. For weddings, family functions and other gatherings involving a large number of guests, convenience of travel and accessibility can be important considerations in venue selection. The location and connectivity of the proposed facility are therefore expected to provide us with an opportunity to attract customers who prefer event venues located closer to established residential catchments and major urban corridors.

The proposed property also benefits from its connectivity to key transportation infrastructure, including Sardar Vallabhbhai Patel International Airport, Ahmedabad and Kalupur Ahmedabad Railway Station. Such connectivity is expected to facilitate access for outstation guests, business travellers, families and other visitors travelling to Ahmedabad. From an event perspective, the location is expected to provide greater convenience to families and invitees attending weddings, social celebrations and corporate events hosted at the proposed facility. From an accommodation perspective, such connectivity may also support standalone room demand from business travellers, visitors and other guests seeking accommodation in Ahmedabad independent of events hosted at our facility. Accordingly, the proposed location is expected to complement both our banquet and event hosting operations and planned hotel accommodation offering.

The proposed development will enable us to leverage our existing experience in operating an integrated banquet, dining and accommodation facility, including our experience in venue management, event execution, food and beverage operations, catering, customer servicing, procurement and facility management. Our existing operating processes, vendor relationships and understanding of customer requirements are expected to provide a foundation for the establishment and subsequent operation of the proposed facility.

The expansion will provide opportunities to achieve economies of scale in procurement and operating activities. As we currently procure food, kitchen-related inputs, consumables and other operating requirements for our existing facility, the addition of the proposed facility is expected to increase the overall volume of such requirements. This may enable us to consolidate procurement across our facilities, negotiate volume-based commercial terms and seek efficiencies in sourcing, subject to actual procurement volumes, supplier terms and prevailing market conditions.

Further, our experience of operating the existing facility and managing events across different scales and formats is expected to assist us in planning and operationalising the proposed facility. We intend to leverage our existing vendor network, operational know-how, customer relationships and established processes, to the extent appropriate, to support the development and operation of the proposed Banquet and Hotel facility.

(b) Strengthen our Accommodation Offering through Increased Room Capacity

We intend to expand the accommodation component of our hospitality offering through the planned 47-room facility at the proposed development. Our existing facility currently has 11 accommodation rooms, comprising nine duplex rooms, one presidential suite and one family room. The existing room inventory may limit our ability to accommodate the requirements of larger weddings, social functions and other events involving families and guests travelling from outside the immediate area, resulting in certain guests arranging accommodation at nearby hotels or other properties. For further details, refer to the chapter titled "Object of the Issue" beginning on page number 85 of this DRHP.

Through the proposed increase in room capacity, we intend to accommodate a larger proportion of guests associated with events hosted at our facility and provide customers with a more comprehensive hospitality solution. The larger room inventory is also expected to enable us to cater to events where adequate on-site accommodation is an important consideration and strengthen our ability to serve larger family and social gatherings.

In addition to event-linked accommodation, we intend to utilise the proposed room inventory to cater to standalone accommodation requirements of business travellers, visitors, families and other guests travelling to Ahmedabad, subject to applicable approvals and market demand. This would enable us to utilise the accommodation infrastructure beyond event-related requirements and develop accommodation as an increasingly important component of our hospitality business.

(c) Build Brooks as an Integrated and Recognisable Hospitality and Events Brand

We intend to further develop " " as an integrated hospitality and events brand offering a broad range of solutions for social, family, corporate and other functions. Our objective is to build upon our existing customer-facing presence and establish Brooks as a destination where customers can address multiple requirements associated with their functions through a coordinated hospitality offering.

Our existing operating model, which combines banquet facilities, outdoor event spaces, dining and food and beverage services, catering infrastructure and accommodation, provides a foundation for this strategy. We intend to continue developing our brand around the broader customer experience rather than positioning Brooks solely as a venue provider.

Our digital presence is also intended to support this brand-building strategy. As of the date of this Draft Red Herring Prospectus, our Instagram page has more than 9,000 followers, through which we showcase our facilities, events, dining offerings and customer experiences. Going forward, we intend to continue using social media and other digital channels to increase brand visibility, communicate our offerings and engage with prospective and existing customers.

We also intend to strengthen our positioning through our defined vegetarian-only hospitality proposition, combined with our banquet, dining and accommodation facilities, in order to build a differentiated and identifiable customer proposition within our target market.

(d) Strengthen Customer Acquisition through Digital Marketing, Restaurant-led Engagement and Cross-selling

We intend to strengthen our customer acquisition efforts by leveraging multiple customer touchpoints across our banquet, restaurant and hospitality operations. Our water-themed outdoor restaurant and three indoor gazebo dining spaces provide an important avenue through which customers can experience the Brooks brand independently of a banquet booking.

Customers may visit our restaurant as walk-in customers or through digital dining and reservation platforms. We intend to leverage these customer interactions to create awareness of our broader banquet and hospitality offerings and generate

prospective enquiries for weddings, family celebrations, corporate events and other functions. We believe that customers who experience our food, ambience and hospitality services may subsequently consider Brooks for their future event requirements.

We also intend to use digital and social media marketing, including seasonal campaigns and other targeted promotional activities, to showcase our facilities, events, dining offerings and customer experiences. Our digital presence is expected to complement direct customer engagement, referrals and event booking agents as channels for generating enquiries.

Further, we intend to increase opportunities for cross-selling between our different services. Customers engaging with us for banquet events may utilise our food and beverage and accommodation services, while customers initially acquired through our restaurant operations may subsequently become customers for banquet and event services. Through these initiatives, we seek to deepen customer relationships and increase engagement across our broader hospitality offering.

(e) Increase Revenue Generation through Diversified Hospitality Offerings and Enhanced Utilisation

The proposed development is intended to increase our overall revenue generation capacity by adding a new Banquet and Hotel facility to our existing operations and expanding the range of hospitality services that we can offer to our customers. The proposed facility is expected to provide incremental capacity across banquet and event hosting, dining and food and beverage services and approximately 47 accommodation rooms, enabling us to generate revenue from multiple hospitality offerings through a single operating platform.

Our banquet and restaurant operations are expected to remain key revenue-generating components during periods of higher event activity, including wedding, festive and other peak event periods. During such periods, the proposed facility is expected to enable us to cater to a greater number of events and customers and provide opportunities to generate revenue from venue, food and beverage and event-related accommodation services.

The planned 47-room accommodation facility is also intended to create an additional and diversified source of revenue. In addition to accommodating families, guests and other attendees associated with events hosted at the proposed facility, the rooms may also be offered to standalone customers, including business travellers, visitors, families and other guests travelling to Ahmedabad who are not necessarily attending an event hosted at our facility. For further details, refer to the chapter titled "Object of the Issue" beginning on page number 85 of this DRHP.

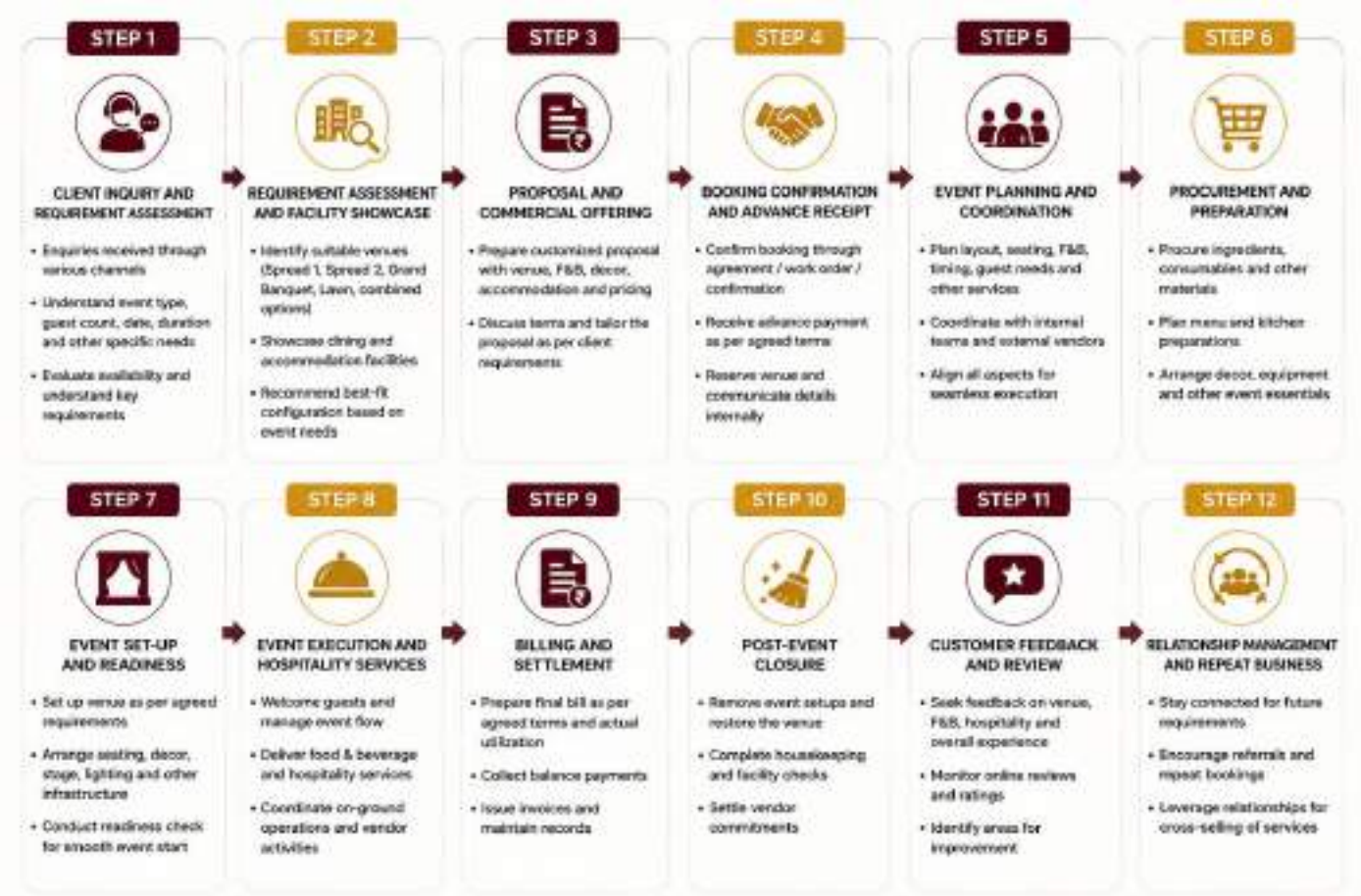
The location of the proposed facility, together with its access to established residential, commercial and employment catchments and key transportation infrastructure, is expected to support such standalone accommodation requirements. Accordingly, the accommodation component may enable us to generate room revenue independently of banquet and event bookings, subject to occupancy levels, room rates, seasonality and market demand.

This diversified revenue model may be particularly relevant during periods when event activity is comparatively lower. While banquet and restaurant revenues may be influenced by the seasonality of weddings, festivals and other functions, standalone accommodation demand from business travellers, visitors and other customers may provide an additional avenue for utilisation of the facility and revenue generation during such periods.

The integrated nature of the proposed facility may also enable us to derive revenue from multiple components of the same customer engagement. For instance, a wedding or other function may generate revenue from banquet and venue services, food and beverage services and accommodation, while the same accommodation infrastructure may separately generate revenue from standalone guests during periods of lower event activity. This flexibility may enable us to utilise different components of the proposed facility across varying customer requirements and levels of event activity.

Through this, we intend to broaden our revenue mix, increase utilisation of our hospitality infrastructure and reduce dependence on a single source of revenue, while expanding our ability to serve both event-related and standalone hospitality demand.

Business Process Flow from Client Enquiry to Completion of Event



STEP 1

Client Inquiry and Requirement Assessment

Our business process commences upon receipt of an enquiry from a prospective customer, family, corporate organisation, event organiser or event booking agent. Enquiries may be received through our direct customer interactions, referrals, repeat customers, digital platforms and other business development channels. Upon receipt of an enquiry, our team understands the customer's requirements, including the **nature and type of event, expected number of guests, preferred date, duration, preferred venue configuration, dining and catering requirements, accommodation requirements and other event-specific needs**.

Based on the preliminary discussion, our team evaluates the availability of suitable facilities and understands the specific requirements of the customer before proceeding with the proposed event configuration and commercial offering.

STEP 2

Requirement Assessment and Facility Showcase

Based on the customer's requirements, our team identifies suitable venue options from our existing banquet and event facilities. Depending upon the expected number of guests and nature of the function, customers may be offered **Spread 1, Spread 2, the combined Spread 1 and Spread 2 configuration, the Party Lawn, the combined indoor and outdoor configuration or the Grand Banquet**.

Where required, our team also discusses the availability of **dining facilities and accommodation rooms** and assists the customer in evaluating the combination of facilities suitable for the proposed event. The facility configuration is generally considered based on the size, nature, guest profile and other specific requirements of the event.

STEP 3

Proposal and Commercial Offering

After understanding the customer's requirements and identifying the appropriate facilities, we prepare and communicate a commercial proposal setting out the proposed **venue, event date, applicable facilities, catering and food and beverage requirements, accommodation requirements, pricing and other commercial terms**, as applicable.

The proposal may be customised based on the nature and requirements of the event, including the selected banquet space, expected guest count, food and beverage requirements and other services requested by the customer. The proposed commercial terms are discussed with the customer and revised, where required, based on mutual discussions.

STEP 4

Booking Confirmation and Advance Receipt

Upon finalisation of the venue, event date, scope of services and commercial terms, the booking is confirmed through the applicable booking documentation, including a booking confirmation, agreement, work order or other relevant confirmation, as applicable.

Where applicable, an **advance payment / booking amount** is received from the customer in accordance with the agreed commercial terms and the selected venue and event date are reserved for the customer. The booking details are thereafter communicated internally to the relevant operational teams for further planning and execution.

STEP 5

Event Planning and Coordination

Following confirmation of the booking, our team undertakes detailed planning and coordination for the event. This includes understanding the final requirements of the customer and coordinating the relevant arrangements relating to **venue layout, seating, food and beverage, timing, guest requirements, accommodation and other event-specific services**.

Where required, we coordinate with third-party vendors and service providers for specific event-related requirements, including décor, entertainment, event infrastructure and other services, depending upon the customer's requirements. Our internal teams coordinate the various aspects of the event to ensure readiness of the facility for the scheduled function.

STEP 6

Procurement and Preparation

Based on the finalised event requirements, procurement and preparation activities are undertaken for the event. Our commercial kitchen and associated catering infrastructure are prepared based on the agreed menu and expected guest count, while required **food ingredients, kitchen inputs, consumables and other operating materials** are arranged in advance.

Simultaneously, the venue and other relevant facilities are prepared in coordination with the internal teams and, where applicable, third-party vendors. The extent of procurement and preparation depends upon the scale, nature and specific requirements of the event.

STEP 7

Event Set-up and Readiness

Prior to commencement of the event, the designated venue is set up in accordance with the agreed requirements. This may include **venue preparation, seating arrangements, décor coordination, stage and event infrastructure, lighting and other event-related arrangements**, as applicable.

Our operational team undertakes a readiness check covering the venue, dining and catering arrangements and other relevant facilities to ensure that the premises are ready to receive guests at the scheduled time. Where accommodation has been booked, the applicable rooms are also prepared for guest occupancy.

STEP 8

Event Execution and Hospitality Services

The event commences on the scheduled date and our team coordinates the execution of the event at the selected venue. During the event, we provide the agreed **venue, food and beverage, catering and hospitality services** and coordinate with relevant personnel and third-party service providers, wherever required.

Our team remains involved in the on-ground coordination of the event and addresses operational requirements that may arise during the function. Where accommodation has been booked, we also facilitate the associated guest stay and hospitality requirements.

STEP 9

Billing and Settlement

Following completion of the event and confirmation of the final services availed, the applicable billing is prepared in accordance with the agreed commercial terms and actual utilisation of services. Any balance amount payable by the customer is collected and the relevant invoices and payment records are completed.

Where there are additional services or requirements availed during the event, the same are incorporated into the final billing, subject to the applicable terms and customer confirmation.

STEP 10

Post-Event Closure

Following completion of the event, our team coordinates the closure of the event and restoration of the relevant facilities. This may include **removal of event-related arrangements, clearing and restoration of the venue, checking of equipment and facilities and completion of post-event operational activities**.

Where third-party vendors have been engaged for event-related services, coordination is undertaken for completion of their respective activities and restoration of the venue, as applicable.

STEP 11

Customer Feedback and Review

Following completion of the event, we seek feedback from customers regarding their overall experience, including the **venue, food and beverage services, hospitality and event execution**, as applicable. We also monitor customer reviews and feedback received through online and digital platforms.

Such feedback provides us with an opportunity to understand customer expectations, identify areas for improvement and strengthen the quality of our services and overall customer experience.

STEP 12

Customer Relationship Management and Repeat Business

Following completion of an event, our team may remain engaged with customers, families, corporate clients and event booking agents to understand their future requirements and maintain ongoing relationships. We believe that our integrated banquet, dining and accommodation offering, together with our customer service approach, provides opportunities for **repeat bookings, referrals and cross-selling of our hospitality services**.

We seek to build long-term relationships with customers and leverage the experience and relationships developed through completed events to generate future business opportunities across weddings, social celebrations, corporate events, festive functions and other hospitality requirements.

Sales and Marketing

We market our integrated hospitality and event solutions through a combination of direct customer engagement, referrals, repeat customers, digital and social media platforms, event booking agents and other business development initiatives. Our sales approach focuses on understanding customer requirements and recommending suitable combinations of our banquet, dining, event and accommodation facilities based on the nature, size, date and other requirements of the function.

Our customer base comprises **individuals and families, corporate organisations, event organisers, social groups and other customers**, including customers seeking venues for weddings, wedding-related functions, family celebrations, corporate events, conferences, product launches, festive celebrations and other social and private gatherings.

Our sales and marketing initiatives include the following:

Direct Customer Engagement and Relationship Management

We engage directly with prospective and existing customers to understand their event requirements, including the nature of the function, expected number of guests, preferred date, venue configuration, dining and catering requirements and accommodation needs. Based on such requirements, we recommend suitable facilities and configurations from our existing banquet and hospitality infrastructure.

Our restaurant operations also provide a customer-facing channel for creating awareness of the " BROOKS " brand and generating prospective enquiries for our banquet and event services. Customers visiting our water-themed outdoor restaurant and indoor gazebo dining spaces, either directly or through digital dining and reservation platforms, may subsequently consider our banquet facilities for their future weddings, family celebrations, corporate events and other functions.

Facility-led Sales and Cross-selling

Our banquet and hospitality facilities form an important component of our sales process. Customers may select from Spread 1, Spread 2, the combined Spread 1 and Spread 2 configuration, the Party Lawn, the combined indoor and outdoor configuration and the Grand Banquet, depending upon the nature and size of their event.

The availability of dining facilities and accommodation at the same premises also enables us to offer multiple services as part of a coordinated hospitality solution. Customers booking banquet facilities may also utilise our food and beverage and accommodation services, providing opportunities for cross-selling across our different service offerings.

Event Booking Agents, Referrals and Repeat Business

We also receive business through event booking agents, customer referrals and repeat customers, as applicable. We seek to maintain relationships with event booking agents and other intermediaries who may facilitate enquiries and bookings for weddings, social functions, corporate events and other gatherings.

We believe that customer experience and relationships developed through completed events can contribute to repeat bookings, referrals and word-of-mouth recommendations, supporting continued customer acquisition.

Digital Presence and Brand Visibility

We use our website, social media and other digital channels to showcase our facilities, events, dining offerings and customer experiences and to engage with prospective and existing customers. We have developed an emerging customer-facing presence under the "BROOKS" brand. As of the date of this Draft Red Herring Prospectus, our Instagram page has more than 9,000 followers, providing us with an established digital audience through which we can increase awareness of our offerings and engage with prospective customers.

Corporate and Institutional Outreach

We seek to develop relationships with corporate organisations and institutional customers for conferences, meetings, corporate functions, product launches, team events, annual gatherings and other business-related requirements. Our ability to offer banquet facilities of different sizes and configurations, together with dining, food and beverage and hospitality services, enables us to address varying corporate event requirements and develop relationships with corporate customers.

Integrated Hospitality & Event Solutions Industry growth drivers

Key Factors Shaping the Demand for Integrated Hospitality & Event Solutions in India

- **Wedding Industry as the Primary Growth Driver**

The wedding industry remains the most significant driver of banquet demand in India, accounting for a substantial share of total event bookings. These events typically involve large gatherings and multi-day functions, requiring integrated services such as venue, catering, and décor. This makes banquets the preferred choice and establishes weddings as both a high-volume and high-value demand driver.

A key initiative in this direction is the "India Says I Do" campaign, which aims to position India as a premier global wedding destination. The campaign leverages multiple channels such as digital marketing, social media, influencer engagement, and both online and offline activations to increase visibility. This reflects a strategic shift toward experience-driven tourism promotion, where weddings are marketed not just as events but as immersive cultural experiences. Such campaigns directly contribute to increasing demand for destination weddings, thereby driving growth in hospitality services, banquet facilities, and related event infrastructure.

India hosts many weddings Its substantial scale provides employment opportunities for millions. After recovering from the pandemic-induced challenges, the industry recorded growth over the past three years, adopting a digital-driven and innovative approach. The emergence of wed-tech players notably contributed to this evolution.

- **Rising Disposable Income & Premiumization**

Rising disposable incomes in India have significantly strengthened discretionary spending on lifestyle services, including weddings, banquets, and dining experiences. According to the Ministry of Statistics and Programme Implementation (MOSPI), per capita net national income has shown consistent growth in recent years, reflecting improved purchasing power across both urban and semi-urban households. This increase in income has enabled consumers to allocate a larger share of their budgets toward celebrations, social gatherings, and premium hospitality services. In parallel, the Reserve Bank of India highlights a structural shift in consumption patterns, with households increasingly spending on non-essential and experience-driven categories such as hospitality, travel, and events. This shift is closely aligned with the rising demand for premium banquet services, luxury venues, curated catering, and professionally managed events. As aspirations grow, consumers are prioritizing quality, exclusivity, and personalization, leading to higher per-event spending.

Increasing household incomes and aspirational spending are significantly boosting demand for premium banquet services. A large share of consumers now spends heavily on weddings and events, reflecting a clear shift toward luxury and experience-driven celebrations. This trend has led to higher demand for upscale venues, themed décor, curated menus, and professional event management, increasing both volume and per-event revenue for banquet providers.

- **Growth of Destination & Experiential Events**

The India destination wedding market has evolved rapidly over the past few years as couples increasingly seek unique and personalized wedding experiences in scenic locations. According to an industry analysis, the market is expanding significantly due to rising disposable incomes, strong social media influence, and the growing popularity of experiential wedding celebrations. Modern couples are increasingly prioritizing unique and immersive wedding experiences. Destination weddings allow families and guests to celebrate in scenic locations while enjoying travel, hospitality, and cultural experiences.

The growth of destination weddings and experiential events in India is strongly supported by government-led tourism promotion initiatives. The Ministry of Tourism has actively positioned India as a global wedding destination through campaigns such as “India Says I Do”, which promotes heritage sites, luxury hotels, and culturally rich locations for weddings. This reflects a strategic push to integrate tourism with high-value event segments like destination weddings.

Government policy frameworks also emphasize the development of tourism infrastructure, including hotels, convention centres, and integrated event spaces. Under schemes like Swadesh Darshan and PRASHAD, investments have been directed toward improving connectivity and amenities at key destinations. This has enhanced the feasibility of hosting large-scale weddings and events in scenic and non-metro locations, thereby expanding the banquet market beyond traditional urban centres.

- **Rising Demand for Specialized Event Management Solutions**

The increasing complexity and scale of events across corporate and social segments have led to a strong demand for professional event management services. Government-backed industry insights from the India Brand Equity Foundation highlight the rapid expansion of India’s services sector, particularly in organized event planning, exhibitions, and brand activations. This reflects a shift from unorganized, fragmented services to structured, professional solutions.

Corporate clients, in particular, require end-to-end execution capabilities, including logistics, technology integration, branding, and compliance with safety and operational standards. This has driven banquet operators to collaborate with specialized event management firms, offering integrated packages rather than standalone venue rentals. As a result, the value per event has increased significantly due to bundled services such as décor, audiovisual setups, catering, and guest management.

- **Increasing Demand from Corporate & Institutional Segment**

Demand from corporate and institutional clients is steadily rising due to the need for venues for conferences, training sessions, seminars, and official gatherings. This segment plays a crucial role in providing consistent, year-round demand, unlike

weddings which are seasonal. Corporate events are usually planned in advance and occur regularly, ensuring stable occupancy and predictable revenue streams for banquet operators.

The Meetings, Incentives, Conferences, and Exhibitions (MICE) segment is also being actively promoted by the Ministry of Tourism, recognizing its potential to drive year-round demand for hotels and banquet facilities. Government initiatives aimed at positioning India as a global MICE destination have led to investments in convention centres and business hotels, thereby strengthening infrastructure for corporate events.

Unlike weddings, corporate events are recurring and less seasonal, ensuring stable occupancy for banquet operators. Regular demand for seminars, workshops, and institutional events (from educational institutions, government bodies, and PSUs) provides predictable revenue streams. This stability is critical for banquet businesses, as it balances the seasonal nature of social events.

- **Changing Demand Patterns in Corporate Catering & Outsourced Services**

Corporate catering demand is evolving with the increasing shift toward outsourced cafeteria management, employee meal programs, and workplace events. Organizations are relying more on professional service providers to ensure quality, hygiene, and operational efficiency. Rising corporate outsourcing of food services, expanding institutional end-user bases across education and healthcare, growing demand for diverse and nutritious meal options, and strengthening sustainability mandates are collectively driving contract catering market growth. Corporate catering in India is undergoing a structural transformation, driven by increasing outsourcing of non-core activities. According to insights from the Ministry of Labour and Employment and government-linked industry reports, organizations are increasingly outsourcing services such as food provision, facility management, and employee welfare programs to specialized vendors to improve efficiency and compliance.

The expansion of formal workplaces, IT parks, SEZs, and large institutional campuses has further accelerated demand for contract catering and managed food services. These setups require consistent, large-scale meal provisioning with strict adherence to hygiene and safety standards, which professional catering providers are better equipped to deliver. This has created sustained demand for banquet and catering operators capable of handling bulk and recurring orders.

(*Source: D&B Report*)

Utilities

Our registered office is located in Ahmedabad and is well equipped with computer systems, internet connectivity, communication equipment, and other facilities which are required for our business operations to function smoothly. Our office has adequate water supply arrangements for human consumption which is procured from local authority and meets its power requirements through private companies.

Capacity and Capacity Utilisation

Capacity and Capacity Utilisation of Banquets and Event Hosting Services:

Capacity utilization is measured based on the number of days each venue was booked relative to the total days available during the respective financial year. FY 2023-24 represents a partial period from February 2024 (59 days), while FY 2024-25 and FY 2025-26 represent full-year operations. Functions Held reflects the total number of events conducted, while Days Booked reflects the number of calendar days for which the respective venue was booked.

FY 2023-24 *(Partial – data from Feb 2024)* *Days available: 59*

Venue/Halll	Functions Held	Days Booked	Days Available	Occupancy %
Grand Banquet	10	9	59	15.3%
Spread-1	13	13	59	22.0%
Spread-2	15	14	59	23.7%
Party Lawn	7	7	59	11.9%
TOTAL (all Venues)	**45**	**43**		

FY 2024-25 *(Full year)* *Days available: 365*

Venue / Hall	Functions Held	Days Booked	Days Available	Occupancy %
Grand Banquet	124	86	365	23.6%
Spread-1	184	136	365	37.3%
Spread-2	197	131	365	35.9%
Party Lawn	93	67	365	18.4%
TOTAL (all halls)	**598**	**420**		

FY 2025-26 *(Full year)* *Days available: 365*

Venue / Hall	Functions Held	Days Booked	Days Available	Occupancy %
Grand Banquet	243	146	365	40.0%
Spread-1	198	156	365	42.7%
Spread-2	211	144	365	39.5%
Party Lawn	130	98	365	26.8%
TOTAL (all halls)	**782**	**544**		

*Functions Held represents the total number of events/functions conducted, including multiple functions held on the same day (e.g., lunch and dinner), and therefore may exceed the number of Days Booked.

Capacity and Capacity Utilisation of Restaurant Service:

Covers/Day = Seats × Rounds. Actual Covers/Day is derived from walk-in revenue ÷ average spend per cover ÷ days in the year, since per-cover POS data isn't tracked separately. % Capacity Utilization is measured against a realistic Target (not the theoretical Max), matching FY working already prepared.

Capacity Assumptions

Session	Seats	Max Rounds/Day	Max Covers/Day	Target Covers/Day
Lunch	90	3	270	135
Dinner	205	3	615	410
Combined / Day	—	—	**885**	**545**

Actual Covers & Capacity Utilization (Annual)

FY	Days in FY	Walk-in Revenue (₹)	Average Spend/Cover (₹)	Actual Covers/Day (used)	Max Covers/Day	Target Covers/Day	% Util vs Target
FY 2023-24	59	5,259,000	500	178	885	545	32.7%
FY 2024-25	365	39,954,000	550	199	885	545	36.5%
FY 2025-26	365	43,744,000	550	218	885	545	40.0%

**As certified by Hitesh Parekh, Chartered Engineer, vide certificate dated August 17, 2026.*

Intellectual Property

As on the date of this Draft Red Herring Prospectus, the Company has applied for the following intellectual property trademark registration:

S. N.	Brand Name/ Trademark	Class	Type	Application Number	Status

1.	BROOKS RESTAURANT AND BANQUETS	43	WORD	7473306	Ready for Examination
2.		43	DEVICE	15090620	Applied

Human Resource

Our employees are an integral part of our banquet, restaurant and hospitality operations and play an important role in delivering the quality of food, service and overall customer experience. Our workforce is engaged across functions including food and beverage preparation and service, banquet and event operations, housekeeping, sales and marketing, accounting, human resources, operations and other support functions. We seek to maintain a service-oriented workforce and rely on our employees to execute events, serve customers and guests and manage our day-to-day operations efficiently.

Set forth below are the details of our permanent employees, department-wise, as of July 31, 2026:

Sr. No.	Particulars	Number of employees
1	Accounting	3
2	F & B Kitchen	18
3	F & B Services	20
4	Housekeeping	3
5	Human Resource	2
6	Management	1
7	Operations	2
8	Sales & Marketing	11
9	Secretarial	1
Total		**61**

Details of Statutory Contribution

As on July 31, 2026		
Particulars	**Number of Employees**	**Amount Paid (In Rupees)**
EPFO	4	15,200
ESIC	4	2,799

EMPLOYEE AND RELATED COSTS/EXPENSES

The employee and related costs/expenses as a percentage of revenue for last 3 fiscal years are as follows:

(In Lakhs)

Particulars	March 31, 2026	March 31, 2025	March 31, 2024
Employee Benefit Expenses	264.49	219.90	13.88
Revenue from operation	1,897.47	1,247.21	105.98
% of Employee costs against the revenue from operation	13.94%	17.63%	13.09%

Competition

The Integrated Hospitality and Event Solutions industry in India is characterised by a dynamic and fragmented competitive landscape, comprising organised hospitality and event service providers, mid-sized integrated operators and a significant base of unorganised, standalone and niche operators. Competition varies depending upon the nature, scale and requirements of an event and may arise from banquet venues, party plots, restaurants, hotels, caterers and other event-related service providers.

Our offering combines banquet and event venues, outdoor event spaces, restaurant and dining facilities, catering infrastructure and accommodation within an integrated operating platform. Given the nature and combination of our offerings, we believe that there is currently no directly comparable peer offering the same combination of banquet and event facilities, restaurant and dining operations, themed dining experiences and on-site accommodation under a single operating platform. (*Source: D&B Report*)

However, we operate in a broader competitive environment and compete, depending upon the nature and requirements of a particular event, with integrated hospitality venues as well as fragmented and standalone operators. Customers may alternatively choose a party plot or standalone banquet venue and separately arrange catering, décor, event-related services and

accommodation from different service providers. We may also compete with standalone restaurants, hotels and other hospitality and event service providers for specific components of a customer's overall event and hospitality requirements.

Accordingly, while our integrated offering differentiates us from fragmented event arrangements, our ability to attract and retain customers remains subject to competition across factors such as location, venue capacity and configuration, quality of food and beverage offerings, accommodation, pricing, service quality, customer experience, brand reputation, flexibility and execution capabilities.

Analysis of Key Factors Shaping Competition in the Sector

Service Integration and End-to-End Solutions

Service integration and the ability to provide end-to-end solutions are important competitive factors in the industry, as they enable service providers to offer customers a seamless and coordinated experience across different aspects of an event, including planning, execution and coordination. Integrated service providers may provide greater convenience to customers by reducing the need to coordinate with multiple service providers and may also benefit from bundled offerings and economies of scale. In addition, integrated providers may offer greater quality control, customisation and responsiveness to changing customer requirements. The ability to provide such integrated solutions may therefore enable service providers to establish stronger customer relationships and differentiate themselves from fragmented operators.

Brand Reputation and Experience

Brand reputation and operating experience are important competitive factors in the Indian hospitality and event solutions industry, as customers may place significant importance on the proven ability of a service provider to successfully execute events. Established providers with a track record of successful events, positive customer testimonials and a credible brand presence may be perceived as more reliable, particularly for large corporate functions, weddings and other important social gatherings. Such reputation and experience may support customer acquisition, repeat business and the ability to attract higher-value events.

Pricing

Pricing is a significant competitive factor, as customers may compare multiple venues and service providers before making a booking decision. Price sensitivity, particularly for mid-sized events, may require service providers to offer competitive pricing or flexible packages while maintaining service quality. Competition, together with increases in input costs such as food, labour and logistics, may also place pressure on operating margins and makes effective cost management important. While certain established providers may derive pricing strength from their brand and service proposition, other operators may compete primarily on price and flexibility.

Technological Enablement

Technology enablement is an increasingly relevant competitive factor in the Indian hospitality and event solutions industry, as service providers may use digital tools to improve operational efficiency, customer engagement and event execution. Technologies including event management platforms, data analytics, digital registration systems and virtual or hybrid event solutions may enable providers to streamline processes, improve customisation and enhance customer experience. Service providers that effectively adopt technology may therefore be better positioned to respond to evolving customer expectations, particularly among corporate and digitally engaged customers.

(*Source: D&B Report*)

Integrated Offering, Venue Flexibility and Accommodation

Our competitive positioning is supported by the combination of banquet and event venues, outdoor event spaces, restaurant and dining facilities and accommodation available within our existing facility. While customers may alternatively arrange these requirements separately through a party plot or standalone banquet venue, caterer, restaurant and hotel, our integrated facility enables multiple event and hospitality requirements to be addressed through a single location.

Our existing facility also offers multiple banquet configurations, including Spread 1, Spread 2, the combined Spread 1 and Spread 2 configuration, the Party Lawn, the combined indoor and outdoor configuration and the Grand Banquet. This enables us to cater to events of varying sizes and formats and provides customers with flexibility in selecting and configuring the venue according to their guest count, event format and other requirements.

The availability of 11 accommodation rooms within the same facility further complements our event proposition, particularly for weddings, family functions and other events involving outstation guests. This integrated offering may provide greater convenience to customers by reducing the need to separately arrange venue, dining and accommodation requirements across multiple locations.

Brand Presence and Customer Engagement

Our competitive positioning is also supported by our customer-facing presence under the " " brand and our ability to engage with customers through both physical and digital channels. Our restaurant operations, including our water-themed outdoor restaurant and three indoor gazebo dining spaces, provide an opportunity for customers to experience our food, ambience and hospitality services even when they are not visiting our premises for an event.

Customers may access our restaurant services as walk-in customers or through digital dining and reservation platforms. Such interactions provide opportunities to create awareness of our broader banquet and hospitality offering, and customers who experience our restaurant may subsequently consider our facilities for weddings, family celebrations, corporate events and other functions.

We also maintain a digital presence through social media and other online channels. As of the date of this Draft Red Herring Prospectus, our Instagram page has more than 9,000 followers, through which we showcase our facilities, events, dining offerings and customer experiences. We believe that our physical and digital customer touchpoints support brand awareness, customer engagement and opportunities for repeat and referral-led business.

Vegetarian-only Proposition

Our hospitality offering is also supported by a vegetarian-only proposition, which is intended to cater to customer segments that prefer vegetarian-only premises for weddings, family functions, social celebrations and corporate events. Vegetarian food and vegetarian-only dining and event venues have preference in Gujarat, and the availability of a vegetarian-only venue may be an important consideration for certain customer groups when selecting a location for their functions.

The combination of a vegetarian-only offering with banquet facilities, dining services and on-site accommodation is expected to provide a clearly defined proposition for such customer segments and may differentiate our offering from venues that do not provide a vegetarian-only environment.

Collaboration

As on date of this Draft Red Herring Prospectus, our company has not entered into any technical or financial collaboration agreements.

Insurance

Our operations involve the ownership and operation of banquet, restaurant, hospitality and related infrastructure and are consequently exposed to certain risks associated with damage to property, equipment, inventory and other insured assets. In order to mitigate certain such risks, we have obtained insurance coverage for our insured assets and operations.

Our insurance coverage includes protection against physical loss of or damage to insured property arising from specified insured events, including fire, explosion or implosion, lightning, earthquake, volcanic eruption and other convulsions of nature, storm, cyclone, typhoon, tempest, hurricane, tornado, tsunami, flood and inundation, subsidence and landslide, impact damage, malicious damage, riot and strike, bursting or overflowing of water tanks, apparatus and pipes and leakage from automatic sprinkler installations, subject to the terms, conditions, exclusions and limits of the respective insurance policies.

Our insurance policies also include coverage in respect of certain additional risks and extensions, including terrorism damage, earthquake damage, impact damage and other specified in-built covers, such as alterations and extensions, temporary removal of stocks, cover for specific contents, start-up expenses, professional fees, costs for removal of debris and costs incurred pursuant to municipal regulations, subject to the applicable terms and conditions of the policies.

We review and renew our insurance coverage periodically in accordance with our operational requirements. However, insurance policies are subject to standard exclusions, limitations and conditions and may not cover every risk or loss. Accordingly, any loss or liability that is not covered, or is inadequately covered, by our insurance policies may adversely affect our financial condition, results of operations and cash flows.

Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of the Company has constituted a Corporate Social Responsibility ("CSR") Committee. Based on the recommendations of the CSR Committee, the Company undertakes its CSR activities in accordance with its CSR Policy and the applicable provisions of law.

Properties

Following properties are taken on lease / sub-lease/ leave & license by our company:

Sr. No	Name of Licensor	Name of Licensee	Address of Property	Consideration Fee	Area	Date of Agreement	Tenure	Usage	Ownership is related or not
1	**1. Savitaben Keshavlal**, 235, Mukhi ni Khadki, Patel Vas, Ahmedabad – 382470 **2. Mayaben Keshavlal**, C.S. 239, Malivalo Kuvo, Near J. K. Park, Chandlodiya, Ahmedabad – 382481 **3. Ashwinkumar Keshavlal**, 12, Patel Nagar Society, Tragad, Ahmedabad – 382470 **4. Reenaben Rakeshbhai Patel**, 235/A, Mukhi ni Khadki, Tragad, Ahmedabad – 382470 **5. Tushar Rakeshbhai Patel**, 235, Mukhi ni Khadki, Patel Vas, Ahmedabad – 382470 **6. Zeel Rakeshbhai Patel**, 235, Mukhi ni Khadki, Patel Vas, Ahmedabad – 382470	Brooks Restaurant and Banquets Private Limited	Survey No. 240, Village – Tragad, Taluka – Ghatlodiya, District – Ahmedabad, Gujarat – 382470, India	₹2,00,000 per month	59,513.66 sq. ft.	August 1, 2022	15-year lease tenure	Registered Office / Banquet and Restaurant Facility – Tragad	No

Sr. No	Name of Licensor	Name of Licensee	Address of Property	Consideration Fee	Area	Date of Agreement	Tenure	Usage	Ownership is related or not
2	**1. Dashrathbhai Jamnabhai Patel**, 17, Vrindavan Bungalow, Division – 6, Behind Gokul Club, Gota, Daskroi, Ahmedabad – 382481 **2. Naranbhai Jamnabhai Patel**, 1300, Hanuman Paru, Division – 1, Auganj, Daskroi, Ahmedabad – 380060 **3. Arvindbhai Jamnabhai Patel**, 394, Madhvalo Vas, Auganj, Daskroi, Ahmedabad – 380060 **4. Kantaben Baldevbhai Patel**, 13, Kalindi Bungalows, Near Raghukul Bungalows, Thaltej, Ahmedabad – 380054 **5. Saileshbhai Baldevbhai Patel**, B/201, Skar Pearl, Beside Sola AMC Swimming Pool, Science City, Sola, Ahmedabad – 380060 **6. Vikrambhai Baldevbhai Patel**, A-102, Ashram Heaven, Beside Avadh Bungalows, Science City Road, Ahmedabad – 380060	Brooks Restaurant and Banquets Limited	Survey No. 1126 and 1130/5, Village - Ognaj, Ahmedabad, Gujarat – 380060, India	₹3,60,000 per month	49,650 sq. ft.	September 1, 2026	12-year lease tenure	Proposed Banquet and Hotel Facility – Ognaj	No

Sr. No	Name of Licensor	Name of Licensee	Address of Property	Consideration Fee	Area	Date of Agreement	Tenure	Usage	Ownership is related or not
	7. Prakashbhai Kanubhai Patel, Spandan Heights, Beside Ratnam Status, Behind Fun Point Club, Sola, Ahmedabad – 380060 **8. Sangitaben Rameshbhai Patel**, 481, Mathvalo Vas, Auganj, Daskroi, Ahmedabad – 380060 **9. Rimple Krunal Patel**, 7, Shitij Raw House, Opp. Green Park, Ambali, Bopal, Ahmedabad – 380058 **10. Amit Rameshbhai Patel**, 881, Motomadh, Auganj, Ahmedabad – 380060								

This space has been left blank intentionally.

KEY REGULATIONS AND POLICIES

Except as otherwise specified in this Draft Red Herring Prospectus, we are subject to several central and state legislations which regulate substantive and procedural aspects of our business.

Additionally, our operations require sanctions from the concerned authorities, under the relevant Central and State legislations. The following is an overview of some of the important laws, policies and regulations which are pertinent to our business. Taxation statutes such as the I.T. Act, GST and applicable labour laws, contractual laws, and intellectual property laws as the case may be, apply to us as they do to any other Indian company. The statements below are based on the current provisions of Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions. The regulations set out below may not be exhaustive and are only intended to provide general information to Investors and are neither designed nor intended to be a substitute for professional legal advice.

APPROVALS

For the purpose of the business undertaken by our Company, it is required to comply with various laws, statutes, rules, regulations, executive orders, etc. that may be applicable from time to time. The details of such approvals have more particularly been described for your reference in the chapter titled "***Government and Other Statutory Approvals***" beginning on page number 257 of this Draft Red Herring Prospectus.

BUSINESS AND/OR KEY INDUSTRY AND/OR TRADE RELATED LAWS AND REGULATIONS

Hotel Classification Guidelines

The Ministry of Tourism has issued the *Hotel Classification Guidelines* (dated January 19, 2018) prescribing the framework for voluntary approval, classification and re-classification of hotels seeking recognition from the Ministry. Hotels applying for classification may seek project approval at the implementation stage and apply for classification within the timelines prescribed under the Guidelines. Existing hotels may also apply for classification or re-classification in accordance with the Guidelines. Applications are evaluated by the Hotel and Restaurant Approval and Classification Committee (HRACC), which inspects and assesses hotels based on prescribed standards relating to infrastructure, amenities, services, hygiene, safety and operational requirements. Upon satisfactory assessment, eligible hotels may be granted classification under the Star Category (including 1 Star, 2 Star, 3 Star, 4 Star, 4 Star with or without alcohol service, 5 Star, and 5 Star Deluxe) or the Heritage Category (Heritage, Heritage Classic and Heritage Grand). Such classification is generally valid for five years, following which hotels may apply for re-classification.

The Food Safety and Standards Act, 2006

The Food Safety and Standards Act, 2006 ("FSS Act") consolidates the laws relating to food and establishes the Food Safety and Standards Authority of India ("FSSAI") for laying down science-based standards for food and regulating its manufacture, processing, storage, distribution, sale and import to ensure the availability of safe and wholesome food for human consumption. The FSS Act provides the framework governing food safety in India and, inter alia, prescribes requirements relating to licensing and registration of food business operators, food safety standards, hygiene and sanitary practices, packaging and labelling, recall procedures, inspection and enforcement mechanisms, and the responsibilities and liabilities of food business operators. It also provides for adjudication, penalties and appeals in respect of violations under the Act.

Pursuant to the FSS Act, the FSSAI has notified various regulations prescribing standards for food products, food additives, contaminants, toxins, residues, packaging, labelling, food imports and food safety management systems. The enforcement authorities under the FSS Act, including the Commissioner of Food Safety, Designated Officers, Food Safety Officers and Food Analysts, are vested with powers relating to inspection, sampling, seizure, analysis and enforcement. The FSSAI has also notified various regulations governing specific food categories, additives and food business operations, including, among others:

- Food Safety and Standards (Licensing and Registration of Food Businesses) Regulations, 2011;
- Food Safety and Standards (Food Product Standards and Food Additives) Regulations, 2011;
- Food Safety and Standards (Packaging) Regulations, 2018;
- Food Safety and Standards (Labelling and Display) Regulations, 2020;
- Food Safety and Standards (Contaminants, Toxins and Residues) Regulations, 2011;

- Food Safety and Standards (Import) Regulations, 2017; and
- Food Safety and Standards (Food Recall Procedure) Regulations, 2017.

The Electricity Act, 2003

The Electricity Act, 2003 provides the legal framework for generation, transmission, distribution, trading and use of electricity in India and seeks to promote competition, protect consumer interests and ensure supply of electricity to all areas. The Act regulates licensing requirements for distribution and transmission of electricity, open access to transmission and distribution networks, determination of tariffs, and standards of performance and safety. Industrial establishments consuming electricity are required to comply with applicable provisions of the Act, regulations issued by the relevant State Electricity Regulatory Commission and conditions imposed by the distribution licensee, including requirements relating to electricity connections, metering, payment of charges and adherence to safety standards. Non-compliance with the provisions of the Electricity Act or regulations made thereunder may attract penalties and other enforcement action in accordance with applicable law.

The Environment (Protection) Act, 1986

The Environment (Protection) Act, 1986 is an umbrella legislation enacted to provide for the protection and improvement of the environment and the prevention of environmental pollution. The Act empowers the Central Government to prescribe standards for emissions and discharges, regulate industrial operations, issue directions for environmental protection, and take measures for the prevention, control and abatement of pollution. The Act also provides the framework for the issuance of various environmental rules and notifications governing waste management, pollution control and environmental compliance. Non-compliance with the provisions of the Act may attract penalties and other enforcement action in accordance with applicable law.

The Water (Prevention and Control of Pollution) Act, 1974

The Water (Prevention and Control of Pollution) Act, 1974 provides for the prevention and control of water pollution and the maintenance or restoration of the wholesomeness of water. The Act establishes the Central Pollution Control Board and the State Pollution Control Boards, which are empowered to regulate the discharge of sewage and trade effluents into water bodies. Establishments covered under the Act may be required to obtain the requisite consent from the concerned State Pollution Control Board prior to establishment and operation, comply with prescribed standards relating to the treatment and disposal of wastewater and effluents, and adhere to conditions imposed under such consents. Failure to comply with the provisions of the Act may attract penalties and other enforcement action.

The Air (Prevention and Control of Pollution) Act, 1981

The Air (Prevention and Control of Pollution) Act, 1981 provides for the prevention, control and abatement of air pollution. The Act empowers the Central Pollution Control Board and the State Pollution Control Boards to prescribe emission standards, regulate emissions from industrial plants and commercial establishments, and grant or refuse consent for the establishment and operation of specified activities. Establishments covered under the Act are required to comply with prescribed emission standards and maintain pollution control measures, where applicable. Non-compliance with the provisions of the Act may result in penalties and enforcement action under applicable law.

The Micro, Small and Medium Enterprises Development Act, 2006

In order to promote and enhance the competitiveness of Micro, Small and Medium Enterprise (MSME) the Act was enacted. With effect from April 01, 2025 the Manufacturing enterprises and enterprises rendering Services have been re-classified as Micro enterprise, where the investment in plant and machinery does not exceed Rs.2.5 Crore and annual turnover does not exceed Rs. 10 Crore; Small enterprise, where the investment in plant and machinery does not exceed Rs.25 crore and annual turnover does not exceed Rs. 100 Crore; a Medium enterprise, where the investment in plant and machinery does not exceed Rs. 125 crore and annual turnover does not exceed Rs. 500 Crore

Digital Personal Data Protection Act, 2023

The Digital Personal Data Protection Act, 2023 provides the legal framework for protection of personal data in digital form and governs the processing of such data by data fiduciaries. The Act applies to the processing of digital personal data carried out in India, including processing undertaken in connection with the provision of goods or services. The operations of the Company involve processing of digital personal data in the course of its business activities, including in relation to employees, contractors and deployment of digital systems, and are accordingly subject to the provisions of the Digital Personal Data Protection Act, 2023. Non-compliance with the provisions of the Act may attract penalties in accordance with applicable law.

Consumer Protection Act, 2019 (the "Consumer Protection Act") and the rules made thereunder

The Consumer Protection Act, 2019, which repeals the Consumer Protection Act, 1986 was designed and enacted to provide simpler and quicker access to redress consumer grievances. It seeks, inter alia to promote and protect the interests of consumers against deficiencies and defects in goods or services and secure the rights of a consumer against unfair trade practices, which may be practiced by manufacturers, service providers and traders. The definition of "consumer" under the Consumer Protection Act also includes persons engaged in offline or online transactions through electronic means or by tele-shopping or direct-selling or multi-level marketing. It provides for the establishment of consumer disputes redressal forums and commissions for the purposes of redressal of consumer grievances. In addition to awarding compensation and/or passing corrective orders, the forums, and commissions under the Consumer Protection Act, in cases of misleading and false advertisements, are empowered to impose imprisonment for a term which may extend to two years and fine which may extend to ten lakhs.

The Sale of Goods Act, 1930 ("SOGA")

The Sale of Goods Act, 1930 as amended regulates contracts relating to sale of goods in India. The Act, inter alia, provides for conditions and warranties in contracts of sale, transfer of ownership, rights and duties of buyer and seller and remedies in case of breach. It governs implied conditions such as title, quality and fitness of goods. Compliance with this Act is relevant for entities engaged in sale or purchase of goods in the ordinary course of business.

LAWS RELATING TO SPECIFIC STATE WHERE ESTABLISHMENT IS SITUATED

The Gujarat Provincial Municipal Corporations Act, 1949

The Act provides for the establishment and governance of Municipal Corporations in specified cities of Gujarat and regulates municipal administration. It empowers Municipal Corporations to regulate matters relating to urban planning, public health, sanitation, building regulations, trade and business licensing, and municipal services. The Act also prescribes the framework for obtaining municipal licences, permissions and approvals required for the establishment and operation of businesses and other regulated activities within municipal limits. Under the GPMC Act and the rules and regulations framed thereunder, commercial establishments, including hotels, restaurants, banquet halls and similar hospitality establishments, may be required to obtain applicable municipal approvals, such as building plan sanctions, occupancy or completion certificates, trade or health licences (where applicable), permissions for signage and advertisements, and other municipal permissions relating to public health, sanitation and fire safety, depending on the nature and location of the establishment. The municipal corporation is also empowered to regulate the construction, alteration and use of buildings, enforce compliance with building bye-laws, levy municipal taxes and fees, and take enforcement action for non-compliance with the provisions of the GPMC Act and the regulations made thereunder.

The Gujarat Prohibition Act, 1949

The Act regulates and prohibits the manufacture, possession, sale, purchase, transport, import, export, consumption and use of liquor and other intoxicants in the State of Gujarat, except as permitted under the Act. It provides for the grant of licences, permits and authorisations in specified cases, prescribes compliance requirements for authorised activities, and empowers the authorities to enforce prohibition laws. Non-compliance with the provisions of the Act may attract penalties, confiscation of goods and other enforcement action in accordance with applicable law.

The Gujarat Fire Prevention and Life Safety Measures Act, 2013 ("Fire Safety Act")

The Gujarat Fire Prevention and Life Safety Measures Act, 2013 regulates fire prevention and life safety measures in specified buildings and premises within the State of Gujarat. The Act requires the owners and occupiers of buildings and premises to comply with the prescribed fire safety requirements and, where applicable, obtain fire safety approvals, including a Fire No Objection Certificate ("Fire NOC"), from the competent authority. The Fire Safety Act prescribes requirements relating to the installation, operation, testing and maintenance of fire prevention and life safety systems, periodic inspection and certification of such systems, emergency preparedness and compliance with the standards prescribed under the Act and the rules made thereunder. The competent authority is empowered to conduct inspections, issue directions for rectification of deficiencies and take enforcement action in the event of non-compliance. Failure to comply with the provisions of the Fire Safety Act or the rules made thereunder may result in penalties, suspension or cancellation of approvals, sealing of premises, or such other enforcement action as may be prescribed under applicable law.

The Gujarat Lifts, Escalators and Moving Walks Act, 2013

The Act regulates the installation, operation, maintenance and safety of lifts, escalators and moving walks in the State of Gujarat. It requires owners and occupiers of covered premises to obtain the prescribed permissions and licences, ensure compliance with prescribed safety standards, and carry out periodic inspections and maintenance. Non-compliance with the provisions of the Act may attract penalties and other enforcement action in accordance with applicable law.

The Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2019

Under the provisions of the Act, shops and establishments are required to be registered. The Act regulates the employment and service conditions of employees in shops and establishments, including provisions relating to working hours, overtime, weekly holidays, leave, health and safety, maintenance of records, and the rights and obligations of employers and employees.

The Gujarat State Tax on Professions, Trades, Callings and Employments Act, 1976

The Gujarat State Tax on Professions, Trades, Callings and Employments Act, 1975 provides for the levy and collection of professional tax in the State of Gujarat on persons engaged in any profession, trade, calling or employment, subject to the maximum limit prescribed under Article 276 of the Constitution of India. The Act applies to the whole of the State of Gujarat and empowers the State Government to levy professional tax as specified in the Schedules to the Act. Employers are required to deduct professional tax from the salaries or wages of employees and deposit the same with the prescribed authority within the stipulated timelines, after obtaining registration under the Act. Self-employed persons and professionals are required to obtain enrolment and pay professional tax directly. The Act also lays down provisions relating to registration, enrolment, assessment, filing of returns, exemptions, penalties and interest for non-compliance.

The Indian Stamp Act, 1899 read with Gujarat Stamp Act, 1958

The purpose of The Indian Stamp Act,1899 was to streamline and simplify transactions of immovable properties and securities by the State Government. The Stamp Act provides for the imposition of stamp duty at the specified rates on instruments listed in Schedule IA of the Stamp Act. Stamp duty is payable on all instruments/ documents evidencing a transfer or creation or extinguishment of any right, title or interest in immovable property. However, under the Constitution of India, the states are also empowered to prescribe or alter the stamp duty payable on such documents executed within the states. Therefore, the State Government of Gujarat is empowered to prescribe or alter the stamp duty as per its need.

TAX RELATED LEGISLATIONS

Income Tax Act, 2025

The Income-tax Act, 2025 came into force with effect from April 01, 2026. The Act extends to the whole of India and governs the levy, administration and collection of income-tax in India. It applies to all categories of taxpayers, including companies, whose income is chargeable to tax under its provisions, with the incidence of tax depending upon their residential status and the nature and source of income. Broadly, residents are taxable in India on their global income, while non-residents are taxable on income received or deemed to be received in India, or income accruing, arising or deemed to accrue or arise in India. The Company is required to comply with the applicable provisions of the Income-tax Act, 2025, including maintenance of prescribed records, filing of periodic returns, withholding and deposit of applicable taxes, transfer pricing compliances (where applicable), and payment of applicable taxes, interest and penalties, if any.

The Goods and Services Tax Act, 2017

The Central Goods and Services Tax Act, 2017, the Gujarat Goods and Services Tax Act, 2017 and the Integrated Goods and Services Tax Act, 2017 govern the levy and collection of goods and services tax on the supply of goods and services in India. These laws replaced multiple erstwhile indirect taxes and prescribe requirements relating to registration, issuance of tax invoices, filing of returns, payment of tax, maintenance of records and compliance with procedural requirements. The supply of goods by industrial enterprises are subject to the provisions of the GST laws, and non-compliance therewith may attract interest, penalties and other enforcement action in accordance with applicable law.

EMPLOYMENT AND LABOUR LAWS

The Code on Wages, 2019 (the "Wages Code")

The Wages Code received the assent of the President of India on August 8, 2019, and the provisions of the Code came into effect from November 21, 2025, after being notified in the Official Gazette by the Central Government. The Wages Code has

replaced the four existing ancient laws namely (i) the Payment of Wages Act, 1936, (ii) the Minimum Wages Act, 1948, (iii) the Payment of Bonus Act, 1965, and (iv) the Equal Remuneration Act, 1976.

The Wages Code extends to the whole of India and regulates minimum wages, floor wages, payment of wages, permissible deductions, bonus and equal remuneration. It introduces a harmonized definition of "wages", prohibits discrimination on grounds of gender in matters of wages and recruitment for the same work or work of a similar nature, and confers a statutory right to minimum wages for all employees, supported by a national floor wage below which State minimum wages cannot fall. The Wages Code also provides for advisory boards, an Inspector-cum-Facilitator based compliance regime, maintenance of prescribed registers and issuance of wage slips, and offences and penalties for non-compliance

The Occupational Safety, Health and Working Conditions Code, 2020 (the "OSHWC Code")

The OSHWC Code is a central legislation enacted to consolidate and amend the laws regulating the occupational safety, health and working conditions of persons employed in an establishment; it received the assent of the President of India on September 28, 2020 and, pursuant to a notification issued by the Ministry of Labour and Employment, has been brought into force with effect from November 21, 2025 as part of the implementation of the four Labour Codes rationalising 29 existing central labour laws. The OSHWC Code replaces and subsumes 13 central enactments relating to safety, health and working conditions, including, among others, the Factories Act, 1948, the Contract Labour (Regulation and Abolition) Act, 1970, the Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979, the Mines Act, 1952, the Plantations Labour Act, 1951, the Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996, the Motor Transport Workers Act, 1961, the Beedi and Cigar Workers (Conditions of Employment) Act, 1966 and laws governing dock workers, working journalists, cine-workers and sales promotion employees, subject to repeal-and-savings provisions that preserve existing rules and notifications to the extent they are not inconsistent with the Code.

The OSHWC Code applies, inter alia, to establishments employing 10 or more workers and to all mines and docks, as well as to specified categories such as factories, building and other construction works, plantations, motor transport undertakings, audio-visual production units and newspaper establishments, and requires eligible establishments to obtain registration (with deemed migration of existing registrations), comply with notified occupational safety and health standards, provide a safe working environment and prescribed welfare facilities, conduct periodic medical examinations including free annual health check-ups for specified employees, issue letters of appointment to all employees, and report certain accidents, dangerous occurrences and notified occupational diseases. It also contains specific provisions on working hours, leave and overtime, engagement and conditions of contract labour and inter-State migrant workers, and employment of women (including in night shifts and in all types of work subject to consent and prescribed safeguards), and establishes an Inspector-cum-Facilitator and advisory board framework for enforcement and standard-setting.

The OSHWC Code also provides for registration of applicable establishments, maintenance of safe and healthy working environment and welfare facilities, engagement and treatment of contract labour and inter-State migrant workers, employment of women, and maintenance of prescribed registers, records and returns and timely reporting of accidents, dangerous occurrences and occupational diseases. The Gujarat Occupational Safety, Health and Working Conditions Rules, 2025 have been framed under the Occupational Safety, Health and Working Conditions Code, 2020 and prescribe the framework for the registration and regulation of establishments covered under the Code in the State of Gujarat. They lay down requirements relating to health, safety and welfare measures, working hours, leave, employment conditions, maintenance of registers and records, statutory notices and returns, and other compliance obligations of employers. The Rules also prescribe procedures for obtaining registrations, licences and other approvals, and provide for inspection and enforcement mechanisms to ensure compliance with the applicable occupational safety, health and working conditions requirements.

The Industrial Relations Code, 2020 (the "IR Code")

The IR Code is a central legislation enacted to consolidate and amend the laws relating to trade unions, conditions of employment in industrial establishments and undertakings, and the investigation and settlement of industrial disputes; it received the assent of the President of India on September 28, 2020 and, pursuant to notifications issued by the Ministry of Labour and Employment, has been brought into force with effect from November 21, 2025.

The IR Code consolidates and replaces three key enactments, namely (i) the Industrial Disputes Act, 1947, (ii) the Trade Unions Act, 1926, and (iii) the Industrial Employment (Standing Orders) Act, 1946. It extends to the whole of India and, among other matters, provides a unified framework for (i) registration, governance and recognition of trade unions, including recognition of a negotiating union or negotiating council in industrial establishments having multiple unions; (ii) constitution of bi-partite forums such as Works Committees and Grievance Redressal Committees in establishments above prescribed thresholds; (iii) certification, modification and deemed adoption of standing orders in industrial establishments employing 300 or more

workers, aligned with central model standing orders; and (iv) mechanisms for conciliation, voluntary arbitration and adjudication of industrial disputes by Industrial Tribunals and the National Industrial Tribunal.

The IR Code also introduces provisions on fixed term employment with parity of wages and benefits vis-à-vis permanent workers and gratuity eligibility after one year, prescribes conditions and procedures for strikes and lock-outs, and revises the regime governing lay-off, retrenchment and closure in certain industrial establishments, including a higher statutory threshold (currently 300 workers, with power for States to increase this limit) for prior government approval for lay-off, retrenchment and closure, while defining "worker" and "employee" broadly to cover a wider segment of the workforce and prohibiting unfair labour practices.

The Code on Social Security, 2020 (the "Social Security Code")

The Social Security Code is a central legislation enacted to modernize and consolidate the laws relating to social security with the objective of extending social security coverage to employees and workers in the organized, unorganized, gig and platform sectors across India; it received the assent of the President of India on September 28, 2020 and, pursuant to a notification issued by the Ministry of Labour and Employment under Section 1(3), has been brought into force with effect from November 21, 2025.

The Social Security Code consolidates and replaces nine central enactments, including the Employees' Compensation Act, 1923, the Employees' State Insurance Act, 1948, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, the Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959, the Maternity Benefit Act, 1961, the Payment of Gratuity Act, 1972, the Cine Workers Welfare Fund Act, 1981, the Building and Other Construction Workers Welfare Cess Act, 1996 and the Unorganised Workers' Social Security Act, 2008. Among other matters, it provides the framework for social security schemes relating to provident fund, pension and deposit-linked insurance, employees' state insurance, maternity benefits, gratuity, employee compensation and welfare of building and other construction workers, as well as social security schemes for unorganized workers, gig workers and platform workers, and establishes or continues social security organisations such as the Central Board of Trustees of the Employees' Provident Fund, the Employees' State Insurance Corporation, the National and State Social Security Boards for unorganized workers and State Building and Other Construction Workers' Welfare Boards.

The Social Security Code also contemplates electronic registration of establishments, technology-enabled record-keeping and benefit delivery, and empowers the Central and State Governments to extend the application of EPF, ESIC and other schemes to additional classes of establishments and workers.

The Social Security Code and the rules and schemes framed thereunder, provides for registration of eligible establishments, enrolment of employees under the Employees' Provident Fund and Employees' State Insurance schemes, payment of employer and employee contributions, provision of statutory gratuity, maternity and employee compensation benefits, facilitation of social security for eligible contract, unorganized, gig or platform workers engaged in its operations, and maintenance of prescribed records and returns, and any non-compliance may result in interest, penalties and other enforcement action.

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (the "Act")

In order to curb the rise in sexual harassment of women at workplace, this Act was enacted for prevention and redressal of complaints and for matters connected therewith or incidental thereto. The terms 'sexual harassment' and 'workplace' are both defined in the Act. Every employer should constitute an "Internal Complaints Committee" and every officer and member of the Committee shall hold office for a period of not exceeding three years from the date of nomination. Any aggrieved woman can make a complaint in writing to the Internal Committee in relation to sexual harassment of female at workplace. Every employer has a duty to provide a safe working environment at workplace which shall include safety from the persons coming into contact at the workplace, organising awareness programs and workshops, display of rules relating to the sexual harassment at any conspicuous part of the workplace, provide necessary facilities to the internal or local committee for dealing with the complaint, such other procedural requirements to assess the complaints.

Child Labour (Prohibition and Regulation) Act, 1986 (the "CLPR Act")

The Child and Adolescent Labour (Prohibition and Regulation) Act, 1986, as amended, has been enacted to prohibit the employment of children below the age of fourteen years and to regulate the employment of adolescents in certain occupations and processes. The Act prohibits the engagement of children in all occupations and restricts the employment of adolescents in hazardous occupations and processes. The Act applies to all establishments, including manufacturing units, and imposes

obligations on employers to ensure compliance with its provisions. Any contravention of the Act may attract penalties and other consequences as prescribed under applicable law.

INTELLECTUAL PROPERTY LEGISLATIONS

Trade Marks Act, 1999 ("TM Act")

The Trademarks Act, 1999 provides for the application and registration of trademarks in India for granting exclusive rights to marks such as a brand, label and heading and obtaining relief in case of infringement for commercial purposes as a trade description. The TM Act prohibits any registration of deceptively similar trademarks or chemical compounds among others. It also provides for penalties for infringement, falsifying and falsely applying for trademarks.

The Copyright Act, 1957 ("Copyright Act")

The Copyright Act, 1957 provides for the protection and registration of original literary, dramatic, musical and artistic works, cinematograph films and sound recordings in India for granting exclusive rights to creators and owners and obtaining relief in case of infringement. The Copyright Act prohibits unauthorized reproduction, distribution, adaptation or communication of copyrighted works to the public. It also provides for civil and criminal remedies, including penalties for infringement, piracy and other violations of rights in copyrighted works.

GENERAL LAWS

Apart from the above list of laws, which is inclusive in nature and not exhaustive, general laws like the following are also applicable to our Company:

The Companies Act, 2013 ("Companies Act")

The Companies Act, 2013 as amended consolidates and regulates the law relating to companies in India. The Act, inter alia, provides for incorporation, management, governance, audit and winding up of companies and prescribes duties and liabilities of directors and officers. It also sets out requirements relating to disclosure, corporate governance, accounts and investor protection. Compliance with this Act is relevant for all corporate entities, their management and shareholders.

Information Technology Act, 2000 (the "IT Act")

The Information Technology Act, 2000 has been enacted to provide legal recognition to electronic records and electronic transactions and to regulate activities relating to the use of computer systems, information technology infrastructure and digital platforms in India. The Act prescribes the legal framework governing electronic data, cybersecurity, unauthorised access to computer resources and liability arising from misuse or breach of electronic systems. The provisions of the IT Act are applicable to entities that deploy, operate or integrate digital or electronic systems in the course of their business operations, including systems involving electronic processing of information. Non-compliance with the provisions of the IT Act may result in civil or criminal consequences in accordance with applicable law.

Information Technology (Reasonable Security Practices and Procedures and Sensitive Personal Data or Information) Rules, 2011 (the "SPDI Rules")

The Information Technology (Reasonable Security Practices and Procedures and Sensitive Personal Data or Information) Rules, 2011 have been framed under the Information Technology Act, 2000 to regulate the collection, handling, storage, processing and disclosure of sensitive personal data or information by body corporates. The SPDI Rules require entities handling such data in electronic form to implement reasonable security practices and procedures, adopt appropriate internal safeguards and ensure contractual protections where data processing is undertaken through third-party service providers. The provisions of the SPDI Rules are applicable to entities that collect or process sensitive personal data or information in the course of their business operations, and non-compliance may attract liabilities as prescribed under applicable law. The SPDI Rules continue to be in force under the Information Technology Act, 2000 and apply to entities handling sensitive personal data or information, subject to transition and harmonisation with the Digital Personal Data Protection Act, 2023 and rules framed thereunder.

The Indian Contract Act, 1872 ("Contract Act")

The Indian Contract Act, 1872 as amended governs contracts and agreements enforceable by law in India. The Act, inter alia, provides for the essentials of a valid contract, performance and breach of contracts, contracts relating to indemnity, guarantee, bailment, pledge and agency. It defines the rights and obligations of contracting parties and remedies for breach. Compliance with this Act is relevant for entities entering into commercial agreements in the course of business.

The Negotiable Instruments Act, 1881 ("NI Act")

The Negotiable Instruments Act, 1881 as amended regulates promissory notes, bills of exchange and cheques and defines the rights and obligations of parties thereto. The Act, inter alia, provides for the recognition of negotiable instruments, endorsement, transferability and penalties for dishonor of cheques. It prescribes criminal liability for dishonor of cheques due to insufficiency of funds and enables summary trial procedures. Compliance with this Act is relevant for entities issuing or accepting negotiable instruments in the course of business.

The Competition Act, 2002 ("Competition Act")

The Competition Act, 2002, as amended, regulates anti-competitive agreements, abuse of dominant position and combinations in India. The Act empowers the Competition Commission of India to investigate and penalise contraventions and requires prior approval for certain mergers, acquisitions and investments exceeding prescribed thresholds. Recent amendments have introduced deal value thresholds and settlement and commitment mechanisms. Compliance with this Act is relevant for entities undertaking transactions or business practices that may have an impact on competition in India.

The Transfer of Property Act, 1882 ("TPA")

The Transfer of Property Act, 1882 as amended regulates the transfer of immovable property in India. The Act, inter alia, provides for sale, mortgage, lease, exchange and gift of property and prescribes the rights and obligations of transferors and transferees. It governs conditions, restrictions and formalities relating to such transfers. Compliance with this Act is relevant for entities involved in acquisition, disposal or development of immovable property.

The Arbitration and Conciliation Act, 1996 ("Arbitration Act")

The Arbitration and Conciliation Act, 1996 as amended provides the legal framework for arbitration, conciliation and related alternative dispute resolution mechanisms in India. The Act, inter alia, provides for recognition and enforcement of arbitration agreements, conduct of arbitral proceedings and enforceability of domestic and foreign awards. It incorporates provisions aligned with UNCITRAL Model Law and prescribes timelines for expeditious disposal. Compliance with this Act is relevant for entities entering into contracts containing arbitration clauses or subject to arbitration proceedings.

The Registration Act, 1908 ("Registration Act")

The Registration Act, 1908 as amended provides for registration of documents relating to immovable property and certain other instruments. The Act, inter alia, prescribes documents compulsorily registrable, procedures for presentation, time limits and effects of non-registration. It ensures public notice of transactions and maintains records affecting property rights. Compliance with this Act is relevant for entities executing property-related documents or transactions.

The Bharatiya Nyaya Sanhita, 2023 ("BNS")

The Bharatiya Nyaya Sanhita, 2023 consolidates and replaces the Indian Penal Code, 1860 and inter alia provides the substantive criminal law in India. The Act defines offences, prescribes punishments and sets out liability for individuals and entities. Key provisions cover offences against the State, human body, property, documents and cyber-enabled crimes along with penalties for corporate fraud and misconduct. Compliance with this Act is relevant for entities and their management in the context of criminal liability, fraud prevention and corporate governance.

The Bharatiya Nagarik Suraksha Sanhita, 2023 ("BNSS")

The Bharatiya Nagarik Suraksha Sanhita, 2023 replaces the Code of Criminal Procedure, 1973 and lays down the procedural framework for investigation, trial and adjudication of offences. The Act, inter alia, provides for registration of FIRs, powers of investigation, rights of the accused, trial processes and mechanisms for appeal. It also introduces timelines for filing chargesheets and mandates use of technology in investigation and trial. Compliance with this Act is relevant for entities in relation to criminal proceedings against them or their personnel.

The Bharatiya Sakshya Adhiniyam, 2023 ("BSA")

The Bharatiya Sakshya Adhiniyam, 2023 replaces the Indian Evidence Act, 1872 and governs the admissibility and relevancy of evidence in judicial proceedings. The Act, inter alia, provides for documentary, oral, electronic and digital evidence and prescribes rules for burden of proof, examination of witnesses and evidentiary value of records. Compliance with this Act is relevant for entities in connection with legal proceedings involving documentary and electronic records.

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OUR HISTORY AND CERTAIN OTHER CORPORATE MATTERS

COMPANY'S BACKGROUND

Our Company was originally incorporated on June 28, 2022, under the name and style of 'Brooks Restaurant and Banquets Private Limited', pursuant to a certificate of incorporation issued by the Assistant Registrar of Companies, Central Registration Centre. Furthermore, our Company was converted into a public limited company pursuant to a resolution passed by the Shareholders in an Extraordinary General Meeting held on December 12, 2025, with a fresh certificate of incorporation dated January 02, 2026, issued by Registrar of Companies, Central Processing Centre. Consequently, the name of our Company was changed to 'Brooks Restaurant and Banquets Limited'. The corporate identification number of our Company is U55101GJ2022PLC133357.

BUSINESS OVERVIEW

Brooks Restaurant and Banquets Limited incorporated in fiscal 2023 ("our Company") is engaged in the business of operating premium banquet halls, restaurant services, catering facilities and accommodation rooms. Our Company provides end-to-end event hosting solutions for weddings, social gatherings, corporate events, conferences and private celebrations, supported by in-house catering and hospitality infrastructure.

BACKGROUND OF PROMOTERS

Following are promoters of our Company:

1. Amitkumar Govindbhai Patel
2. Jimit Amitbhai Patel
3. Ronak Vasantbhai Patel
4. Kushal Nitinbhai Patel
5. Nitinbhai Govindbhai Patel
6. Gitaben Nitinbhai Patel
7. Riya Harshit Shah
8. KN Family Trust
9. NG Family Trust

CHANGES IN OUR REGISTERED OFFICE:

The Registered Office of our Company is presently situated at Survey no. 240, Tp no. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad, Gujarat-382470, India.

The details of change of Registered Office of our Company are as follows:

S. No.	Date of Change	Shifted from	Shifted to	Reason
1.	January 05, 2026	L-4, Nilkanthvarni Ghansyam Nagar, Subhash Bridge Naka, Ashram Road, Ahmedabad, Gujarat-380013	Survey no. 240, TP no. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad, Gujarat-382470, India.	Administrative purpose

MAIN OBJECTS OF OUR COMAPNY

The object clauses of the Memorandum of Association of our Company enable us to undertake our present activities. The main objects of our Company are:

1. To carry on the business of restaurant, hotel, banquets, catering and café, tavern refreshment rooms, resorts, bar, boarding and lodging, eating houses, housekeepers, clubs in India or in any other part of the world and other related services including marketing, trading, importing and exporting of related services or goods.

AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION

Since incorporation, there has been following amendment made to the MOA of our Company:

Date of shareholder's resolution	Particulars of Amendment
October 14, 2024	Alteration of Memorandum of Association due to Increase in authorized share capital from ₹ 10,00,000 Comprising 1,00,000 (One lakh) Equity shares of face value of ₹ 10 each to ₹ 5,00,00,000 Comprising 50,00,000 (Fifty lakh) Equity shares of face value of ₹ 10 each
December 12, 2025	The company was converted from Private Limited to Public Limited and pursuant to that the name of the company was changed to "Brooks Restaurant and Banquets Private Limited*"*
March 17, 2026	Alteration of Memorandum of Association due to Increase in authorized share capital from ₹ 5,00,00,000 Comprising 50,00,000 (Fifty lakh) Equity shares of face value of ₹ 10 each to ₹15,00,00,000 (Rupees Fifteen Crores), comprising 1,50,00,000 (One Crore Fifty Lakhs) equity shares of face value Rs.10.
May 16, 2026	Alteration in Memorandum of Association due to sub-division of Authorised Share Capital. The Authorized Share Capital of the Company, which was previously ₹15,00,00,000 (Rupees Fifteen Crores), comprising 1,50,00,000 (One Crore Fifty Lakhs) equity shares of face value Rs. 10 each, was changed and sub-divided into 7,50,00,000 (Seven Core Fifty lakh) equity shares of face value Rs. 2 each.
June 02, 2026	Alteration of Memorandum of Association due to Increase in authorized share capital from ₹ 15,00,00,000 Comprising 7,50,00,000 (Seven Core Fifty lakh) Equity shares of face value of ₹ 2 each to ₹ 20,00,00,000 (Rupees Twenty Crores), comprising 10,00,00,000 (Ten Crore) equity shares of face value Rs.2 each.

KEY AWARDS, CERTIFICATIONS, ACCREDITATIONS AND RECOGNITIONS

The Company has received following awards:

Sr. No.	Certification/Awards	Standard /Category	Issued by	Certificate No.	Expiry Date
1.	Gujrat Visionary Award 2026	Emerging Company	Indian Achievers' Forum	N.A.	N.A.
2.	IHC London & IIHM Hospitality Honours List 2026	International Hospitality Day – Hospitality Honours Recognition	International Hospitality Council (IHC), London & International Institute of Hotel Management (IIHM)	N.A.	N.A.

MAJOR EVENTS AND MILESTONES OF OUR COMPANY

The Company has received following awards, accreditations and recognitions in carrying out its business activities:

Year	Key Events/Milestone/ Achievement
2022	Incorporation of the Company as a private company on June 28, 2022, under the name and style of "Brooks Restaurant and Banquets Private Limited"
2026	Alteration of Name clause of Memorandum of Association and subsequently Conversion of the Company from Private Limited Company into Public Limited Company

OTHER DETAILS REGARDING OUR COMPANY

For information on our services, location of properties, growth, marketing strategy, our standing with reference to our competitors and customers, please refer to sections titled "*Business Overview", "Industry Overview" and "Management's Discussion and Analysis of Financial Conditions and Results of Operations*" beginning on page no 158, 1 2 6 and 234 respectively of this Draft Red Herring Prospectus. For details of our management and managerial competence and for details of shareholding of our Promoter, please refer to sections titled "*Our* Management*"* and "*Capital Structure*" beginning on page nos. 203 and 70 respectively of this Draft Red Herring Prospectus.

RAISING OF CAPITAL IN FORM OF EQUITY OR DEBT

For details regarding our capital raising activities through equity or debt, please see the section titled "*Capital Structure*" and "*Restated Financial Information*" on page no. 70 and 232 respectively of this Draft Red Herring Prospectus.

DEFAULTS OR RESCHEDULING OF BORROWINGS WITH FINANCIAL INSTITUTIONS/ BANKS AND CONVERSION OF LOANS INTO EQUITY

There have been no defaults or rescheduling of borrowings with financial institutions/banks in respect of our current borrowings from lenders. None of our outstanding loans with financial institutions/banks have been converted into equity shares till date.

SUBSIDIARIES/HOLDINGS, ASSOCIATES AND JOINT VENTURES OF THE COMPANY

As on the date of filing this Draft Red Herring Prospectus, our Company has Subsidiary company, Amoure Restaurant and Banquets Limited. Apart from this, the Company does not have any subsidiaries, holdings, or joint ventures, significant financial or strategic partnership, other than those arising in the normal course of business.

Amoure Restaurant and Banquets Limited ("Amoure Restaurant and Banquets"):

Name	Amoure Restaurant and Banquets Limited		
Nature of Business	Hospitality and Food Services Activities, including operation of restaurants, hotels, banquets, catering services, cafes, bars, resorts, and related allied services, along with trading, marketing, import and export of related goods and services		
Capital Structure	Authorized share capital ₹ 5,00,00,000/- divided into 50,00,000 equity shares of ₹ 10/- each.		
	Issued, subscribed and paid-up share capital ₹ 1,00,00,000/- divided into 10,00,000 equity shares of ₹ 10/- each.		
Shareholding	**Name of the shareholder**	**No. of equity shares of face value ₹10 each**	**Total shareholding (in %)**
	Brooks Restaurant and Banquets limited through Authorised Signatory Jimit Amitbhai Patel	9,99,940	99.99%
	Ronak Vasantbhai Patel (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	Negligible
	Amitkumar Govinbhai Patel (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	Negligible
	Gitaben Amitbhai Patel (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	Negligible
	Riya Harshit Shah (Nominee shareholder of Brooks Restaurant and Banquets limited)	10	Negligible
	Tirth Jatinkumar Shah (Nominee shareholder of Brooks Restaurant and Banquets limited)	10	Negligible
	Jatinkumar Niranjan Shah (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	Negligible
	Total	**10,00,000**	**100.00%**
Amount of accumulated profits or	There are no accumulated profits or losses of our Subsidiary that are not accounted		

losses of the associate not accumulated by the issuer	for by our Company in the Financial Statements.

INJUNCTION AND RESTRAINING ORDER

Our company is not under any injunction or restraining order of any judicial, quasi-judicial or statutory authority in India, as on date of filing of this Draft Red Herring Prospectus.

MANAGERIAL COMPETENCE

For managerial Competence, please refer to the section "*Our management*" on Page no. 203 of this Draft Red Herring Prospectus.

MATERIAL ACQUISITIONS / AMALGAMATIONS / MERGERS / REVALUATION OF ASSETS / DIVESTMENT OF BUSINESS / UNDERTAKING IN LAST TEN YEARS

As on the date of this Draft Red Herring Prospectus, there has been no Material Acquisitions / Amalgamations / Mergers / Revaluation of Assets/Divestment of Business/Undertaking by our company since incorporation.

TOTAL NUMBER OF SHAREHOLDERS OF OUR COMPANY

As on date of this Draft Red Herring Prospectus the total numbers of equity shareholders of our company are 7 (Seven). For more details on the shareholding of the members, please see the section titled "*Capital Structure*" at page no. 70 of this Draft Red Herring Prospectus.

SHAREHOLDERS AGREEMENTS

Our Company has not entered into any shareholder's agreement as on the date of filing this Draft Red Herring Prospectus.

OTHER AGREEMENTS

As on the date of this Draft Red Herring Prospectus our Company has not entered into any agreements other than those entered into in the ordinary course of business and there are no material agreements entered as on the date of this Draft Red Herring Prospectus.

TIME/COST OVERRUN IN SETTING UP PROJECTS

Our company operate in service industry so there has been no time and cost overruns in the Company.

JOINT VENTURE AGREEMENTS

Our Company has not entered into any joint venture agreement other than in the normal course of its business, as on the date of this Draft Red Herring Prospectus.

COLLABORATION AGREEMENTS

Our Company has not entered into any collaboration agreement as on the date of this Draft Red Herring Prospectus.

STRATEGIC PARTNERS

Our Company is not having any strategic partner as on the date of filing this Draft Red Herring Prospectus.

FINANCIAL PARTNERS

Our Company has not entered into any financial partnerships with any entity as on the date of filing of this Draft Red Herring Prospectus.

OTHER CONFIRMATIONS

There are no other agreements/ arrangements and clauses / covenants in the agreements entered into by our Company, which are

material and which needs to be disclosed or non-disclosure of which may have bearing on the investment decision, other than the ones which have already disclosed in this Draft Red Herring Prospectus.

There are no findings/observations of any of the inspections by SEBI or any other regulators which are material and which need to be disclosed or non-disclosure of which may have bearing on the investment decision.

There are no material clauses of our Articles of Association that have been left out from disclosures having bearing on the Issue or this Draft Red Herring Prospectus.

There is no conflict of interest between the suppliers of the raw materials and third-party service providers (crucial for operations of our Company) and our Company, Promoters, Promoter Group, Key Managerial Personnel, Directors and the Subsidiary/ Group Companies and its directors.

There is no conflict of interest between the lessor of the immovable properties (crucial for operations of our Company) and our Company, Promoters, Promoter Group, Key Managerial Personnel, Directors and the Subsidiary/Group Companies and its directors. For more details of the interest of our promoters and directors in the property/ies being used by the company, please refer the chapters titled '*Our Promoters*' and '*Our Management*' on page 218 and 203 of this Draft Red Herring Prospectus.

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OUR MANAGEMENT

BOARD OF DIRECTORS

As per the Articles of Association, unless otherwise determined in a general meeting of the Company and subject to the provisions of the Companies Act, 2013 and other applicable rules, the number of Directors of the Company shall not be less than 3 (Three) and not more than 15 (Fifteen). Our Company currently has 5 (Five) Directors, on our Board of which 1 (One) Director is Executive Director and 4 (Four) Directors are Non- Executive Directors (out of which 2 (Two) Directors are Independent Woman Directors).

S. No.	Name	DIN	Category	Designation
1.	Ronak Vasantbhai Patel	07203116	Executive	Managing Director and Chairman
2.	Amitkumar Govindbhai Patel	06626585	Non-Executive	Non-Executive Director
3.	Jimit Amitbhai Patel	09509637	Non-Executive	Non-Executive Director
4.	Mamta Tripathi	08528138	Non-Executive	Independent Director
5.	Garima Rajput	10192459	Non-Executive	Independent Director

The following table sets forth certain details regarding the members of our Company's Board as on the date of this Draft Red Herring Prospectus:

Sr. No.	Details of Director		Other Directorships/ Designated Partner
1.	**Name**	**Ronak Vasantbhai Patel**	• Rang Infosoft Private Limited • Amoure Restaurant and Banquets Limited • Rang Digitech Private Limited • Maitrisatya Palace LLP
	DIN	07203116	
	Father's Name	Vasantbhai Shivabhai Patel	
	Address	9-A, Bada park, Nr-Mirambika School, Naranpura, Ahmedabad-380013, Gujarat	
	Date of Birth	September 14, 1988	
	Age	37 years	
	Designation	Managing Director and Chairman	
	Occupation	Business	
	No. of Years of Experience	He has over 11 years of experience.	
	Qualifications	Master of Pharmacy (Quality Assurance)	
	Nationality	Indian	
	Date of Appointment	He was initially appointed as an Executive Director of the company under Promoter Category on June 28, 2022. Subsequently, his designation was changed from Executive Director to Managing Director and Chairman with the approval of shareholders at the Extraordinary General Meeting held on April 01, 2026, with effective from April 01, 2026.	
	Term of Appointment and date of expiration of current term of office	Five years w.e.f. April 01, 2026 to March 31, 2031, not liable to retire by rotation.	
2.	**Name**	**Amitkumar Govindbhai Patel**	• Aditya Oil Industries Limited
	DIN	06626585	
	Father's Name	Govindbhai Ambalal Patel	

Sr. No.	Details of Director		Other Directorships/ Designated Partner
	Address	30, Golden Lotus Bunglows, opp Suryadeep Bunglows, Murlidhar Party Plot Lane, Science City Road, Sola, Ahmedabad-380060, Gujarat.	• Nature Organic Certification Private Limited • Aarish Outdoors Limited • Amoure Restaurant and Banquets Limited
	Date of Birth	September 02, 1969	
	Age	57 years	
	Designation	Non-Executive Director	
	Occupation	Business	
	No. of Years of Experience	He has over 13 years of experience.	
	Qualifications	Bachelor of Commerce	
	Nationality	Indian	
	Date of Appointment	He was initially appointed as an Executive Director of the company under Promoter Category on June 28, 2022. Subsequently, his designation was changed from Executive Director to Non-Executive Director with the approval of shareholders at the Extraordinary General Meeting held on April 01, 2026, with effective from April 01, 2026.	
	Term of Appointment and date of expiration of current term of office	Currently he holds office as Non-Executive Director of the Company w.e.f. April 01, 2026, liable to retire by rotation.	
3.	**Name**	**Jimit Amitbhai Patel**	• Aditya Oil Industries Limited • Aarish Outdoors Limited • Amoure Restaurant and Banquets Limited
	DIN	09509637	
	Father's Name	Amitbhai Govindbhai Patel	
	Address	30, Golden Lotus Bunglows, opp Suryadeep Bunglows, Murlidhar Party Plot Lane, Science City Road, Sola, Ahmedabad-380060, Gujarat.	
	Date of Birth	December 02, 2000	
	Age	25 Years	
	Designation	Non-Executive Director	
	Occupation	Business	
	No. of Years of Experience	He has over 4 years of experience.	
	Qualifications	Diploma in Hotel Management	
	Nationality	Indian	
	Date of Appointment	He was initially appointed as an Executive Director of the company under Promoter Category on June 28, 2022. Subsequently, his designation was changed from Executive Director to Non-Executive Director with the approval of shareholders at the Extraordinary General Meeting held on April 01, 2026, with effective from April 01, 2026.	
	Term of Appointment and date of expiration of current term of office	Currently he holds office as Non-Executive Director of the Company w.e.f. April 01, 2026, liable to retire by rotation.	
4.	**Name**	**Mamta Tripathi**	• Blue Dwarf Technologies Private Limited • Capithon Corporate Services Private Limited • Westbourne International Schools (India) Foundation • Westbourne International (India) Private Limited
	DIN	08528138	
	Fathers' Name	Krishnadev Mishra	
	Address	402, Dharmik Appartment, Near Arjun Ashram Nirnaynagar, Chandlodia Road, Daskroi Ahmedabad-382481, Gujarat	
	Date of Birth	June 15, 1982	
	Age	44 years	
	Designation	Independent Director	
	Occupation	Professional	

Sr. No.	Details of Director		Other Directorships/ Designated Partner
	No. of Years of Experience	She has over 6 years of experience.	• Bestserv Sports & Entertainment Private Limited
	Qualifications	Bachelor of Arts and Bachelor of Laws	
	Nationality	Indian	
	Date of Appointment	She is appointed as an Independent Director of the company with the approval of shareholders at the Extraordinary General Meeting held on April 01, 2026, with effective from April 15, 2026.	
	Term of Appointment and date of expiration of current term of office	Five years w.e.f. April 15, 2026 to April 14, 2031, not liable to retire by rotation.	
5.	**Name**	**Garima Rajput**	• Vortex Jobs Private Limited • Pratham EPC Projects Limited
	DIN	10192459	
	Fathers' Name	Dinesh Chandra Rajput	
	Address	D-902 Spectra, Behind TRP Mall, Central Bopal VTC, Ahmedabad-380058, Gujarat	
	Date of Birth	February 10, 1977	
	Age	49 years	
	Designation	Independent Director	
	Occupation	Service	
	No. of Years of Experience	She has over 3 years of experience.	
	Qualifications	Master of Arts (Economics)	
	Nationality	Indian	
	Date of Appointment	She is appointed as an Independent Director of the company with the approval of shareholders at the Extraordinary General Meeting held on April 01, 2026, with effective from April 15, 2026.	
	Term of Appointment and date of expiration of current term of office	Five years w.e.f. April 15, 2026 to April 14, 2031, not liable to retire by rotation.	

BRIEF PROFILE OF THE DIRECTORS OF OUR COMPANY

1. **Ronak Vasantbhai Patel,** aged 37 years, is one of the Promoters and the Managing Director and Chairman of our Company. He holds a degree of Master of Pharmacy (Quality Assurance). He commenced his professional career as a Director of PSR Fitness Point Private Limited in June 2015 and continued in such capacity until January 2019. He has been associated with Rang Infosoft Private Limited as a Director since September 2015. He was initially appointed as an Executive Director of our Company under the Promoter Category on June 28, 2022. Subsequently, his designation was changed from Executive Director to Managing Director and Chairman with the approval of the shareholders at the Extraordinary General Meeting held on April 01, 2026, with effect from April 01, 2026. He has also been associated with Rang Digitech Private Limited as a Director since November 2024 and Amoure Restaurant and Banquets Limited as a Director since November 2025. He is also a designated partner in Maitrisatya Palace LLP and a partner in Tasty Restaurant, Hotel Pleasant, Dinner Bell 2 and Topaz Restaurant and Banquet. He has over 11 years of experience across various business and hospitality-related ventures. He is responsible for ensuring high service standards, maintaining the reputation of our Company and driving sustainable growth through ethical and customer-focused practices.

2. **Amitkumar Govindbhai Patel**, aged 57 years, is one of the Promoters and the Non-Executive Director of our Company. He holds a degree of Bachelor of Commerce. He has been associated with Axita Cotton Limited from 2013 to 2021, where he served as Managing Director and subsequently as Whole-time Director. Since 2019, he has been associated with Aditya Oil Industries Limited as a Director and since 2021 with Nature Organic Certification Private Limited as a Director. From 2022 to 2026, he was associated with Aarish Outdoors Limited and Brooks Restaurant and Banquets Limited. He has been associated with our Company since 2022, initially as an Executive Director and currently as a Non-Executive Director. Since 2025, he has also been associated with Amoure Restaurant and Banquets Limited as a Director. He has over 13 years of professional

experience across various industries, including hospitality, cotton, oil and certification.

3. **Jimit Amitbhai Patel**, aged 25 years, is one of the Promoters and the Non-Executive Director of our Company. He has completed a Diploma in Hospitality Management from American Hotel & Lodging Educational Institute. He has been associated with Brooks Restaurant and Banquets Limited since June 2022. He was initially appointed as an Executive Director of our Company under the Promoter Category on June 28, 2022 and subsequently, his designation was changed from Executive Director to Non-Executive Director with the approval of the shareholders at the Extraordinary General Meeting held on April 01, 2026, with effect from April 01, 2026. He has also been associated with Aditya Oil Industries Limited from February 2022 to September 2022, Aarish Outdoors Limited from September 2022 to March 2026 and Amoure Restaurant and Banquets Limited since November 2025. He has over 4 years of experience in the Hospitality Industry.

4. **Mamta Tripathi**, aged 44 years, is an Independent Director of our Company. She has completed Bachelor of Arts and Bachelor of Laws. She has been associated with Brooks Restaurant and Banquets Limited as an Independent Director since April 15, 2026. Prior to this, she was associated with Zep Infratech Limited from 2019 to 2022, Vittam Bharat Limited from 2019 to 2025 and Sintex-BAPL Limited from 2019 to 2022 in various directorial capacities. She has also been associated with Blue Dwarf Technologies Private Limited from 2023 to 2024, Westbourne International (India) Private Limited and Westbourne International Schools (India) Foundation since 2023, and Capithon Corporate Services Private Limited since 2025. Since June 2026, she has also been associated with Bestserv Sports & Entertainment Private Limited. She was appointed as an Independent Director of our Company with the approval of the shareholders at the Extraordinary General Meeting held on April 01, 2026, with effect from April 15, 2026. She has over 6 years of professional experience across various business sectors.

5. **Garima Rajput**, aged 49 years, is an Independent Director of our Company. She has completed Master of Arts (Economics). She has been associated with Brooks Restaurant and Banquets Limited as an Independent Director since April 15, 2026. Prior to this, she has been associated with Pratham EPC Projects Limited since June 2023 and Vortex Jobs Private Limited since September 2025 as a Director. She was appointed as an Independent Director of our Company with the approval of the shareholders at the Extraordinary General Meeting held on April 01, 2026, with effect from April 15, 2026. She has over 3 years of professional experience across hospitality, EPC and recruitment-related businesses.

Confirmations:

As on the date of this Draft Red Herring Prospectus:

a. *None of the above-mentioned Directors are on the RBI List of wilful defaulters as on the date of this Draft Red Herring Prospectus.*
b. *None of the Promoters, persons forming part of our Promoter Group, our Directors or persons in control of our Company or our Company are debarred by SEBI from accessing the capital market.*
c. *None of the Promoters, Directors, or persons in control of our Company, have been or are involved as a promoter, Director, or person in control of any other company, which is debarred from accessing the capital market under any order or directions made by SEBI or any other regulatory authority.*
d. *None of our Directors are/were director of any company whose shares were delisted from any stock exchange(s) up to the date of filling of this Draft Red Herring Prospectus.*
e. *None of Promoters or Directors of our Company are a fugitive economic offender.*
f. *None of our Directors are/were director of any company whose shares were suspended from trading by stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority in the last five years.*
g. *In respect of the track record of the directors, there have been no criminal cases filed or investigations being undertaken with regard to alleged commission of any offence by any of our directors and none of our directors have been charge-sheeted with serious crimes like murder, rape, forgery, economic offence.*
h. *There are no outstanding convertible securities or any other right which would entitle any person with any option to receive equity shares of our company.*

Family Relationship between Directors and Key Managerial Personnel or Senior Management

Except as stated below, none of the Directors and Key Managerial Personnel or Senior Management of the Company are related to each other as per Section 2(77) of the Companies Act, 2013:

Name and Designation of the Director	Name of relative	Relationship with Director	Designation held by relative
Amitkumar Govindbhai Patel (Non-Executive Director)	Jimit Amitbhai Patel (Non-Executive Director)	Father	Non-Executive Director

Details of current and past directorship(s) in listed companies whose shares have been / were suspended from being traded on the stock exchanges and reasons for suspension.

None of our Directors is / was a director in any listed company during the last five years before the date of filing of this Draft Red Herring Prospectus, whose shares have been / were suspended from being traded on the any stock exchange.

Details of current and past directorship(s) in listed companies which have been/ were delisted from the stock exchange(s) and reasons for delisting.

None of our Directors are currently or have been on the board of directors of a public listed company whose shares have been or were delisted from any stock exchange.

Details of arrangement or understanding with major shareholders, consumers, suppliers or others, pursuant to which of the Directors were selected as a director or member of senior management.

There are no arrangements or understandings with major shareholders, consumers, suppliers or any other entity, pursuant to which any of the Directors or Key Managerial Personnel were selected as a director or member of the senior management as on date of this Draft Red Herring Prospectus.

TERMS AND CONDITIONS FOR EMPLOYMENT OF THE DIRECTOR

i. Terms and conditions for Executive Director

Name	Mr. Ronak Vasantbhai Patel
Designation	Managing Director
Term	5 years from April 01, 2026
Date of First Appointment	June 28, 2022
Date of appointment at current designation	April 01, 2026
Current Remuneration	Rs. 75,004/- per month
Previous Year Remuneration (F.Y. 2025-26)	NIL
Perquisite	NA

ii. Terms and conditions for Non-Executive Directors and Independent Directors

Non-Executive Director and Independent Directors are not entitled to any remuneration except sitting fees for attending meetings of the Board, or of any committee of the Board. They are entitled to a sitting fee for attending the meeting of the Board and the Committee thereof respectively.

Pursuant to the resolution passed by the Board of Directors of our Company on April 01, 2026, the Non-Executive Directors of our Company would be entitled to a sitting fee of Rs. 10,000/- (Rupees Ten Thousand only) for attending every meeting of the Board and committee.

Note: No portion of the compensation as mentioned above was paid pursuant to a bonus or profit-sharing plans.

SHAREHOLDING OF DIRECTORS IN OUR COMPANY

As per the Articles of Association of our Company, our director is not required to hold any qualification shares**.** The following table details the shareholding in our Company of our Directors in their personal capacity, as on the date of this Draft Red Herring Prospectus:

S. No.	Name of the Directors	No. of Equity Shares held	% of pre-issue paid-up Equity Share capital in our Company
1.	Mr. Ronak Vasantbhai Patel	1,11,65,625	18.66%
2.	Mr. Amitkumar Govindbhai Patel	74,43,750	12.44%
3.	Mr. Jimit Amitbhai Patel	37,21,875	6.22%

INTEREST OF DIRECTORS

All of our Directors may be deemed to be interested to the extent of fees payable to them (if any) for attending meetings of the Board or a committee thereof as well as to the extent of remuneration payable to them for their services as Directors of our Company and reimbursement of expenses as well as to the extent of commission and other remuneration, if any, payable to them under our Articles of Association. Some of the Directors may be deemed to be interested to the extent of consideration received/paid or any loans or advances provided to anybody corporate including companies and firms, and trusts, in which they are interested as directors, members, partners or trustees.

All our directors may also be deemed to be interested to the extent of Equity Shares, if any, already held by them or their relatives in our Company, or that may be subscribed for and allotted to our non-promoter Directors, out of the present Issue and also to the extent of any dividend payable to them and other distribution in respect of the said Equity Shares.

The directors may also be regarded as interested in the Equity Shares, if any, held or that may be subscribed by and allocated to the companies, firms and trusts, if any, in which they are interested as directors, members, partners, and/or trustees.

Our directors may also be regarded interested to the extent of dividend payable to them and other distribution in respect of the Equity Shares, if any, held by them or by the companies/firms/ventures promoted by them or that may be subscribed by or allotted to them and the companies, firms, in which they are interested as Directors, members, partners and promoters, pursuant to this Issue. All our directors may be deemed to be interested in the contracts, agreements/ arrangements entered into or to be entered into by the Company with either the Directors himself, other company in which they hold directorship or any partnership firm in which they are partners, as declared in their respective declarations.

Except as stated in the chapter "Our Management" and 'Financial Information' beginning on page 203 and 232 respectively and described herein to the extent of shareholding in our Company, if any, our directors do not have any other interest in our business.

Our directors are not interested in the appointment of or acting as Book Running Lead Manager, Registrar and Bankers to the Issue or any such intermediaries registered with SEBI.

Interest in promotion of Our Company

None of our directors have any interest in the promotion of our Company other than in ordinary course of business.

Interest in the property of Our Company

None of our promoters have interest in property acquired by or proposed to be acquired by our Company two years prior to filing of this Draft Red Herring Prospectus.

Interest in the business of Our Company

Save and except as stated otherwise in "Related Party Transaction" in the chapter titled "*Financial Information"* beginning on page number 232 of this Draft Red Herring Prospectus, Our Directors do not have any other interests in our Company as on the date of this Draft Red Herring Prospectus.

Details of service contracts

None of our directors have entered into any service contracts with our company except for acting in their individual capacity

as director. Except statutory benefits upon termination of their employment in our Company or retirement, no officer of our Company, including the directors and key Managerial personnel, are entitled to any benefits upon termination of or retirement from employment.

Bonus or profit-sharing plan for the directors

There is no bonus or profit-sharing plan for the Directors of our Company.

Contingent and deferred compensation payable to directors

No Director has received or is entitled to any contingent or deferred compensation.

Other indirect interest

Except as stated in chapter titled "*Financial Information"* beginning on page 232 of this Draft Red Herring Prospectus, none of our sundry debtors or beneficiaries of loans and advances are related to our directors.

Borrowing power of the Board

In terms of the special resolution passed at an Extra Ordinary General Meeting of our Company held on March 17, 2026 and pursuant to provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, the Board of Directors of the Company be and are hereby authorized to borrow monies from time to time, any sum or sums of money on such security and on such terms and conditions as the Board may deem fit, notwithstanding that the money to be borrowed together with the money already borrowed by our Company may exceed in the aggregate, its paid up capital and free reserves and security premium (apart from temporary loans obtained/to be obtained from bankers in the ordinary course of business), provided that the outstanding principal amount of such borrowing at any point of time shall not exceed in the aggregate of ₹ 1000 Crores (Rupees One Thousand Crores only).

Loans and Investments by the Company

In terms of the Special Resolution passed by the Company in its Extra Ordinary Meeting held on March 17, 2026 and pursuant to the provisions of Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s); and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 1,000 (Rupees One Thousand Crore) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

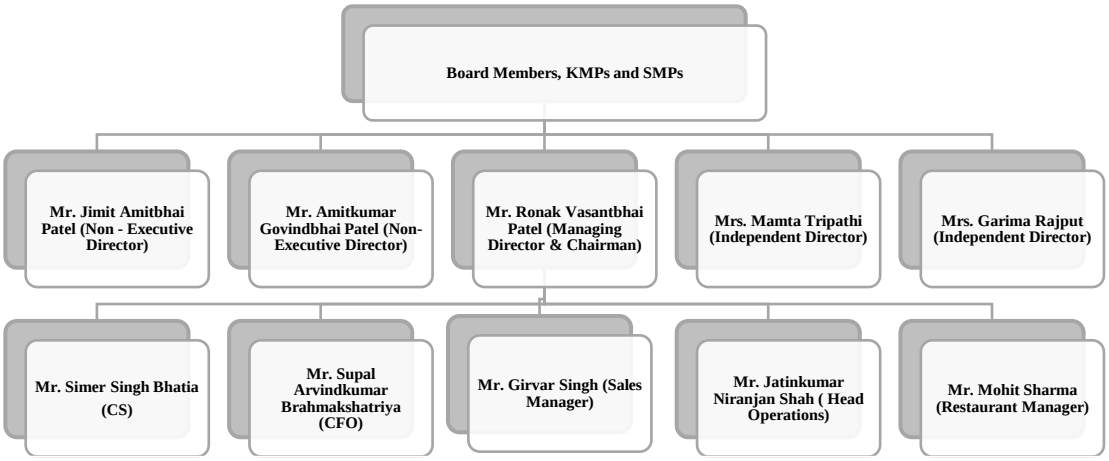
CHANGES IN THE BOARD FOR THE LAST THREE YEARS

Save and except as mentioned below, there had been no change in the Directorship during the last three (3) years:

Name of Director	Effective Date of change	Nature of Event	Reason for the changes in the board
Imadali Mikdadali Ganthiya	March 07, 2026	Cessation as Director	Certain Urgent Personal pressing engagement
Ronak Vasantbhai Patel	April 01, 2026	Change in Designation	Change in designation from Executive Director to Managing Director and Chairman at the Extraordinary General Meeting held on April 01, 2026.
Amitkumar Govindbhai Patel	April 01, 2026	Change in Designation	Change in designation from Executive Director to Non-Executive Director at the Extraordinary General Meeting held on April 01, 2026.

Name of Director	Effective Date of change	Nature of Event	Reason for the changes in the board
Jimit Amitbhai Patel	April 01, 2026	Change in Designation	Change in designation from Executive Director to Non-Executive Director at the Extraordinary General Meeting held on April 01, 2026.
Mamta Tripathi	April 15, 2026	Appointment	Appointed as an Independent Director w.e.f. April 15, 2026 at the Extraordinary General Meeting held on April 01, 2026.
Garima Rajput	April 15, 2026	Appointment	Appointed as an Independent Director w.e.f. April 15, 2026 at the Extraordinary General Meeting held on April 01, 2026.

MANAGEMENT ORGANIZATIONAL STRUCTURE



CORPORATE GOVERNANCE

In addition to the applicable provisions of the Companies Act, 2013 with respect to the Corporate Governance, provisions of the SEBI Listing Regulations will be applicable to our Company immediately up on the listing of Equity Shares on the Stock Exchange.

As on date of this Draft Red Herring Prospectus, as our Company is coming up with a public issue of its shares in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the requirements specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 26A, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 are not applicable to our Company, although we require to comply with requirement of the Companies Act, 2013 wherever applicable. In spite of certain regulations and schedules of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 not applicable to our Company, our Company endeavours to comply with the good Corporate Governance and accordingly certain exempted regulations have been complied with by our Company.

Our Company has complied with the corporate governance requirements, particularly in relation to the composition of the Board of Directors, appointment of independent directors including a woman director on our Board, constitution of an Audit Committee, Stakeholders Relationship Committee, and Nomination and Remuneration Committee, to the extent applicable. Our Board functions either on its own or through committees constituted thereof, to oversee specific operational areas.

The Board functions either as a full Board or through various committees constituted to oversee specific operational areas. Our Company has constituted the following Committees of the Board:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholder Relationship Committee
4. IPO Committee

Details of composition, terms of reference etc. of each of the above committees are provided hereunder:

1. AUDIT COMMITTEE:

The Board of Directors of our Company has, in pursuance to provisions of Section 177 of the Companies Act, 2013, or any subsequent modification(s) or amendment(s) thereof in its Meeting held on held on April 01, 2026, effective from April 15, 2026 constituted Audit Committee.

The constitution of the Audit Committee is as follows:

Name of the Directors	Designation	Position held in Committee
Garima Rajput	Independent Director	Chairperson
Mamta Tripathi	Independent Director	Member
Ronak Vasantbhai Patel	Managing Director and Chairman	Member

The scope and function of the Audit Committee and its terms of reference shall include the following:

i. Tenure: The Audit Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the Audit Committee as approved by the Board.

ii. Meetings of the Committee: The committee shall meet at least four times in a year and not more than 120 days shall elapse between any two meetings. The quorum for the meeting shall be either two members or one third of the members of the committee, whichever is higher but there shall be presence of minimum two independent members at each meeting.

iii. Role and Powers: The Role of Audit Committee together with its powers as Part C of Schedule II of SEBI Listing Regulation, 2015 as amended and Companies Act, 2013 shall be as under.

iv. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

v. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;

vi. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

vii. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval;

viii. Reviewing, with the management, the half yearly financial statements before submission to the board for approval, with particular reference to;

   a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
   b. Changes, if any, in accounting policies and practices and reasons for the same;
   c. Major accounting entries involving estimates based on the exercise of judgment by management;
   d. Significant adjustments made in the financial statements arising out of audit findings;
   e. Compliance with listing and other legal requirements relating to financial statements;
   f. Disclosure of any related party transactions;
   g. Modified opinion(s) in the draft audit report.

ix. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the Offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

x. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

xi. Approval or any subsequent modification of transactions of the listed entity with related parties;

xii. Scrutiny of Inter-corporate loans and investments;

xiii. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
xiv. Evaluation of internal financial controls and risk management systems;

xv. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
xvi. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
xvii. Discussion with internal auditors of any significant findings and follow up there on;
xviii. The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company.
xix. Discussing with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
xx. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
xxi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
xxii. The Audit Committee shall have authority to investigate into any matter in relation to the items specified in section 177(4) of Companies Act 2013 or referred to it by the Board.
xxiii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
xxiv. To review the functioning of the whistle blower mechanism;
xxv. Approving the appointment of the Chief Financial Officer (i.e. the whole-time finance director or arty other person heading the finance function) after assessing the qualifications, experience and background, etc., of the candidate; and;
xxvi. Audit committee shall oversee the vigil mechanism.
xxvii. Audit Committee will facilitate KMP/auditor(s) of the Company to be heard in its meetings.
xxviii. Carrying out any other function as is mentioned in the terms of reference of the audit committee or containing into SEBI Listing Regulations 2015.
xxix. Further, the Audit Committee shall mandatorily review the following:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the audit committee) submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- Statement of deviations:
  - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  - Annual statement of funds utilized for purposes other than those stated in the Offer document/prospectus/notice in terms of Regulation 32(7).

2. NOMINATION AND REMUNERATION COMMITTEE:

The Board of Directors of our Company has, in pursuance to provisions of Section 178 of the Companies Act, 2013, or any subsequent modification(s) or amendment(s) thereof in its Meeting held on April 01, 2026, effective from April 15, 2026 constituted Nomination and Remuneration Committee.

The constitution of the Nomination and Remuneration Committee is as follows:

Name of the Directors	Designation	Position held in Committee
Mamta Tripathi	Independent Director	Chairperson
Garima Rajput	Independent Director	Member
Jimit Amitbhai Patel	Non-Executive Director	Member

The scope and function of the Audit Committee and its terms of reference shall include the following:

i. Tenure: The Nomination and Remuneration Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board.
ii. Meetings: The committee shall meet as and when the need arises for review of Managerial Remuneration. The quorum for the meeting shall be one third of the total strength of the committee or two members, whichever is higher. The Chairperson of the nomination and remuneration committee may be present at the annual general meeting, to answer the shareholders queries; however, it shall be up to the chairperson to decide who shall answer the queries.
iii. Role of term of reference

- Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;
- Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for directors, KMPs and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- Determine our Company's policy on specific remuneration package for the Managing Director / Executive Director including pension rights;
- Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors;
- Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
- Decide the amount of Commission payable to the Whole time Directors;
- Review and suggest revision of the total remuneration package of the Executive Directors keeping ln view the performance of the Company, standards prevailing in the industry, statutory guidelines etc; and
- To formulate and administer the Employee Stock Option Scheme

3. STAKEHOLDER RELATIONSHIP COMMITTEE

The Board of Directors of our Company has, in pursuance to provisions of Section 178 of the Companies Act, 2013, or any subsequent modification(s) or amendment(s) thereof in its Meeting held on April 01, 2026, effective from April 15, 2026 constituted Stakeholder Relationship Committee .

The constitution of the Stakeholder Relationship Committee is as follows:

Name of the Directors	Designation	Position held in Committee
Amitkumar Govindbhai Patel	Non-Executive Director	Chairperson
Garima Rajput	Independent Director	Member
Mamta Tripathi	Independent Director	Member

The scope and function of the Audit Committee and its terms of reference shall include the following:

i. Tenure: The Stakeholders Relationship Committee shah continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the Stakeholders Relationship Committee as approved by the Board.
ii. Meetings: The Stakeholders Relationship Committee shall meet at least four times a year with maximum interval of four months between two meetings and shall report to the Board on a quarterly basis regarding the status of redressal of complaints received from the shareholders of the Company. The quorum shall be two members present.
iii. Terms of Reference: Redressal of shareholders' and investors' complaints, including and in respect of:
   - Allotment, transfer of shares including transmission, splitting of shares, changing joint holding into single holding and vice versa, issue of duplicate shares in lieu of those torn, destroyed, lost or defaced or where the space at back for recording transfers have been fully utilized.
   - Issue of duplicate certificates and new certificates on split/consolidation/renewal, etc.;
   - Review the process and mechanism of redressal of Shareholders' /Investor's grievance and suggest measures of improving the system of redressal of Shareholders' /Investors' grievances.
   - Non-receipt of share certificate(s), non-receipt of declared dividends, non-receipt of interest/dividend warrants, non-receipt of annual report and any other grievance/complaints with Company or any officer of the Company arising out in discharge of his duties.
   - Oversee the performance of the Registrar & Share Transfer Agent and also review and take note of complaints directly received and resolved them.
   - Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading for Listed Companies as specified in the Securities & Exchange Board of India (Prohibition of insider Trading) Regulations, 2015 as amended from time to time.
   - Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting, and
   - Carrying out any other function contained in the equity listing agreements as and when amended from time to time.

4. IPO COMMITTEE

The Board of Directors of our Company has, in pursuant to the applicable provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, rules, regulations and guidelines, as amended from time to time, thereof in its Meeting held on April 01, 2026, effective from April 1, 2026 constituted **IPO Committee**.

The constitution of the IPO Committee is as follows:

Name of the Directors	Designation	Position held in Committee
Ronak Vasantbhai Patel	Managing Director and Chairman	Chairperson
Amitkumar Govindbhai Patel	Non-Executive Director	Member
Jimit Amitbhai Patel	Non-Executive Director	Member

The scope and function of the IPO Committee and its terms of reference shall include the following:

i. **Tenure:** The IPO Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the IPO Committee as approved by the Board.

ii. **Meetings:** The IPO Committee shall meet as and when required to consider and deliberate upon matters relating to the proposed Initial Public Offering ("IPO") of the Company. The quorum shall be two members present.

iii. **Terms of Reference:** The scope and functions of the IPO Committee shall include and in respect of:

- Oversee, supervise and monitor the overall process relating to the proposed IPO of the Company.
- Consider, review and approve, within the authority delegated by the Board, the structure, size, timing, pricing and other terms and conditions of the IPO.
- Appoint, engage and determine the terms of appointment and remuneration of Merchant Bankers, Legal Advisors, Auditors, Registrar to the Issue and other intermediaries, consultants and professionals in connection with the IPO.
- Consider, review, finalise and approve, wherever authorised, the Draft Red Herring Prospectus ("**DRHP**"), Red Herring Prospectus ("**RHP**"), Prospectus and other documents, applications, agreements and filings relating to the IPO.
- Make applications to and correspond with the Securities and Exchange Board of India ("**SEBI**"), stock exchange, Registrar of Companies and other statutory, regulatory and governmental authorities in relation to the IPO.
- Ensure compliance with the applicable provisions of the Companies Act, 2013, SEBI regulations, stock exchange requirements and other applicable laws, rules and regulations in relation to the IPO.
- Approve and execute such agreements, deeds, documents, certificates, declarations, undertakings and other writings as may be required in connection with the IPO.
- Consider and approve such other matters and take such actions as may be necessary or incidental for giving effect to the proposed IPO, subject to the authority delegated by the Board.
- Delegate such powers and functions of the Committee, as may be permitted, to any Director, officer or authorised representative of the Company.
- Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed at a duly convened meeting, and
- Carrying out any other function as may be required under applicable laws, rules, regulations, guidelines, circulars or listing requirements, as amended from time to time.

Compliance with SME Listing Regulations

The provisions of the SEBI (Listing Obligation and Disclosures) Regulations, 2015 will be applicable to our Company immediately upon the listing of Equity Shares of our Company on BSE SME. However, pursuant to Regulation 15(2) of this regulation, the Regulations 17, 17A, 18, 19, 20, 21, 22, 24, 24A, 25, 26, 26A, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation46 and para-C, D and E of Schedule V shall not apply to our Company.

KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL

Our Company is managed by our Board of Directors, assisted by qualified professionals, who are permanent employees of our

Company. A brief detail about the Key Managerial Personnel and senior management of our Company are as follows:

Key Managerial Personnel:

Name	**Mr. Ronak Vasantbhai Patel**
Designation	Managing Director
Date of Appointment as MD	April 01, 2026
Term of Office	5 years from April 01, 2026
Expiration of Term	March 31, 2031
Qualification	Master of Pharmacy (Quality Assurance)
Overall Experience	He has over 11 years of experience.
Current Salary	Rs. 75,004/- per month
Remuneration paid in F.Y. 2025-2026	NA
Name	**Supal Arvindkumar Brahmakshatriya**
Designation	Chief Financial Officer
Date of Appointment as CEO	April 15, 2026
Term of Office	5 Years w.e.f., April 01, 2024
Expiration of Term	March 31, 2029
Qualification	M. Com.
Current Salary	Rs. 50,000/- per month
Remuneration paid in F.Y. 2025-26	NA
Name	**Mr. Simer Singh Bhatia**
Designation	Company Secretary and Compliance Officer
Date of Appointment as Company Secretary	April 15, 2026
Qualification	Company Secretary
Previous Employment	Grainspan Nutrients Private Limited
Overall Experience	He has an experience of over 6 years.
Current Salary	Rs. 22,500/- per month
Remuneration paid in F.Y. 2025-26	N.A.

Notes:

- *All of our Key Managerial Personnel mentioned-above are on the payrolls of our Company as permanent employees.*
- *There is no agreement or understanding with major shareholders, consumers, suppliers or others pursuant to which any of the above-mentioned personnel was selected as a director or member of senior management.*
- *None of our Key Managerial Personnel has entered into any service contracts with our company and no benefits are granted upon their termination from employment other that statutory benefits provided by our Company. However, our Company has appointed certain Key Managerial Personnel for which our company has not executed any formal service contracts; although they are abide by their terms of appointments.*

SENIOR MANAGEMENT PERSONNEL

The details of Senior Management Personnel are as follows:

Name	**Girvar Singh**
Designation	Sales Manager
Date of Appointment	April 15, 2024
Qualification	Secondary Education
Previous Employment	Mad Over Grills
Overall Experience	He has over 6 years of experience.
Current Remuneration	Rs. 5.53 Lakhs per annum
Remuneration paid in F.Y 2025-26	Rs. 5.91 Lakhs per annum

Name	**Jatinkumar Niranjan Shah**
Designation	Head Operations
Date of Appointment	November 01, 2024
Qualification	Metric

Previous Employment	Prathmesh Steel & Hardware
Overall Experience	More than 12 years
Current Remuneration	Rs. 9.39 lakhs per annum
Remuneration paid in F.Y 2025-26	Rs. 9.39 lakhs per annum

Name	**Mohit Sharma**
Designation	Restaurant Manager
Date of Appointment	August 13, 2024
Qualification	Secondary Education
Previous Employment	Mad Over Grills
Overall Experience	He has over 4 years of experience
Current Remuneration	Rs. 3.39 lakhs per annum
Remuneration paid in F.Y 2025-26	Rs. 2.88 lakhs per annum

Notes:

- *All of our Senior Management Personnel mentioned above are on the payrolls of our Company as permanent employees.*
- *There is no agreement or understanding with major shareholders, consumers, suppliers or others pursuant to which any of the above-mentioned personnel was selected member of senior management.*
- *None of our Senior Management Personnel has entered into any service contracts with our Company and no benefits are granted upon their termination from employment other that statutory benefits provided by our Company. However, our Company has appointed certain Senior Management Personnel for which our Company has not executed any formal service contracts; although they are abide by their terms of appointments.*

FAMILY RELATIONSHIP BETWEEN KMP

Except the following, none of the KMP of the Company are related to each other as per section 2(77) of the Companies Act, 2013:

S. No.	**Name of the KMP**	**Designation**	**Relationship**
N.A.			

BONUS AND/ OR PROFIT-SHARING PLAN FOR THE KEY MANAGERIAL PERSONNEL

Our Company does not have any bonus and / or profit-sharing plan for the Key Managerial Personnel.

CONTINGENT AND DEFERRED COMPENSATION PAYABLE TO KEY MANAGERIAL PERSONNEL

None of our Key Managerial Personnel has received or is entitled to any contingent or deferred compensation.

SHAREHOLDING OF THE KEY MANAGERIAL PERSONNEL

Except as disclosed below, none of our Key Managerial Personnel holds any Equity Shares in our Company as on the date of this Draft Red Herring Prospectus:

S. No.	**Name of the KMPs**	**No. of Equity Shares held**	**% of pre-issue paid-up Equity Share capital in our Company**
1.	Ronak Vasantbhai Patel	1,11,65,625	18.66%

INTEREST OF KEY MANAGERIAL PERSONNEL

None of our key managerial personnel have any interest in our Company other than to the extent of the remuneration or benefits to which they are entitled to our Company as per the terms of their appointment and reimbursement of expenses incurred by them during the ordinary course of business.

CHANGES IN OUR COMPANY'S KEY MANAGERIAL PERSONNEL DURING THE LAST THREE YEARS

Following have been the changes in the Key Managerial Personnel (KMP) during the last three years:

Name of KMP/SMP	Date of Event	Nature of Event	Reason for the changes
Ronak Vasantbhai Patel	April 01, 2026	Change in Designation	Change in designation from Executive Director to Managing Director and Chairman at the Extraordinary General Meeting held on April 01, 2026.
Supal Arvindkumar Brahmakshatriya	April 01, 2026	Appointment	Appointed as Chief Financial Officer w.e.f. April 15, 2026, at the Board Meeting held on April 01, 2026.
Simer Singh Bhatia	April 01, 2026	Appointment	Appointed as Company Secretary w.e.f. April 15, 2026, at the Board Meeting held on April 01, 2026.

Note: Other than the above changes, there have been no changes to the key managerial personnel of our Company that are not in the normal course of employment.

SCHEME OF EMPLOYEE STOCK OPTIONS OR EMPLOYEE STOCK PURCHASE

Our Company does not have any Employee Stock Option Scheme or other similar scheme giving options in our Equity Shares to our employees.

LOANS TO KEY MANAGERIAL PERSONNEL

Except as provided in restated consolidated financial statement in the chapter "*Financial Information"* beginning on page 232 of the Draft Red Herring Prospectus, there are no loans outstanding against the key managerial personnel as on the date of this Draft Red Herring Prospectus.

PAYMENT OF BENEFITS TO OFFICERS OF OUR COMPANY (NON-SALARY RELATED)

Except for the payment of salaries and perquisites and reimbursement of expenses incurred in the ordinary course of business, and the transactions as enumerated in the chapter titled "Financial Information" and the chapter titled "Our Business" beginning on pages 232 and 158 respectively of this Draft Red Herring Prospectus, we have not paid/given any benefit to the officers of our Company, within the two preceding years nor do we intend to make such payment/ give such benefit to any officer as on the date of this Draft Red Herring Prospectus.

RETIREMENT BENEFITS

Except statutory benefits upon termination of their employment in our Company or superannuation, no officer of our Company is entitled to any benefit upon termination of his employment in our Company.

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OUR PROMOTERS AND PROMOTER GROUP

The Promoters of Our Company are:

S. No.	Name	Category	No. of Shares	% of pre-issue paid-up Share capital
1.	Mr. Amitkumar Govindbhai Patel	Individual Promoter	74,43,750	12.44%
2.	Mr. Jimit Amitbhai Patel	Individual Promoter	37,21,875	6.22%
3.	Mr. Ronak Vasantbhai Patel	Individual Promoter	1,11,65,625	18.66%
4.	Mrs. Riya Harshit Shah	Individual Promoter	37,21,875	6.22%
5.	KN Family Trust	Trust	1,48,87,500	24.87%
6.	NG Family Trust	Trust	1,86,09,375	31.09%
7.	Mr. Nitinbhai Govindbhai Patel	Individual Promoter	-	-
8.	Mr. Kushal Nitinbhai Patel	Individual Promoter	-	-
9.	Mrs. Gitaben Nitinbhai Patel	Individual Promoter	-	-

As on date of this Draft Red Herring Prospectus, our Promoters collectively hold 5,95,50,000 Equity Shares in our Company, representing 99.50% of the issued, subscribed and paid-up Equity Share capital of our Company. For details of the Capital build-up of our Promoters in our Company, refer chapter titled *"Capital Structure"* beginning on Page No. 70 of this Draft Red Herring Prospectus.

For details of the build-up of our promoters" shareholding in our Company, see section titled "Capital Structure" *beginning on page 70 of this Draft Red Herring Prospectus.*

Brief Profile of Our Individual Promoters is as under:

	RONAK VASANTBHAI PATEL Ronak Vasantbhai Patel, aged 37 years, is the Chairman cum Managing Director and Promoter of Brooks Restaurant & Banquets Limited. He has over 11 years of experience in the restaurant, hospitality and banquet industry. He is responsible for providing strategic direction and overseeing the overall management and operations of the Company. His experience and leadership have contributed to the growth and development of the Company's business.
Date of Birth	September 14, 1988
Age	37
PAN	APNPP0107P
Occupation	Business
Educational Qualification	Master of Pharmacy (Quality Assurance)
No. of Equity Shares & % Of Shareholding (Pre-Issue)	1,11,65,625 Equity Shares (18.66% of the Pre-Issue equity share capital of the Company)
Residential Address	9-A, Bada park, Nr-Mirambika School, Naranpura, Ahmedabad-380013.
Directorship & Other Ventures	1. Rang Infosoft Private Limited 2. Amoure Restaurant and Banquets Limited 3. Rang Digitech Private Limited 4. Maitrisatya Palace LLP
	AMITKUMAR GOVINDBHAI PATEL

	Amitkumar Govindbhai Patel, aged 56 years, is the Promoter and Non-Executive Director of our Company. He has been associated with the Company since its incorporation. He holds a Bachelor of Commerce degree from Gujarat University, Ahmedabad. He possesses over 13 years of entrepreneurial experience across diverse industries and has held leadership positions in various organizations.
Date of Birth	September 02, 1969
Age	56
PAN	AETPP8859D
Occupation	Business
Educational Qualification	Bachelor of Commerce
No. of Equity Shares & % Of Shareholding (Pre-Issue)	74,43,750 Equity Shares (12.44% of the Pre-Issue equity share capital of the Company)
Residential Address	30, Golden Lotus Bunglows, Opp Suryadeep Bunglows, Murlidhar Party Plot Lane, Science City Road, Sola, Ahmedabad-380060
Directorship & Other Ventures	• Aditya Oil Industries Limited • Nature Organic Certification Private Limited • Aarish Outdoors Limited • Amoure Restaurant and Banquets Limited
	JIMIT AMITBHAI PATEL Jimit Amitbhai Patel, aged 25 years, is the Non-Executive Director and Promoter of our Company. He has over 4 years of experience. He is responsible to ensuring high service standards, maintaining reputation and driving sustainable growth through ethical and customer-focused practices.
Date of Birth	December 02, 2000
Age	25
PAN	FHJPP5261F
Occupation	Business
Educational Qualification	Hospitality Management Diploma
No. of Equity Shares & % Of Shareholding (Pre-Issue)	37,21,875 Equity Shares (6.22% of the Pre-Issue equity share capital of the Company)
Residential Address	30, Golden Lotus Bunglows, opp Suryadeep Bunglows, Murlidhar Party Plot Lane, Science City Road, Sola, Ahmedabad-380060
Other Ventures:	Nil
Directorship & Other Ventures	1. Aditya Oil Industries Limited

	2. Aarish Outdoors Limited 3. Amoure Restaurant and Banquets Limited
	RIYA HARSHIT SHAH **Mrs. Riya Harshit Shah,** aged 31 years, is the Promoter of our Company. She holds a Master of Commerce (M.Com.) degree from Gujarat University, Ahmedabad. She possesses over 7 years of experience in the areas of finance, accounting and business management. Prior to her association with our Company, she served as the Chief Financial Officer of Axita Cotton Limited.
Date of Birth	August 04, 1995
Age	32
PAN	DEWPP9497H
Occupation	Business
Educational Qualification	Master of Commerce (M.Com.)
No. of Equity Shares & % Of Shareholding (Pre-Issue)	37,21,875 Equity Shares (6.22% of the Pre-Issue equity share capital of the Company)
Residential Address	C/51, Sun divine 1, RC Technical Road, Opp. Prasang Party Plot, Ghatlodiya, Ahmedabad, Gujarat - 380061
Directorship & Other Ventures	NIL
	NITINBHAI GOVINDBHAI PATEL Nitinbhai Govindbhai Patel, aged 61 years, is a Promoter and Non-Executive Director of Brooks Restaurant & Banquets Limited. He has been associated with the Company since its incorporation and has been involved in providing guidance and strategic direction to the Company. He is also a Trustee of KN Family Trust and NG Family Trust, which are among the Promoters of the Company. He has a rich experience of more than 18 years into across Oil Industries and cotton industry.
Date of Birth	January 21, 1965
Age	61 Years
PAN	ACZPP0185C
Occupation	Business
Educational Qualification	NA
No. of Equity Shares & % Of Shareholding (Pre-Issue)	Nil
Residential Address	B-2102, Parijat Eclate Ambali, Bopal Road, S.G Highway, Iscon Cross Road, Bodakdev, Ahmedabad, Gujarat, 380054
Directorship & Other Ventures	1. NG Organics Private Limited 2. Axita Cotton Limited 3. Axita Industries Private Limited 4. Shree Kamdhenu Financial Services Private Limited 5. Axita Exports Private Limited 6. Axita Green Hydrogen Private Limited

	7. AKPR Infrastructure Private Limited 8. KPR Sports And Media Private Limited 9. Yuranus Infrastructure Limited 10. ACCOR E-Waste and Recycling Private Limited 11. AGN Ventures LLP
	KUSHAL NITINBHAI PATEL **Mr. Kushal Nitinbhai Patel,** aged 37 years, is the Promoter of our Company. He holds a Bachelor of Pharmacy (B.Pharm.) degree and is a Registered Pharmacist duly registered with the Gujarat State Pharmacy Council. He possesses over 13 years of rich experience across strategic planning, procurement, manufacturing operations, business development, sales, marketing, finance, and general corporate management. He is also a Trustee of KN Family Trust and NG Family Trust, which are among the Promoters of the Company.
Date of Birth	November 27, 1988
Age	37 years
PAN	AVBPP2051Q
Occupation	Business
Educational Qualification	B. Pharm.
No. of Equity Shares & % Of Shareholding (Pre-Issue)	Nil
Residential Address	B-2102, Parijat Eclate Ambali, Bopal Road, S.G Highway, Iscon Cross Road, Bodakdev, Ahmedabad, Gujarat, 380054
Directorship & Other Ventures	1. Axita industries private limited 2. Axita Exports Private Limited 3. Axita Cotton Limited 4. Axita Green Hydrogen Private Limited 5. AKPR Infrastructure Private Limited 6. KPR Sports and Media Private Limited
	GITABEN NITINBHAI PATEL **Mrs. Gitaben Nitinbhai Patel**, aged 60 years, is the Promoter of our Company. She has also served as a Whole-time Director of Axita Cotton Limited. She possesses over 5 years of experience in the management and affairs of the Company and has gained practical knowledge through her association with the business.
Date of Birth	June 06, 1966
Age	60 years
PAN	AGHPP1244J
Occupation	Business
Educational Qualification	NA
No. of Equity Shares & % Of Shareholding (Pre-Issue)	NIL

Residential Address	B-2102, Parijat Eclate Ambali, Bopal Road, S.G Highway, Iscon Cross Road, Bodakdev, Ahmedabad, Gujarat, 380054
Directorship & Other Ventures	Shaant Infracon LLP

Brief profile of our Trust Promoter is as under:

KN FAMILY TRUST

"KN Family Trust" was formed as private, discretionary trust pursuant to a trust deed dated May 14, 2024. The registered office of KN Family Trust is located at 709, B Square III, Nr. Tradebul I, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054.

Name	**KN Family Trust**
Trustees	As on date of this Draft Red Herring Prospectus, Kushal Nitinbhai Patel and Nitinbhai Govindbhai patel are the trustee of the KN Family Trust.
Registered Office	709, B Square III, Nr. Tradebul I, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054.
Beneficiaries of the KN Family Trust	The beneficiaries of the KN Family Trust during the trust period are: (i) Gita Nitinbhai Patel (ii) Radhya Kushal Patel (iii) Evara Kushal Patel (iv) Any lineal descendent/s of Mr. Kushal Nitinbhai Patel
Objects and function	1. To hold, invest and manage the Trust Property in trust for the sole benefit of the Beneficiaries. 2. To ensure that the Trust Property is properly managed and administered in accordance with the provisions of this Deed 3. To make distributions of income and capital that comprises the Trust Property received by the Trustees in accordance with the provisions of this Deed and in order to provide for different needs, expenses, requirements and contingencies of the Beneficiaries 4. To carry on any other business activities with an objective of accretion to the Trust Property for the benefit of the Beneficiaries; 5. To set-up or invest in any new business venture, as may be agreed by the Trustees 6. To ensure a seamless inter-generational transfer and/or transmission of the Trust Property among the Beneficiaries by providing, inter alia, a suitable succession planning structure amongst the Beneficiaries who are family members.
Settlor of the KN Family Trust	Kushal Nitinbhai Patel was the settlor of the KN Family Trust. The KN Family Trust was settled on May 14, 2024.
PAN No.	AAFTK6833Q
No. of Equity Shares & % Of Shareholding (Pre-Issue)	1,48,87,500 Equity Shares (24.87% of the pre- issue equity share capital of the company)

NG FAMILY TRUST

"NG Family Trust" was formed as private, discretionary trust pursuant to a trust deed dated February 13, 2024. The registered office of NG Family Trust is located at 709, B Square III, Nr. Tradebul I, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054.

Name	**NG Family Trust**
Trustees	As on date of this Draft Red Herring Prospectus, Nitinbhai Govindbhai Patel and Gitaben Nitinbhai Patel are the trustee of the NG Family Trust.
Registered Office	709, B Square III, Nr. Tradebul I, Sindhu Bhavan Road, Bodakdev, Ahmedabad, Gujarat-380054.

Beneficiaries of the NG Family Trust	The beneficiaries of the NG Family Trust during the trust period are: (i) Kushal Nitinbhai Patel (ii) Radhya Kushal Patel (iii) Evara Kushal Patel (iv) Any lineal descendent/s of Mr. Kushal Nitinbhai Patel
Objects and function	1. To hold, invest and manage the Trust Property in trust for the sole benefit of the Beneficiaries. 2. To ensure that the Trust Property is properly managed and administered in accordance with the provisions of this Deed 3. To make distributions of income and capital that comprises the Trust Property received by the Trustees in accordance with the provisions of this Deed and in order to provide for different needs, expenses, requirements and contingencies of the Beneficiaries 4. To carry on any other business activities with an objective of accretion to the Trust Property for the benefit of the Beneficiaries; 5. To set-up or invest in any new business venture, as may be agreed by the Trustees 6. To ensure a seamless inter-generational transfer and/or transmission of the Trust Property among the Beneficiaries by providing, inter alia, a suitable succession planning structure amongst the Beneficiaries who are family members.
Settlor of the NG Family Trust	Nitinbhai Govindbhai Patel was the settlor of the NG Family Trust. The NG Family Trust was settled on February 13, 2024.
PAN No.	AAETN5313K
No. of Equity Shares & % Of Shareholding (Pre-Issue)	1,86,09,375 Equity Shares (31.09% of the pre- issue equity share capital of the company)

Other Disclosures

The equity share of the company is not listed on any exchange. No action has been taken against the company by any stock Exchange or SEBI.

For details pertaining to other ventures of our Promoters, refer chapter titled "Our Group Entities" *beginning on page no. 230 of this Draft Red Herring Prospectus.*

Relationship of Promoters with our Directors

Our Promoters are part of our board of directors. Except as disclosed herein, none of our Promoter(s) are related to any of our Company's Directors within the meaning of Section 2(77) of the Companies Act, 2013.

Name of Promoter	Name of the Director	Designation	Relation
Mr. Nitinbhai Govindbhai Patel	Mr. Amitbhai Govindbhai Patel	Non-Executive Director	Brother
Mr. Amitbhai Govindbhai Patel	Mr. Jimit Amitbhai Patel	Non-Executive Director	Father
Mr. Jimit Amitbhai Patel	Mr. Amitbhai Govindbhai Patel	Non-Executive Director	Son
Mrs. Gitaben Nitinbhai Patel	Mr. Amitbhai Govindbhai Patel	Non-Executive Director	Spouse Brother
Mrs. Riya Harshit Shah	Mr. Amitbhai Govindbhai Patel	Non-Executive Director	Daughter

OTHER UNDERTAKINGS AND CONFIRMATIONS

- Our Company undertakes that the details of Permanent Account Number, Bank Account Number, Aadhar, Driving License and Passport Number of the Promoters will be submitted to the SME Platform of BSE, where the securities of our Company are proposed to be listed at the time of submission of Draft Red Herring Prospectus.
- Our Promoters have confirmed that they have not been identified as willful defaulters.
- No violations of securities laws have been committed by our Promoters in the past or are currently pending against them.
- None of our Promoters are debarred or prohibited from accessing the capital markets or restrained from buying, selling, or dealing in securities under any order or directions passed for any reasons by the SEBI or any other authority or refused listing of any of the securities issued by any such entity by any stock exchange in India or abroad.

INTEREST OF PROMOTERS

Interest in promotion of Our Company

Our Promoters are interested in the promotion of our Company in their capacity as a shareholder and as a part of the management of the company and having significant control over the management and influencing policy decisions of our Company.

Interest in the property of Our Company

None of our promoters have interest in property acquired by or proposed to be acquired by our Company two years prior to filing of this Draft Red Herring Prospectus.

Interest as member of Our Company

Our Promoters jointly holds 5,95,50,000 Equity Shares aggregating to 99.50% of pre-issue Equity Share Capital in our Company and are therefore interested to the extent of their respective shareholding and the dividend declared, if any, by our Company.

Interest as Director of our Company

Except as stated in the "Related Party Transactions" in the chapter Financial Statement as Restated on page number 232 of the Draft Red Herring Prospectus, our Promoter / Directors, may be deemed to be interested to the extent of fees, if any, payable to them for attending meetings of our Board or Committees thereof as well as to the extent of remuneration and/or reimbursement of expenses payable to them for services rendered to us in accordance with the provisions of the Companies Act, 2013 and in terms of our AOA.

OTHER VENTURES OF OUR PROMOTERS

Save and except as disclosed in the chapters titled "Our Group Companies" beginning on page no. 230 of the Draft Red Herring Prospectus, there are no other ventures of our Promoters in which they have business interests/other interests.

CHANGE IN THE CONTROL OF OUR COMPANY

Mr. Ronak Vasantbhai Patel, Mr. Amitkumar Govindbhai Patel, Mr. Jimit Amitbhai Patel, Mr. Imdadali Mikdadali Ganthiya, Mr. Mikdadali Jivabhai Ganthiya, Mr. Nitinbhai Govindbhai Patel, Mr. Kushal Nitinbhai Patel and Mrs. Riya Harshit Shah were the initial subscribers to the Memorandum of Association. Subsequently, on December 26, 2024, Mr. Nitinbhai Govindbhai Patel and Mr. Kushal Nitinbhai Patel transferred their entire shareholding in the Company to NG Family Trust and KN Family Trust, respectively. Thereafter, Mr. Nitinbhai Govindbhai Patel and Mrs. Gitaben Nitinbhai Patel became the trustees of NG Family Trust, while Mr. Nitinbhai Govindbhai Patel and Mr. Kushal Nitinbhai Patel became the trustees of

KN Family Trust, respectively, and act as Promoters of the Company in their capacity as trustees of the respective trusts. Accordingly, the aforesaid transactions resulted in changes in the shareholding and composition of the persons exercising control over the Company.

Except stated above there has been no change in the management or control of our Company.

LITIGATION INVOLVING OUR PROMOTERS

For details of legal and regulatory proceedings involving our Promoters, please refer chapter titled **"*Outstanding Litigation and Material Developments"*** beginning on page 251 of this Draft Red Herring Prospectus.

PAYMENT OF BENEFITS TO OUR PROMOTERS AND PROMOTER GROUP DURING THE LAST TWO YEARS

Except as stated in the section *"Annexure 33 - Restated Statement of Related Party Transaction"* under section *"Restated Financial Information"* beginning from page no. 232 of this Draft Red Herring Prospectus, there has been no amount or payment of benefits made to our Promoters or member of promoter group in the two years preceding the filing of this Draft Red Herring Prospectus nor is there any intention to pay or give any amount or benefit to our Promoters or any of the members of the Promoter Group other than in the ordinary course of business. Further, our Company may enter into transaction with or make payment of benefit to the Promoter Directors or Promoters' Group, towards remunerations as decided by Board of Directors.

COMPANIES / FIRMS FROM WHICH THE PROMOTER HAVE DISASSOCIATED THEMSELVES IN THE LAST (3) THREE YEARS

Except mentioned below, none of our Promoters have disassociated himself from any Company during the preceding three years.

Name of Promoter	Name of Disassociating Entities	Date of Disassociation	Nature
Kushal Nitinbhai Patel	Yuranus Infrastructure Limited	March 26, 2025	Resigned as Managing director of the company.
	NG Organics Private Limited	February 26, 2025	Resigned as director of the company.

Other Confirmations

As on the date of this Draft Red Herring Prospectus, our Promoter and members of our Promoter Group have not been prohibited by SEBI or any other regulatory or governmental authority from accessing capital markets for any reasons. Further, our Promoters were not and are not promoters or persons in control of any other company that is or has been debarred from accessing the capital markets under any order or direction made by SEBI or any other authority. There is no litigation or legal action pending or taken by any ministry, department of the Government or statutory authority against our Promoters during the last five (5) years preceding the date of this Draft Red Herring Prospectus, except as disclosed under chapter titled "Outstanding Litigation and Material Developments" beginning on page 251 of this Draft Red Herring Prospectus.

Our Promoter and members of our Promoter Group have neither been declared as a wilful defaulter nor as a fugitive economic offender as defined under the SEBI (ICDR) Regulations, 2018, and there are no violations of securities laws committed by our Promoters in the past and no proceedings for violation of securities laws are pending against our Promoters.

Guarantees

Except as stated in the section titled "Restated Consolidated Financial Statements" beginning on page 232 of this Draft Red Herring Prospectus, there are no material guarantees given by the Promoters to third parties with respect to specified securities of the Company as on the date of this Draft Red Herring Prospectus.

Related Party Transactions

For details of related party transactions entered into by our Company, please refer to "Statement of Related Party Transactions", as Restated appearing in the section titled "Restated Consolidated Financial Statements" beginning on page 232 of the Draft Red Herring Prospectus.

Information of our group companies

For details related to our group companies please refer "Our Group Companies" on page no. 230 of this Draft Red Herring Prospectus.

Our Promoter Groups:

Our Promoters and Promoter Group in terms of Regulation 2(1) (pp) of the SEBI (ICDR) Regulations is as under:

A. Natural Persons who form part of our Promoter Group:

The following natural persons being the immediate relatives of our Promoters in terms of the SEBI (ICDR) Regulations 2018 form part of our Promoter Group:

Relationship with Promoter	Amitkumar Govindbhai Patel	Jimit Amitbhai Patel	Ronak Vasantbhai Patel	Riya Harshit Shah	Kushal Nitinbhai Patel	Nitinbhai Govindbhai Patel	Gitaben Nitinbhai Patel
Father	Late Mr. Govindbhai Ambalal Patel	Amitkumar Govindbhai Patel	Late Vasant Shivabhai Patel	Amitkumar Govindbhai Patel	Nitinbhai Govindbhai Patel	Late Mr. Govindbhai Ambalal Patel	Late Chandrakant Govindlal Patel
Mother	Late Mrs. Savitaben Govindbhai Patel	Gitaben Amitbhai Patel	Kapilaben Vasantbhai Patel	Gitaben Amitbhai Patel	Gitaben Nitinbhai Patel	Late Mrs. Savitaben Govindbhai Patel	Late Lilavati C Patel
Spouse	Gitaben Amitbhai Patel	NA	Supriyaben Ronak Patel	Harshit Hitendra Shah	Pooja Kushal Patel	Gitaben Nitinbhai Patel	Nitinbhai Govindbhai Patel
Brother/s	Nitinbhai Govindbhai Patel	NA	Jigar Vasantbhai Patel	Jimit Amitbhai Patel	NA	Amitkumar Govindbhai Patel	Hemant C Patel
Sister/s	1.Pritiben Jitendrakumar Patel 2. Patel Hinaben Bhupendrabhai	Riya Harshit Shah	NA	NA	NA	1.Pritiben Jitendrakumar Patel 2. Patel Hinaben Bhupendrabhai	Nalini Nayanbhai Patel
Daughter/s	Riya Harshit Shah	NA	NA	NA	Radhya and Evara Kaushal Patel	NA	NA
Son/s	Jimit Amitbhai Patel	NA	Aaryav Ronak Patel	Shivin Harshit Shah	NA	Kushal Nitinbhai Patel	Kushal Nitinbhai Patel
Spouse's Father	Nathalal B Patel	NA	Pankajbhai Khemabhai Patel	Hitendra Nanubhai Shah	Dinesh Kumar Sitaram Bhai Patel	Late Chandrakant Govindlal Patel	Late Mr. Govindbhai Ambalal Patel
Spouse's Mother	Patel Champaben	NA	Kaiasben Pankajbhai Patel	Shah Armita Hitendra	Rekhaben Dineshkumar Patel	Late Lilavati C Patel	Late Mrs. Savitaben Govindbhai Patel
Spouse's Brother/s	Kanaiyalal N Patel	NA	Umang Pankajbhai Patel	NA	Hit Dineshkumar Patel	Hemant C Patel	Amitkumar Govindbhai Patel
Spouse's Sister/s	NA	NA	NA	Nirali Ritesh Mehta	NA	Nalini Nayanbhai Patel	**1.**Pritiben Jitendrakumar Patel **2**.Patel Hinaben Bhupendrabhai

B. Companies, partnership and proprietorship firms forming part of our Promoter Group are as follows:

Particulars	Entity

Any body corporate in which 20% or more of the share capital is held by the promoters or an immediate relative of the promoters or a firm or HUF in which the promoters or any one or more of his immediate relative is a member.	1. Aditya Oil Industries Limited 2. Nature Organic Certification Private Limited 3. Aarish Outdoors Limited 4. Axita Green Hydrogen Private Limited 5. KPR Sports And Media Private Limited 6. AKPR Infrastructure Private Limited 7. Axita Cotton Limited 8. Yuranus Infrastructure Limited 9. Antariksh Industries Limited 10. Accor e-waste and recycling Private Limited
Any body corporate in which a body corporate (mentioned above) holds 20% of the total holding	Nil
Any Hindu Undivided Family or firm in which the aggregate share of the promoter and their relatives is equal to or more than twenty per cent. Of the total capital	1. Amit Govindbhai Patel HUF 2. Ronak Vasantbhai Patel HUF 3. Vasant Shivabhai Patel HUF 4. Maitrisatya Palace LLP 5. Topaz Restaurant and banquets 2 (Partnership) 6. E-Quality Restaurant (Partnership) 7. Shaant Infracon LLP 8. Nitinbhai Govindbhai Patel HUF 9. AGN Ventures LLP

COMMON PURSUITS OF OUR PROMOTERS

Our promoter Group companies have business objects similar to our business. However, if any conflict of interest arises it may have adverse effect on our business and growth. We shall adopt the necessary procedures and practices as permitted by law to address any conflict situations, as and when they arise.

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OUR SUBSIDIARY

As on the date of this Prospectus, our Company has (1) One Wholly Owned Subsidiary i.e. Amoure Restaurant and Banquets Limited.

S. No.	Name of Company	% of Shareholding	Nature
1.	Amoure Restaurant and Banquets Limited	100%	Wholly Owned Subsidiary

Corporate Information

Our Subsidiary was incorporated as a Private Limited Company with the name of "Amoure Restaurant and Banquets Private Limited" under the Companies Act, 2013 vide certificate of incorporation dated November 27, 2025, issued by Registrar of Companies, Central Registration Centre, bearing CIN U56101GJ2025PTC169799. Further, our Subsidiary was converted into a Public Limited Company and the name of our Subsidiary changed from "Amoure Restaurant and Banquets Private Limited" to "Amoure Restaurant and Banquets Limited" & Registrar of Companies, Central Processing Centre has issued a new certificate of incorporation consequent upon conversion dated April 04, 2026, bearing CIN U56101GJ2025PLC169799.

Main Objects of the Company

To carry on the business of restaurant, hotel, banquets, catering and cafe, tavern refreshment rooms, resorts, bar, boarding and lodging, eating houses, housekeepers, clubs in India or in any other part of the world and other related services including marketing, trading, importing and exporting of related services or goods.

Board Member

Name	Designation	DIN
Jimit Amitbhai Patel	Director	09509637
Amitkumar Govindbhai Patel	Director	06626585
Ronak Vasantbhai Patel	Director	07203116

Shareholding Pattern

Authorized share capital ₹ 5,00,00,000/- divided into 50,00,000 equity shares of ₹ 10/- each and issued, subscribed and paid-up share capital ₹ 1,00,00,000/- divided into 10,00,000 equity shares of ₹ 10/- each.

Name of the shareholder	No. of equity shares of face value ₹10 each	Total shareholding (in %)
Brooks Restaurant and Banquets limited through Authorised Signatory Jimit Amitbhai Patel	9,99,940	99.994%
Ronak Vasantbhai Patel (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	0.001%
Amitkumar Govinbhai Patel (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	0.001%
Gitaben Amitbhai Patel (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	0.001%
Riya Harshit Shah (Nominee shareholder of Brooks Restaurant and Banquets limited)	10	0.001%
Tirth Jatinkumar Shah (Nominee shareholder of Brooks Restaurant and Banquets limited)	10	0.001%
Jatinkumar Niranjan Shah (Nominee shareholder of Brooks Restaurant and Banquets Limited)	10	0.001%
Total	**10,00,000**	**100.00%**

Financial Performance

The financial statements of the Company have not yet been filed and are therefore currently unavailable.

OTHER DETAILS OF SUBSIDIARY COMPANY:

The Subsidiary Company is not listed on any stock exchange.

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OUR GROUP ENTITIES

As per section 2(1) (t) of SEBI ICDR Regulations, the term "Group Companies" includes companies (other than promoters and subsidiary) with which there were related party transactions as disclosed in the Restated Consolidated Financial Statements as covered under the applicable accounting standards, and any other companies as considered material by our Board.

As on the date of this Prospectus, we do not have any active Group Entities.

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DIVIDEND POLICY

Under the Companies Act, an Indian company pays dividends upon a recommendation by its Board of Directors and approval by a majority of the shareholders, who have the right to decrease but not to increase the amount of dividend recommended by the Board of Directors, under the Companies Act, dividends may be paid out of profits of a company in the year in which the dividend is declared or out of the undistributed profits or reserves of the previous years or out of both.

Our Company does not have a formal dividend policy. Any dividends to be declared shall be recommended by the Board of Directors depending upon the financial condition, results of operations, capital requirements and surplus, contractual obligations and restrictions, the terms of the credit facilities and other financing arrangements of our Company at the time a dividend is considered, and other relevant factors and approved by the Equity Shareholders at their discretion.

Dividends are payable within 30 days of approval by the Equity Shareholders at the Annual General Meeting of our Company. When dividends are declared, all the Equity Shareholders whose names appear in the register of members of our Company as on the "record date" are entitled to be paid the dividend declared by our Company.

Any Equity Shareholder who ceases to be an Equity Shareholder prior to the record date, or who becomes an Equity Shareholder after the record date, will not be entitled to the dividend declared by our Company.

We have not declared dividend in any Financial Year.

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SECTION V – FINANCIAL INFORMATION

FINANCIAL STATEMENT AS RESTATED

Particulars	Page No.
Restated Consolidated Financial Statement with Examination Report	F-1 to F-32

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Independent Chartered Accountant Examination Report on the Restated Consolidated Statement of Assets and Liabilities as at March 31, 2026, March 31, 2025 and March 31, 2024, the Restated Consolidated Statement of Profit and Loss and Restated Consolidated Statement of Cash Flows for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, and Summary of significant accounting policies and other explanatory information (collectively, the "Restated Consolidated Financial Information") of Brooks Restaurant and Banquets Limited (formerly known as Brooks Restaurant and Banquets Private Limited) and its Subsidiary.

To,
The Board of Directors
Brooks Restaurant and Banquets Limited
(formerly known as Brooks Restaurant and Banquets Private Limited)

Dear Sirs,

1) We, Talati and Talati LLP, Chartered Accountants, Independent Chartered Accountant ("ICA") of the company have examined the attached Restated Consolidated Financial Information of Brooks Restaurant and Banquets Limited (formerly known as Brooks Restaurant and Banquets Private Limited) (the "Parent Company" or "Issuer") and its subsidiary, "Amoure Restaurant and Banquets Limited" (the Parent Company together with its subsidiary hereinafter referred to as "the Group") prepared by the Parent Company for the purpose of inclusion in the Draft Red Herring Prospectus ("DRHP") proposed to be filed with the SME platform of BSE Limited (herein referred to as "Stock Exchange") in connection with its proposed initial public offer of equity shares of face value of Rs. 2 each of the Parent Company (the "IPO"). The Restated Consolidated Financial Information, which have been approved by the board of directors of the Company at their meeting held on September 03, 2026, have been prepared in accordance with the requirements of:

   a) Section 26 of Part I of Chapter III of the Companies Act, 2013 as amended (the "Act");

   b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations");

   c) The Guidance Note on Reports in Company Prospectuses (Revised 2019) (as amended) issued by the Institute of Chartered Accountants of India ("ICAI"), (the "Guidance Note").

Responsibilities of Management and those charged with Governance for the Restated Consolidated Financial Information

2) The Parent Company's Board of Directors are responsible for the preparation of the Restated Consolidated Financial Information for the purpose of inclusion in the DRHP to be filed with Securities and Exchange Board of India ("SEBI") and Stock Exchanges in connection with the proposed IPO.

   The Restated Consolidated Financial Information have been prepared by the management of the Parent Company based on Note 2 "Basis of Preparation" stated in the Restated Consolidated Financial Information.

   The respective Board of Directors of the companies included in the Group are responsible for designing, implementing, and maintaining adequate internal control relevant to the preparation and presentation of the Restated Consolidated Financial Information. The respective Board of Directors are also responsible for identifying and ensuring that the Group complies with the Act, the SEBI ICDR Regulations and the Guidance Note.

Our Responsibilities for the Restated Consolidated Financial Information

3) We have examined such Restated Consolidated Financial Information taking into consideration:

a) The terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter dated April 6, 2026 in connection with the proposed IPO of equity shares of the Issuer;

b) The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;

c) Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Consolidated Financial Information; and

d) The requirements of Section 26 of the Act and the SEBI ICDR Regulations.

Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the SEBI ICDR Regulations and the Guidance Note in connection with the IPO

Restated Consolidated Financial Information

4) These Restated Consolidated Financial Information have been compiled by the management of the company from:

The Audited Consolidated Financial Statements of the Group as at and for the year ended March 31, 2026, March 31, 2025 and March 31, 2024 prepared in accordance with Accounting Standards as prescribed under section 133 of the Act read with Companies (Accounting Standards) Rules 2021, as amended, and other accounting principles generally accepted in India (collectively, the "Consolidated Financial Statements").

The audit reports on the statutory financial Statements for the year ended March 31, 2026, was issued by D T A & Associates (the "Statutory Auditor") on September 02, 2026 and statutory financial Statements for the year March 31, 2025 and March 31, 2024 was issued by Kantilal and Associates (Previous Auditor) on September 06, 2025 and September 22, 2024, respectively.

The Consolidated Financial Statements have been prepared after making suitable adjustments to the audited financial statements of the Group as at and for the year ended March 31, 2026, March 31, 2025 and March 31, 2024 prepared in accordance with the accounting standards notified under the section 133 of the Act ("Indian GAAP").

Entities covered for the purpose of consolidation

Name of subsidiary	Entity constitution	Date of incorporation/	Subsidiary relationship establishment
Amoure Restaurants and Banquets Limited	Public Limited	November 27, 2025	100% holding of "Brooks Restaurant and Banquets Limited" "The Parent Company"

TALATI & TALATI LLP AHMEDABAD CHARTERED ACCOUNTANTS

Examination's Report

5) For the purpose of our examination, we have relied on:

The Statutory Audit of the consolidated financial statements of the Parent Company as at and for the years ended March 31, 2026, March 31, 2025 and March 31, 2024 prepared in accordance with the accounting standards notified under the section 133 of the Act, which has been approved by the Board of directors at their meeting held on September 02, 2026, September 06, 2025 and September 22, 2024 respectively, were conducted by the Statutory Auditor. Statutory Auditor issued report dated September 02, 2026, September 06, 2025 and September 22, 2024, for the year ended March 31, 2026, March 31, 2025 and March 31, 2024 respectively.

Our opinion is not modified in respect of these matters.

6) Based on our examination and in accordance with the requirements of the ICDR Regulations, the Guidance Note and terms of our engagement agreed with you, read together with paragraph 4 above and for reliance placed on the reports issued as referred to in paragraph 5 above, we report that:

(a) The Restated Consolidated Statement of Assets and Liabilities of the Group as at March 31, 2026, March 31, 2025 and March 31, 2024 examined by us, as set out in Annexure I to this report, have been arrived at after making adjustments and regrouping / reclassifications as in our opinion, were appropriate and more fully described in the Statement of Adjustments to Audited Consolidated Financial Statements appearing in Note 32 of the Restated Consolidated Financial Information;

(b) The Restated Consolidated Statement of Profit and Loss of the Group for the years ended on March 31, 2026, March 31, 2025 and March 31, 2024 examined by us, as set out in Annexure II to this report, have been arrived at after making adjustments and regroupings/reclassifications as in our opinion, were appropriate and more fully described in the Statement of Adjustments to Audited Consolidated Financial Statements appearing in Note 32 of the Restated Consolidated Financial Information; and

(c) The Restated Consolidated Summary Statement of Cash Flows of the Group for the years ended on March 31, 2026, March 31, 2025 and March 31, 2024 examined by us, as set out in Annexure III to this report, have been arrived at after making adjustments and regroupings/ reclassifications as in our opinion, were appropriate and more fully described in the Statement of Adjustments to Audited Consolidated Financial Statements appearing in Note 32 of the Restated Consolidated Financial Information.

7) Based on our examination and according to the information and explanations given to us we report that the Restated Consolidated Financial Information:

a) have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024 to reflect the same accounting treatment as per the accounting policies and grouping/classifications followed as at and for the year ended March 31, 2026;

b) There are no qualifications in the independent auditor's reports on the Audited Consolidated Financial Statements of Group as at and for the year ended March 31, 2026, March 31, 2025 and March 31, 2024 which require any adjustments to the Restated Consolidated Financial Information;

c) do not contain any exceptional items that need to be disclosed separately other than those presented in the Restated Consolidated Financial statement in the respective periods and do not contain any qualifications requiring adjustments; and

TALATI & TALATI LLP AHMEDABAD CHARTERED ACCOUNTANTS

d) have been prepared in accordance with the Act, the SEBI ICDR Regulations and the Guidance Note.

8) We have also examined the following Restated Consolidated Financial Information of the Company as set out in the Annexures prepared by the management of the Company and approved by the Board of Directors, on September 03, 2026, for the years ended 31 March, 2026, 31 March, 2025 and 31 March, 2024.

Particulars	Annexure / Notes
Restated Consolidated Statement of Assets and Liabilities	Annexure I
Restated Consolidated Statement of Profit and Loss	Annexure II
Restated Consolidated Statement of Cash Flow	Annexure III
Summary of significant accounting policies	Note 1-2
Restated Statement of Share capital	Note 3
Restated Statement of Reserves and surplus	Note 4
Restated Statement of Long-term borrowings	Note 5
Restated Statement of Deferred tax liabilities (Net)	Note 6
Restated Statement of Long-term provisions	Note 7
Restated Statement of Trade payables	Note 8
Restated Statement of Other current liabilities	Note 9
Restated Statement of Short-term provisions	Note 10
Restated Statement of Property, Plant & Equipment and Intangible Assets	Note 11
Restated Statement of Deferred tax assets (net)	Note 12
Restated Statement of Long-term loans and advances	Note 13
Restated Statement of Other non-current Assets	Note 14
Restated Statement of Inventories	Note 15
Restated Statement of Trade receivables	Note 16
Restated Statement of Cash and cash equivalents	Note 17
Restated Statement of Short-term loans and advances	Note 18
Restated Statement of Other current assets	Note 19
Restated Statement of Revenue from operations	Note 20
Restated Statement of Other Income	Note 21
Restated Statement of Cost of materials consumed	Note 22
Restated Statement of Employee Benefits Expense	Note 23
Restated Statement of Finance Cost	Note 24
Restated Statement of Depreciation and Amortisation Expense	Note 11
Restated Statement of Other Expenses	Note 25
Restated Statement of Tax Expense and Tax Shelter	Note 27
Restated Statement of Earning per share	Note 28
Contingent Liabilities	Note 29
Restatement adjustments	Note 32
Related Party Disclosures	Note 33
Statement of Accounting & Other Ratios, As Restated	Note 34

9) The consolidated financial statements for the year ended March 31, 2026 include the financial information of subsidiary Amoure Restaurants and Banquets Limited whose financial statement are audited by Anil Prajapati & Co (the "Statutory Auditor") on September 02, 2026 whose audit report has been furnished to us by the management of the company and our opinion on the said consolidated financial statements for the year ended March 31, 2026, in so far as it relates to the amounts and disclosures included in respect of these components, is based on the said audit report.

(In Lakh's)

Particulars	For the year ended March 31, 2026
Total assets	77.88
Total Revenue	0.00
Share of profit/ loss in its Subsidiary	(22.17)

TALATI & TALATI LLP AHMEDABAD CHARTERED ACCOUNTANTS

Our opinion on the consolidated AS financial statements is not modified in respect of these matters."

10) We, Talati & Talati LLP, Chartered Accountants appointed by Management for the purpose of review of Restated Financials Statement have been subjected to the peer review process of the Institute of Chartered Accountants of India ("ICAI") and hold a valid peer review certificate issued by the "Peer Review Board" of the ICAI which is valid till September 30, 2026

11) The Restated Consolidated Financial Information do not reflect the effects of events that occurred subsequent to the respective dates of the reports on the Consolidated Financial Statements and audited consolidated financial statements mentioned in paragraph 4 above.

12) This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by the Statutory Auditor, nor should this report be construed as a new opinion on any of the financial statements referred to herein.

13) We have no responsibility to update our report for events and circumstances occurring after the date of the report.

Restriction on use

14) Our report is intended solely for use of the Board of Directors of Company for inclusion in the DRHP to be filed with SEBI and Stock Exchanges in connection with the proposed IPO. Our report should not be used, referred to, or distributed for any other purpose except with our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For **Talati & Talati LLP,**
Chartered Accountants
(Firm's Registration Number: 110758W/W100377)

CA Anand Sharma
Partner
(Membership No: 129033)
UDIN: 26129033LMBFYN6858

Place of Signature: Ahmedabad
Date: September 03, 2026

Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357
Annexure -I Restated Consolidated Statement of Assets and Liabilities
(All amount in Rs. lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
EQUITY AND LIABILITIES				
I) Shareholders' funds				
(a) Share capital	3	399.00	399.00	10.00
(b) Reserves and surplus	4	821.36	215.52	12.78
Total Shareholders Fund		**1,220.36**	**614.52**	**22.78**
II) Non-Current liabilities				
(a) Long-term borrowings	5	-	144.74	486.01
(b) Deferred tax liabilities (Net)	6	-	-	5.98
(c) Long-term provisions	7	11.64	3.33	-
Total Non-Current Liabilities		**11.64**	**148.07**	**491.99**
III) Current Liabilities				
(a) Trade payables	8			
- Total outstanding dues of micro enterprises and small enterprises		22.92	4.21	26.11
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3.93	3.56	45.76
(b) Other current liabilities	9	67.95	45.39	79.35
(c) Short-term provisions	10	126.40	1.59	7.75
Total Current Liabilities		**221.20**	**54.75**	**158.97**
TOTAL EQUITY AND LIABILITIES		**1,453.20**	**817.34**	**673.74**
ASSETS				
I) Non Current Assets				
(a) Property, Plant & Equipment and Intangible Assets				
(i)Property, plant and equipment	11(A)	687.04	716.19	564.52
(ii) Intangible assets	11(B)	22.59	-	-
(b) Deferred tax assets (net)	12	21.75	2.07	-
(b) Long-term loans and advances	13	17.97	4.95	8.64
(c) Other non-current Assets	14	35.97	18.59	17.97
Total Non-Current Assets		**785.32**	**741.80**	**591.13**
II) Current assets				
(a) Inventories	15	7.91	6.50	7.52
(b) Trade receivables	16	197.91	6.26	42.03
(c) Cash and cash equivalents	17	447.17	48.41	32.10
(d) Short-term loans and advances	18	12.69	13.77	0.42
(e) Other current assets	19	2.20	0.60	0.53
Total Current Assets		**667.88**	**75.54**	**82.61**
TOTAL ASSETS		**1,453.20**	**817.34**	**673.74**
Summary of significant accounting policies	1-2			

The accompanying notes are an integral part of these restated consolidated financial statements.

As per our attached report
For Talati & Talati LLP
Chartered Accountants
(Firm's Registration No. 110758W/W100377)

For and on behalf of the Board of Directors
Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357

Sd/-
CA Anand Sharma
Partner
Membership Number: 129033

Sd/-
Amitkumar Govindbhai Patel
Non-Executive Director
DIN: 06626585

Sd/-
Ronak Vasantbhai Patel
Managing Director
DIN: 07203116

Sd/-
Supal Arvindkumar Brahmakshatriya
Chief Financial Officer

Sd/-
Simer Singh Bhatia
Company Secretary

Place : Ahmedabad
Date : September 03, 2026

Place : Ahmedabad
Date : September 03, 2026

Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357
Annexure - II Restated Consolidated Statement of Profit and Loss
(All amount in Rs. lakhs, unless otherwise stated)

	Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
	Income				
I.	Revenue from operations	20	1,897.47	1,247.21	105.98
II.	Other Income	21	3.67	1.90	0.34
III.	**Total Income (I+II)**		**1,901.14**	**1,249.11**	**106.32**
IV.	**Expenses**				
	Cost of materials consumed	22	455.49	425.92	42.93
	Employee Benefits Expense	23	264.49	219.90	13.88
	Finance Cost	24	17.84	6.29	0.25
	Depreciation and Amortisation Expense	11	112.13	109.15	6.49
	Other Expenses	25	237.68	212.87	18.85
	Total Expenses (IV)		**1,087.63**	**974.13**	**82.40**
V.	**Profit before tax and exceptional items (III-IV)**		**813.51**	**274.98**	**23.92**
VI.	Exceptional items		-	-	-
VII.	**Profit before tax (V-VI)**		**813.51**	**274.98**	**23.92**
VIII.	**Tax Expense:**	27			
	Current Tax		227.35	80.30	-
	Deferred Tax		(19.68)	(8.06)	5.98
	Total tax expenses		**207.67**	**72.24**	**5.98**
IX.	**Profit after tax for the year (VII-VIII)**		**605.84**	**202.74**	**17.94**
	Earnings Per Share (EPS)				
	(Face Value Rs. 10 per share)				
	Basic and Diluted Earnings per share		15.18	153.62	17.94
	Basic and Diluted Earnings per share (Adjusted for bonus issue and share split)		1.01	10.24	1.20
	Summary of significant accounting policies	1-2			

The accompanying notes are an integral part of these restated consolidated financial statements.

As per our attached report
For Talati & Talati LLP
Chartered Accountants
(Firm's Registration No. 110758W/W100377)

Sd/-
CA Anand Sharma
Partner
Membership Number: 129033

Place : Ahmedabad
Date : September 03, 2026

For and on behalf of the Board of Directors
Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357

Sd/-
Amitkumar Govindbhai Patel
Non-Executive Director
DIN: 06626585

Sd/-
Ronak Vasantbhai Patel
Managing Director
DIN: 07203116

Sd/-
Supal Arvindkumar Brahmakshatriya
Chief Financial Officer

Sd/-
Simer Singh Bhatia
Company Secretary

Place : Ahmedabad
Date : September 03, 2026

Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357
Annexure - III Restated Consolidated Statement of Cash Flow
(All amount in Rs. lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow from operating activities			
Profit before tax	**813.51**	**274.98**	**23.92**
Adjustments for:			
Interest income	(2.79)	(0.84)	(0.26)
Depreciation and amortisation expense	112.13	109.15	6.49
Finance costs	17.84	6.29	0.25
Operating profit before working capital changes	**940.69**	**389.58**	**30.40**
(Increase)/Decrease in Inventories	(1.42)	1.03	(7.52)
(Increase)/Decrease in Trade Receivables	(191.65)	35.77	(42.03)
(Increase)/Decrease in Short Term Loans and Advances	0.24	(4.88)	4.86
(Increase)/Decrease in Other non-current Assets	(17.38)	(0.62)	(13.97)
(Increase)/Decrease in Other current assets	(1.60)	(0.07)	(0.53)
Increase/(Decrease) in Long-term provisions	8.31	3.33	-
Increase/(Decrease) in Trade payables	19.07	(64.09)	71.69
Increase/(Decrease) in Other current liabilities	22.55	(33.95)	79.35
Increase/(Decrease) in Short-term provisions	1.52	(6.20)	7.76
Cash generated from operating activities	**780.33**	**319.90**	**130.01**
Income tax payment (net)	(119.06)	(85.27)	-
Net cash generated from operating activities	**661.27**	**234.63**	**130.01**
Cash flow from investing activities			
Payments for property, plant and equipment	(118.59)	(257.12)	(544.64)
Loan (given) / received back (net)	0.83	(6.93)	-
Interest income	2.79	0.84	0.26
Net cash (used in) investing activities	**(114.97)**	**(263.21)**	**(544.38)**
Cash flow from financing activities			
Proceeds from issue of equity shares	-	389.00	-
Proceed from long term borrowings	60.73	324.68	748.50
Repayment of long term borrowings	(205.47)	(665.94)	(302.00)
Interest paid	(2.80)	(2.85)	(0.25)
Net cash (used in)/ generated from financing activities	**(147.54)**	**44.89**	**446.25**
Net increase in cash and cash equivalents	**398.76**	**16.31**	**31.88**
Cash and cash equivalents at the beginning of the year	**48.41**	**32.10**	**0.22**
Cash and cash equivalents at the end of the year	**447.17**	**48.41**	**32.10**

The accompanying notes are an integral part of these restated consolidated financial statements.

As per our attached report
For Talati & Talati LLP
Chartered Accountants
(Firm's Registration No. 110758W/W100377)

For and on behalf of the Board of Directors
Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357

Sd/-
CA Anand Sharma
Partner
Membership Number: 129033

Sd/-
Amitkumar Govindbhai Patel
Non-Executive Director
DIN: 06626585

Sd/-
Ronak Vasantbhai Patel
Managing Director
DIN: 07203116

Sd/-
Supal Arvindkumar Brahmakshatriya
Chief Financial Officer

Sd/-
Simer Singh Bhatia
Company Secretary

Place : Ahmedabad
Date : September 03, 2026

Place : Ahmedabad
Date : September 03, 2026

BROOKS RESTAURANT AND BANQUETS LIMITED

(formerly known as BROOKS RESTAURANT AND BANQUETS PRIVATE LIMITED)

CIN: U55101GJ2022PLC133357

Notes to Consolidated Financial Statements

1. Corporate Information

Brooks Restaurant And Banquets Limited (formerly known as *Brooks Restaurant and Banquets Private Limited*) ("the Parent Company") (CIN: U55101GJ2022PLC133357) is an unlisted public company incorporated on June 28, 2022, in Ahmedabad, Gujarat, under the provisions of the Companies Act, 2013, having its registered office at Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Ahmedabad City, Gujarat – 382470. The Parent Company and its Subsidiary (together referred to as "the Group") is engaged in the business of Restaurant, Hotel, banquets, catering and cafe, tavern refreshment rooms, resorts, bar, boarding and lodging, eating houses, housekeepers, Clubs in Gujarat.

2. Summary of Material Accounting Policies

This note provides a list of the material accounting policies adopted in the preparation of these Consolidated Financial Statements. These policies have been consistently applied to all the periods presented, unless otherwise stated.

Basis of Preparation and Presentation of Consolidated Financial Statements

The Consolidated financial statements of Brooks Restaurant and Banquets Limited (the "Company") have been prepared in accordance with the Accounting Standards (AS) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021, as amended. The Consolidated financial statements have been prepared on accrual basis under the historical cost convention.

The Restated Consolidated Summary Statement of Assets and Liabilities as at March 31, 2026, 2025, and 2024 and Restated Consolidated Summary Statements of Profit and Loss and Cash Flows for the years ended March 31, 2026, 2025, and 2024 (hereinafter collectively referred to as "Restated Consolidated Financial Information") of the Company have been prepared specifically for inclusion in the offer document to be filed by the Company with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies and with the SME platform of BSE Limited (herein referred to as "Stock Exchange") in connection with its proposed Initial Public Offering. These Restated Consolidated Financial Information have been compiled by the Company from the audited Consolidated Financial Statements to which further adjustments are made to comply in all material respects with the requirements of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018\, as amended (the "Regulations"). Accordingly, these Restated Consolidated Financial Information have been prepared after incorporating adjustments for the change in accounting policy retrospectively in respective financial years to reflect the same accounting treatment as per changed accounting policy for all the reporting periods and after incorporating adjustments for the material amounts in the respective financial years to which they relate. There were no extra-ordinary items that need to be disclosed separately and there were no qualifications in the audit reports of the consolidated financial statements of the respective years requiring adjustments.

Basis of Consolidation

The Consolidated Financial Statements comprise the financial statements of Brooks Restaurant and Banquets Limited ("the Parent Company") and its subsidiary (collectively referred to as "the Group"). The Consolidated Financial Statements have been prepared in accordance with Accounting Standard (AS) 21, *Consolidated Financial Statements*, prescribed under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021, as amended.

The financial statements of the Parent Company and its subsidiary have been consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances, intra-group transactions and unrealised profits or losses, unless such losses indicate an impairment of the asset transferred.

The financial statements of the subsidiary used in the consolidation are drawn up to the same reporting date as that of the Parent Company. Where necessary, adjustments are made to bring the accounting policies in line with those adopted by the Group.

Non-controlling interest represents the portion of equity and net profit or loss attributable to shareholders other than the Parent Company.

Goodwill / Capital Reserve on Consolidation

The excess of the cost to the Parent Company of its investment in a subsidiary over the Parent Company's portion of equity in the subsidiary at the date on which the investment is made is recognised in the Consolidated Financial Statements as Goodwill on Consolidation.

Where the Parent Company's share of equity in the subsidiary exceeds the cost of investment, the difference is recognised as Capital Reserve on Consolidation.

Goodwill arising on consolidation is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

Use of estimates

The preparation of the financial statements in conformity with Accounting Standard (AS) requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

Revenue Recognition

Revenue from catering services (including outdoor catering) and banquet hall rental along with related event services is recognized upon rendering of services, generally on completion of the event/function, when the services are fully rendered.

Revenue from food & beverage, banquet and allied services etc. is generally recognised at a point in time when control is transferred to the customer, which generally occurs when the room is occupied, food & beverages is sold, banquet and allied services etc. are rendered in accordance with the contract with the customer.

Other Income

Interest income is recognised on a time proportion basis, taking into account the amount outstanding and the rate applicable.

Profit or loss arising on disposal of property, plant and equipment is recognized as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

Other non-operating income is recognized when the right to receive the income is established and there is no significant uncertainty regarding its realization.

Property, plant and equipment

Property, Plant, and Equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price net of any trade discounts and rebates, any import duty and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable cost of bringing the asset to its working condition of its intended use, other incidental expenses and interest on borrowings attributable to acquisitions of qualifying property plant and equipment up to the date the asset is ready for its intended use. Any subsequent expenses related to a property plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other day to day repairs and maintenance expenditure and the cost of replacing parts, are charged to the Statement of Profit and Loss for the year during which such expenses are incurred.

Depreciation & Amortisation

The Company provides depreciation on the Straight-Line Method (SLM) over the estimated useful lives of the assets. The useful lives are based on the management's estimate and technical assessment, where applicable. Where the estimated useful lives differ from those prescribed under Schedule II to the Companies Act, 2013, the same are

supported by technical advice. The estimated useful lives of the significant classes of property, plant and equipment are as follows:

Asset Group	Useful Life
Building	13.5 years
Plant & Machinery	15 years
Furniture & Fixture	8 Years
Restaurant Equipment	5 years
Office Equipment	5 years
Computers	3 years

Intangible Assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Cost comprises the purchase price and any directly attributable expenditure incurred in preparing the asset for its intended use.

Intangible assets are recognised only when it is probable that future economic benefits attributable to the asset will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets with finite useful lives are amortised on a straight-line basis over their estimated useful lives. The estimated useful lives and amortisation method are reviewed at each reporting date.

Gains or losses arising from disposal of intangible assets are recognised in the Statement of Profit and Loss.

Lease

Leases where the risks and rewards incidental to ownership of the leased asset substantially vest with the lessor are classified as operating leases. Lease rentals under operating leases are recognised as an expense in the Statement of Profit and Loss on an accrual basis over the lease term, in accordance with the terms and conditions of the respective lease agreements.

Lease rentals are recognised in the period to which they relate, based on the contractual obligations arising under the respective lease agreements. Any lease incentives, rent-free periods, or other adjustments, where applicable, are recognised in accordance with the applicable accounting framework and the terms of the underlying lease arrangements.

Investments

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

Inventories

Inventories are valued at the lower of cost (determined on weighted average method) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale.

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3. Significant accounting judgements, accounting estimates and assumptions

The preparation of the Consolidated Financial Statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities (including contingent liabilities) and the accompanying disclosures. Estimates and underlying assumptions are reviewed on an ongoing basis.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Material estimates and assumptions are required in particular for:

i. Taxes

Pursuant to the announcement of the changes in the corporate tax regime, the Companies have an option to eitheropt for the new tax regime or continue to pay taxes as per the old tax regime together with the other benefits available to the Companies including utilisation of the MAT credit. During the year ended 31 March 2024, the Company had elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 to pay corporate income tax at 22% plus surcharge and cess (aggregating to tax rate of 25.17%). Accordingly, the Company has measured its current tax and deferred tax charge for the year ended 31 March 2026, 31 March 2025, and 31 March 2024 basis the new tax regime.

ii. Impairment

a) Investments

The Company reviews carrying value of its investments carried at cost annually, or more frequently when there is indication for impairments. If the recoverable amount is less than it carrying amount, the impairment loss is accounted for.

iii. Inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories, the Company makes an estimate of average selling prices reduced by gross profit.

v. Contract Balances:

i. Trade receivables:

Trade receivables are recognised when revenue is recognised and are carried at the amount expected to be realised.

Trade receivables is derecognised when the company transfers substantially all the risks and rewards of ownership of the asset to another party including discounting of bills on a nonrecourse basis.

ii. Interest Income

Interest income from asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable rate of interest.

4. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset.

5. Employee benefits

Short Term Employee Benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick/ contingency leave in the year the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Retirement and other employee benefits:

Defined contribution plans

A defined contribution plan is post-employment benefit plan under which an entity pays specified contributions to separate entity and has no obligation to pay any further amounts. The company makes specified obligations towards employee provident fund and employee state insurance to Government administered provident fund scheme and ESI scheme which is a defined contribution plan. The Company's contributions are recognised as an expense in the Consolidated Statement of Profit and Loss during the period in which the employee renders the related service

Defined Benefit Plan:

Gratuity being a defined benefit scheme is accrued based on actuarial valuations, carried out by an independent actuary as at the balance sheet date using the projected unit credit method. These contributions are covered through Company Gratuity Scheme with Life Insurance Corporation of India and are charged against revenue.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss in the year in which they arise.

6. Taxes

Income tax expense represents the sum of the tax currently payable and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss,

Current Tax

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Deferred tax

Deferred tax is recognised on the timing differences between the accounting income and the taxable income for the period that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is **reasonable certainty** that sufficient future taxable income will be available against which such deferred tax assets can be realised.

In the case of unabsorbed depreciation or carry forward of losses under the Income-tax Act, deferred tax assets are recognised only if there is **virtual certainty**, supported by convincing evidence, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and is written down to the extent that it is no longer reasonably certain that sufficient future taxable income will be available to allow the deferred tax asset to be realised. Any such reduction is reversed to the extent that it becomes reasonably certain that sufficient future taxable income will be available.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply in the period in which the asset is realised or the liability is settled.

Deferred tax assets and deferred tax liabilities are offset if the Company has a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to taxes on income levied by the same taxation authority.

7. Property, plant and equipment (herein referred to as "PPE")

Tangible Fixed Assets:

Recognition and Measurement:

Fixed assets are stated at cost of acquisition or construction. They are stated at historical cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets.

Subsequent Expenditure:

Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Consolidated Statement of Profit and Loss for the period during which such expenses are incurred. Major shut-down and overhaul expenditure is capitalised as the activities undertaken improves the economic benefits expected to arise from the asset.

Residual values

The company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

De-recognition of PPE

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

Gain and loss on disposal of item of PPE

Gains or losses arising from de recognition/ sale proceeds of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Capital Work in Progress:

Assets in the course of construction are capitalised in the assets under Capital work in progress. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences.

8. Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost means:

- Cost of raw materials include cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

NRV means:

Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated cost necessary to make the sale.

9. Provision, Contingent Liabilities and Contingent

Provisions

Provisions are recognised when the company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent Liability

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses it in the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the company. Potential liabilities that are possible but not probable of crystalizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised. The cases which have been determined as remote by the company are not disclosed.

Contingent Assets

Contingent assets are neither recognised nor disclosed in the financial statements unless when an inflow of economic benefits is probable.

10. Segment reporting

The Company is engaged in the business of restaurant and banquet services, hence there are no separate reportable segments as per AS 17. There are no material individual markets for geographical segments for the segment revenues or results or assets.

11. Cash Flows and Cash and Cash Equivalents

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

12. Earnings Per Share

Basic Earnings Per Share is computed by dividing the net profit attributable to the equity shareholders of the company to the weighted average number of Shares outstanding during the period & Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders of the company after adjusting the effect of all dilutive potential equity shares that were outstanding during the period.

The weighted average number of shares outstanding during the period includes the weighted average number of equity shares that could have issued upon conversion of all dilutive potential.

13. Events occurring after the balance sheet date

The company evaluates events and transactions that occur subsequent to the balance sheet date but prior to approval of the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. There are no subsequent events to be recognised or reported that are not already disclosed.

3 Share Capital

Equity Share Capital

Particulars		As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Authorised share capital				
1,50,00,000 (March 31, 2026: 1,50,00,000, March 31, 2025: 50,00,000, March 31, 2024: 1,00,000) Equity shares of Rs 10/- each		1,500.00	500.00	10.00
	Total	**1,500.00**	**500.00**	**10.00**
Issued, subscribed and paid-up capital				
39,90,000 (March 31, 2026: 39,90,000, March 31, 2025: 39,90,000, March 31, 2024: 1,00,000) Equity shares of Rs 10/- each		399.00	399.00	10.00
	Total	**399.00**	**399.00**	**10.00**

During the Previous year, the Parent Company has issued 38,90,000 equity shares on a rights basis to its existing shareholders in accordance with the provisions of Companies Act, 2013. The issue was approved by the Board of Directors at its meeting held on March 29, 2025.

Subsequent to March 31, 2026, pursuant to the resolutions passed by the Board of Directors on May 9, 2026 and and the shareholders of the Company on May 16, 2026 , the Company subdivided each equity share of face value ₹10/- (Rupees Ten only) into 5 equity shares of face value ₹2/- (Rupees Two only) each and thereafter allotted 3,99,00,000 fully paid-up bonus equity shares of ₹2/- (Rupees Two only) each in the ratio of 2:1. Consequently, the issued, subscribed and paid-up equity share capital increased from ₹3,99,00,000 comprising 39,90,000 equity shares of ₹10/- (Rupees Ten only) each to ₹11,97,00,000 comprising 5,98,50,000 equity shares of ₹2/- (Rupees Two only) each.

a. Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2026		As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
Equity shares outstanding at the beginning of the year	39,90,000	399.00	1,00,000	10.00	1,00,000	10.00
Movements during the year						
- Right Shares Issued	-	-	38,90,000	389.00	-	-
Equity shares outstanding at the end of the year	**39,90,000**	**399.00**	**39,90,000**	**399.00**	**1,00,000**	**10.00**

b. The rights, preferences and restrictions attached to equity shares:

- The group has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.
- In the event of liquidation of the group, the holders of equity shares will be entitled to receive remaining assets of the group, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. The details of shareholders holding more than 5% shares

Name of the shareholders	As at March 31, 2026		As at March 31, 2025		As at March 31, 2024	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs.10 each fully paid up						
NG Family Trust	12,40,625	31.09%	12,40,625	31.09%	-	-
KN Family Trust	9,92,500	24.87%	9,92,500	24.87%	-	-
Ronak Vasantbhai Patel	7,44,375	18.66%	7,44,375	18.66%	15,000	15.00%
Amitkumar Govindbhai Patel	4,96,250	12.44%	4,96,250	12.44%	10,000	10.00%
Jimit Amitkumar Patel	2,48,125	6.22%	2,48,125	6.22%	5,000	5.00%
Riya Harshit Shah	2,48,125	6.22%	2,48,125	6.22%	5,000	5.00%
Nitinbhai Govind bhai Patel	-	-	-	-	25,000	25.00%
Kushal Nitinbhai Patel	-	-	-	-	20,000	20.00%
Mikdadali Jivabhai Ganthiya	-	-	-	-	15,000	15.00%

d. Details of shares held by Promoters

Name of the promoters	As at March 31, 2026		
	No. of shares	% of Total Shares	% Change during the year
Equity shares of Rs.10 each fully paid up			
NG Family Trust	12,40,625	31.09%	0.00%
KN Family Trust	9,92,500	24.87%	0.00%
Ronak Vasantbhai Patel	7,44,375	18.66%	0.00%
Amitkumar Govindbhai Patel	4,96,250	12.44%	0.00%
Jimit Amitkumar Patel	2,48,125	6.22%	0.00%
Riya Harshit Shah	2,48,125	6.22%	0.00%

Name of the promoters	As at March 31, 2025		
	No. of shares	% of Total Shares	% Change during the year
Equity shares of Rs.10 each fully paid up			
NG Family Trust	12,40,625	31.09%	31.09%
KN Family Trust	9,92,500	24.87%	24.87%
Ronak Vasantbhai Patel	7,44,375	18.66%	3.66%
Amitkumar Govindbhai Patel	4,96,250	12.44%	2.44%
Jimit Amitkumar Patel	2,48,125	6.22%	1.22%
Riya Harshit Shah	2,48,125	6.22%	1.22%

Name of the promoters	As at March 31, 2024		
	No. of shares	% of Total Shares	% Change during the year
Equity shares of Rs.10 each fully paid up			
Ronak Vasantbhai Patel	15,000	15.00%	5.00%
Amitkumar Govindbhai Patel	10,000	10.00%	-
Jimit Amitkumar Patel	5,000	5.00%	-
Riya Harshit Shah	5,000	5.00%	-

4 Reserves and Surplus

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Reserves and Surplus			
Surplus/(Deficit) in Statement of Profit and Loss			
Opening balance	215.52	12.78	(5.16)
Add : Profit for the year	605.84	202.74	17.94
Closing balance	**821.36**	**215.52**	**12.78**

5 Long-term borrowings

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Unsecured Loans			
From Related Parties	-	144.74	396.01
From Others	-	-	90.00
Total	**-**	**144.74**	**486.01**

6 Deferred tax liabilities (Net)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Deferred tax liabilities (net)	-	-	5.98
Total	**-**	**-**	**5.98**

A. Composition of deferred tax Liabilities (net):

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Property, Plant and Equipment	-	-	5.98
Total	**-**	**-**	**5.98**

7 Long Term Provisions

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	11.64	3.33	-
Total	**11.64**	**3.33**	**-**

8 Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
- Total outstanding dues of micro and small enterprises	22.92	4.21	26.11
- Total outstanding dues of creditors other than micro and small enterprises	3.93	3.56	45.76
Total	**26.85**	**7.77**	**71.87**

Notes:
(i) Trade payables are non interest bearing and are normally settled within 0 - 30 days.
(ii) For amounts due to related parties refer note 33.
(iii) There are no unbilled Trade payables.

8A Trade Payable ageing schedule

As at March 31, 2026

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) Undisputed dues - MSME	22.92	-	-	-	**22.92**
ii) Undisputed dues - Others	3.93	-	-	-	**3.93**
iii) Disputed dues - MSME		-	-	-	**-**
iv) Disputed dues - Others					**-**
Total	**26.85**	**-**	**-**	**-**	**26.85**

As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) Undisputed dues - MSME	4.21	-	-	-	**4.21**
ii) Undisputed dues - Others	3.56	-	-	-	**3.56**
iii) Disputed dues - MSME		-	-	-	**-**
iv) Disputed dues - Others					**-**
Total	**7.77**	**-**	**-**	**-**	**7.77**

As at March 31, 2024

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) Undisputed dues - MSME	26.11	-	-	-	**26.11**
ii) Undisputed dues - Others	45.76	-	-	-	**45.76**
iii) Disputed dues - MSME		-	-	-	**-**
iv) Disputed dues - Others					**-**
Total	**71.87**	**-**	**-**	**-**	**71.87**

8B Details of dues to micro and small enterprises

The information regarding principal and interest pertaining to micro and small enterprises is as under:

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
(i) The principal amount remaining unpaid to any supplier	22.92	4.21	26.11
(ii) Interest Due thereon remaining unpaid to any supplier	-	-	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest speci fied under the MSMED Act 2006	-	-	-
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-	-
(vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-	-

9 Other Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Statutory Dues	42.38	5.88	8.52
Advance from Customers	17.40	26.19	9.76
Salary payable	8.17	8.37	0.68
Capital Creditors	-	4.95	60.39
Total	**67.95**	**45.39**	**79.35**

10 Short Term Provisions

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	0.23	0.06	-
Provision for expenses	2.84	1.53	7.75
Provision for Income tax	123.33	-	-
Total	**126.40**	**1.59**	**7.75**

Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
Notes to Restated Consolidated Financial Statement
(All amount in Rs. lakhs, unless otherwise stated)

11. Property, plant and equipment and Intangible Assets
For the year 2025-26

Description of the assets	Gross Block				Depreciation and Amortisation				Net block	
	As at April 01, 2025	Additions	Disposal/ De-recognition	As at March 31, 2026	As at April 01, 2025	During the year	Disposal/ De-recognition	As at March 31, 2026	As at March 31, 2026	As at March 31, 2025
(A) Property, plant and equipment										
Buildings	524.64	28.43	-	553.07	35.14	39.83	-	74.97	**478.10**	**489.50**
Plant and Machinary	90.74	21.31	-	112.05	17.56	19.46	-	37.02	**75.03**	**73.18**
Restaurant Equipments	83.56	13.10	-	96.66	30.22	24.75	-	54.97	**41.69**	**53.34**
Furniture & Fixtures	128.94	18.91	-	147.85	31.07	26.25	-	57.32	**90.53**	**97.87**
Office equipment	3.41	0.67	-	4.08	1.40	1.09	-	2.49	**1.59**	**2.01**
Computers	0.54	-	-	0.54	0.25	0.18	-	0.43	**0.11**	**0.29**
						-				
(B) Intangible Asset						-				
Computer software	-	23.16	-	23.16	-	0.57	-	0.57	**22.59**	**-**
Total	**831.83**	**105.58**	**-**	**937.41**	**115.64**	**112.13**	**-**	**227.77**	**709.64**	**716.19**

11. Property, plant and equipment and Intangible Assets
For the year 2024-25

Description of the assets	Gross Block				Depreciation and Amortisation				Net block	
	As at April 01, 2024	Additions	Disposal/ De-recognition	As at March 31, 2025	As at April 01, 2024	During the year	Disposal/ De-recognition	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
(A) Property, plant and equipment										
Buildings	363.25	161.39	-	524.64	4.13	31.01	-	35.14	**489.50**	**359.12**
Plant and Machinary	76.44	14.30	-	90.74	0.87	16.69	-	17.56	**73.18**	**75.57**
Restaurant Equipments	54.53	29.03	-	83.56	0.62	29.60	-	30.22	**53.34**	**53.91**
Furniture & Fixtures	76.57	52.37	-	128.94	0.87	30.20	-	31.07	**97.87**	**75.70**
Office equipment	0.22	3.19	-	3.41	0.00	1.40		1.40	**2.01**	**0.22**
Computers	-	0.54	-	0.54	-	0.25	-	0.25	**0.29**	**-**
Total	**571.01**	**260.82**	**-**	**831.83**	**6.49**	**109.15**	**-**	**115.64**	**716.19**	**564.52**

11. Property, plant and equipment and Intangible Assets
For the year 2023-24

Description of the assets	Gross Block				Depreciation and Amortisation				Net block	
	As at April 01, 2023	Additions	Disposal/ De-recognition	As at March 31, 2024	As at April 01, 2023	During the year	Disposal/ De-recognition	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023
(A) Property, plant and equipment										
Buildings	-	363.25	-	363.25	-	4.13	-	4.13	**359.12**	**-**
Plant and Machinary	-	76.44	-	76.44	-	0.87	-	0.87	**75.57**	**-**
Restaurant Equipments	-	54.53	-	54.53	-	0.62	-	0.62	**53.91**	**-**
Furniture & Fixtures	-	76.57	-	76.57	-	0.87	-	0.87	**75.70**	**-**
Office equipment	-	0.22	-	0.22		0.00		0.00	**0.22**	
Total	**-**	**571.01**	**-**	**571.01**	**-**	**6.49**	**-**	**6.49**	**564.52**	**-**

Notes:
1. The group has capitalised borrowing cost amounting to Rs. Nil lakhs as at March 31, 2026, Rs. Nil as at March 31, 2025 and Rs. Nil as at March 31, 2024, which is towards cost of qualifying asset.
2. There are no temporarily idle property, plant and equipment.

12 Deferred tax Asset (Net)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Deferred tax Asset (net)	21.75	2.07	
Total	**21.75**	**2.07**	**-**

A. Composition of deferred tax Asset (net):

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Property, Plant and Equipment	7.24	1.24	-
Gratuity provision	2.99	0.83	-
Accumulated loss of subsidiary	7.46	-	-
Other deductible timing differences	4.07	-	-
Total	**21.75**	**2.07**	**-**

13 Long-term loans and advances

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Capital Advances	17.97	4.95	8.64
Total	**17.97**	**4.95**	**8.64**

14 Other Non Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Security deposit (Electricity, rent and others)	35.97	18.59	17.97
Total	**35.97**	**18.59**	**17.97**

15 Inventories

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Raw Materials	7.91	6.50	7.52
Total	**7.91**	**6.50**	**7.52**

16 Trade Receivables (Current)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good	197.91	6.26	42.03
Total	**197.91**	**6.26**	**42.03**

Notes:
1. Trade receivables are non-interest bearing and generally on terms of 0 - 30 days.

16A Trade Receivable ageing Schedule

As at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables – considered good	197.91	-	-	-	-	197.91
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables – considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered doubtful	-	-	-	-	-	-
Total	**197.91**	**-**	**-**	**-**	**-**	**197.91**

As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables – considered good	6.26	-	-	-	-	6.26
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables – considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered doubtful	-	-	-	-	-	-
Total	**6.26**	**-**	**-**	**-**	**-**	**6.26**

As at March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables – considered good	42.03	-	-	-	-	42.03
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables – considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered doubtful	-	-	-	-	-	-
Total	**42.03**	**-**	**-**	**-**	**-**	**42.03**

17 Cash and Cash Equivalents

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents			
Balances with banks	351.17	29.63	12.58
Cash on hand	96.00	18.78	19.52
Total	**447.17**	**48.41**	**32.10**

18 Short Term Loans and Advances

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Loans and advances to employees	6.10	6.93	-
Balances with government authorities	0.85	2.78	0.22
Advance to Supplier	5.74	4.06	0.20
Total	**12.69**	**13.77**	**0.42**

Note:
For amount due from related parties, refer note 33.

19 Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Prepaid expenses	2.20	0.60	0.53
Total	**2.20**	**0.60**	**0.53**

20 Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue Recognition			
-Restaurant Service	498.91	415.00	52.59
-Banquent and Event Hosting	1,398.56	832.21	53.39
Total	**1,897.47**	**1,247.21**	**105.98**

21 Other Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Other non-operating income			
Interest Income	2.79	0.84	0.26
Miscellaneous income	0.88	1.06	0.08
Total	**3.67**	**1.90**	**0.34**

22 Cost of materials consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Inventory at the beginning of the year	6.50	7.52	-
Add: Purchases during the year	456.90	424.89	50.45
Less: Inventory at the end of the year	7.91	6.50	7.52
Total	**455.49**	**425.92**	**42.93**

23 Employee Benefit Expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Salary, wages & bonus	250.81	216.21	13.88
Contribution to provident and other funds	9.92	3.67	-
Staff welfare expenses	3.76	0.02	-
Total	**264.49**	**219.90**	**13.88**

24 Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Bank charges	2.76	2.38	0.07
Interest Expense	15.08	3.91	0.18
Total	**17.84**	**6.29**	**0.25**

25 Other Expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Power and Fuel	76.45	74.48	8.49
Rates and taxes	29.97	16.54	0.36
Rent Expenses	24.00	24.00	4.00
Labour expense	30.98	46.21	-
Legal and professional fees	35.63	9.73	0.22
Office expenses	21.12	26.75	1.68
Repairs & maintenance	5.72	7.31	-
Printing & Stationery Expenses	6.95	3.71	2.50
Advertisement Expense	1.44	1.26	1.22
Commission Expense	3.19	0.82	-
Insurance	1.09	0.80	0.23
Payment to Auditors	0.99	0.83	0.15
Donation Expense	0.15	0.43	-
Total	**237.68**	**212.87**	**18.85**

25A Details of Payment made to auditors :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Audit fee	0.99	0.83	0.15
Total	**0.99**	**0.83**	**0.15**

26 Corporate social responsibility (CSR)

Corporate Social Responsibility ("CSR") refers to the activities undertaken by a company in accordance with the provisions of Section 135 of the Companies Act, 2013 and Schedule VII thereto.

The provisions of Section 135 of the Companies Act, 2013 relating to CSR is not applicable to the Company for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, as the Company did not meet the applicability criteria prescribed under the Act and no amount was required to be spent on CSR activities during these years.

27 Income Tax Note

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax :			
Current income tax charge	227.40	80.30	-
Adjustments in respect of current income tax of previous year	(0.05)	-	-
Deferred tax:			
Relating to origination and reversal of temporary differences	(19.68)	(8.06)	5.98
Total tax expense reported in the statement of profit and loss	**207.67**	**72.24**	**5.98**
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:			
Accounting profit before tax	**813.51**	**274.98**	**23.92**
Income tax using the company's domestic tax rate @ 25.168%	**204.74**	**69.21**	**6.02**
Difference in depreciation as per Income tax and as per Companies Act, 2013	6.00	7.40	(5.98)
Deduction allowed in Income tax	-	(0.18)	(0.04)
Expenses disallowed under Income Tax	9.20	3.87	-
Deferred taxes	(19.68)	(8.06)	5.98
Loss of subsidiary company	7.46	-	-
Others	(0.05)	-	-
Total tax expense recognised in statement of profit and loss at effective rate	**207.67**	**72.23**	**5.98**

28 Earning per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to shareholders by the weighted average number of shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to shareholders by the weighted average number of shares outstanding during the year plus the weighted average number of shares that would be issued on conversion of all the dilutive potential shares into share capital.

The following table sets forth the computation of basic and diluted earnings per share:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit attributable to equity share holders for basic earnings	605.84	202.74	17.94
Weighted average number of Equity shares for basic EPS	39,90,000	1,31,973	1,00,000
Face value of each equity share	10.00	10.00	10.00
Earnings per share			
Basic and Diluted	**15.18**	**153.62**	**17.94**

#Calculation of weighted average number of equity shares

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Equity shares before right issue	1,00,000	1,00,000	1,00,000
Add: Shares issued pursuant to rights issue (Refer note below)	38,90,000	38,90,000	-
Weighted Average number of Equity Shares	**39,90,000**	**1,31,973**	**1,00,000**

During the year, the Parent company has issued 38,90,000 equity shares on a rights basis to its existing shareholders in accordance with the provisions of Companies Act, 2013. The issue was approved by the Board of Directors at its meeting held on March 29, 2025.

The following table sets forth the computation of basic and diluted earnings per share (After giving retrospective effect to the bonus issue and share split):

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit attributable to equity share holders for basic earnings	605.84	202.74	17.94
Weighted average number of Equity shares for EPS (After considering Bonus and Split)	5,98,50,000	19,79,589	15,00,000
Face value of each equity share	2.00	2.00	2.00
Earnings per share			
Basic and Diluted	**1.01**	**10.24**	**1.20**

Subsequent to March 31, 2026, pursuant to the resolutions passed by the Board of Directors on May 9, 2026 and and the shareholders of the Company on May 16, 2026 , the Company subdivided each equity share of face value ₹10/- (Rupees Ten only) into 5 equity shares of face value ₹2/- (Rupees Two only) each and thereafter allotted 3,99,00,000 fully paid-up bonus equity shares of ₹2/- (Rupees Two only) each in the ratio of 2:1. Consequently, the issued, subscribed and paid-up equity share capital increased from ₹3,99,00,000 comprising 39,90,000 equity shares of ₹10/- (Rupees Ten only) each to ₹11,97,00,000 comprising 5,98,50,000 equity shares of ₹2/- (Rupees Two only) each.

29 Contingent liabilities and commitments:

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
i) Contingent liabilities:			
A) Claims against the group not acknowledged as debts			
i) Tax matters in dispute under Appeal:			
- Goods and Services Tax	-	-	-
- Income Tax	-	-	-

30 Defined Benefit Plan

- The Company has made a provision in the Accounts for Gratuity based on Actuarial valuation. The particulars under AS 15 "Employee Benefits" furnished below are those which are relevant and available to the Company for respective periods.
- In accordance with the Payment of Gratuity Act, 1972, the Company contributes to a defined benefit plan (the "Gratuity Plan") for employees who have 'completed 5 years of service.
- The Gratuity Plan provides a lump sum payment to vested employees at retirement, disability or termination of employment being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.
- The Gratuity plan is a unfunded plan
- Gratuity is paid from entity as and when it becomes due and is paid as per the entity scheme for Gratuity.

- Aforesaid post-employment benefit plans typically expose the Company to actuarial risks such as: Interest rate risk, salary risk, asset liability matching risk and 'mortality risk.

1. Interest rate risk: A fall in the discount rate which is linked to the Government Secuarity. Rate will increase the present value of the liability requiring higher provision.
2. Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary 'of the members more than assumed level will increase the plan's liability.
3. Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. entity has to manage pay-out based on pay as you go basis from own funds.
4. Mortality Risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
A. Change in the Present value of Defined Benefit Obligation			
Present Value of Defined Benefit Obligations at the beginning of the year	**3.39**	**-**	-
Interest Cost	0.25	-	-
Current Service Cost	8.21	3.39	-
Past Service Cost	0.95	-	-
Liability Transferred In/ Acquisitions	-	-	-
(Liability Transferred Out/ Divestments)	-	-	-
(Gains)/ Losses on Curtailment	-	-	-
(Liabilities Extinguished on Settlement)	-	-	-
(Benefit Paid Directly by the Employer)	-	-	-
(Benefit Paid From the Fund)	-	-	-
The Effect Of Changes in Foreign Exchange Rates	-	-	-
Actuarial (Gains)/Losses on Obligations	(0.94)	-	-
Present Value of Defined Benefit Obligations at the end of the year	**11.86**	**3.39**	**-**
B. Change in the Fair Value of Plan Assets			
Interest Income	-	-	-
Contributions by the Employer	-	-	-
Expected Contributions by the Employees	-	-	-
Expected Contributions by the Employees	-	-	-
(Assets Transferred Out/ Divestments)	-	-	-
(Benefit Paid from the Fund)	-	-	-
(Assets Distributed on Settlements)	-	-	-
Effects of Asset Ceiling	-	-	-
The Effect of Changes In Foreign Exchange Rates	-	-	-
Return on Plan Assets, Excluding Interest Income	-	-	-
Fair Value of Plan Assets at the end of the year	-	-	-
C. Amount recognised in the Balance Sheet			
Present Value of Defined Benefit Obligations at the end of the year	11.86	3.39	-
Fair Value of Plan Assets at the End of the year	-	-	-
Funded Status (Surplus/ (Deficit))	-	-	-
Net (Liability)/Asset Recognized in the Balance Sheet	**11.86**	**3.39**	**-**

D. Net Interest Cost

Present Value of Defined Benefit Obligations at the beginning of the year	3.39	-	-
(Fair Value of Plan Assets at the Beginning of the year)	-	-	-
Net Liability/(Asset) at the Beginning	**3.39**	**-**	**-**
Interest Cost	0.25	-	-
(Interest Income)	-	-	-
Net Interest Cost	**0.25**	**-**	**-**

E. Expenses Recognized in the Statement of Profit or Loss

Current Service Cost	8.21	3.39	-
Net Interest Cost	0.25	-	-
Past Service Cost	0.95	-	-
Net actuarial losses recognised in the year	(0.94)	-	-
Expenses Recognized	**8.48**	**3.39**	**-**

F. Balance Sheet Reconciliation

Opening Net Liability	**3.39**	**-**	**-**
Expenses Recognized in Statement of Profit or Loss	8.48	3.39	-
Net Liability/(Asset) Transfer In	-	-	-
Net (Liability)/Asset Transfer Out	-	-	-
(Benefit Paid Directly by the Employer)	-	-	-
(Employer's Contribution)	-	-	-
Net Liability/(Asset) Recognized in the Balance Sheet	**11.87**	**3.39**	**-**

G. Provision for Gratuity

Non Current Provision	11.64	3.33	-
Current Provision	0.23	0.06	-
Total Provision for Gratuity	**11.87**	**3.39**	**-**

31 Segment reporting

The Group has identified its business segments in accordance with the requirements of Accounting Standard (AS) 17 "Segment Reporting", taking into account the nature of products and services, the internal organization structure, and the internal financial reporting system. The group is primarily engaged in the business of restaurant and banquet services.The management monitors the operating results of the group as a whole for the purpose of making decisions about resource allocation and performance assessment.Accordingly, the group operates in a single business segment, and therefore, disclosure requirements of AS 17 with respect to segment-wise information are not applicable.The group operates within India and there are no separate geographical segments requiring disclosure

32 Restatement adjustments

A. Reconciliations between the Restated consolidated financial statements and consolidated audited financial statements:

1. Reconciliation of shareholder's funds :

Particulars	**As at March 31, 2026**	**As at March 31, 2025**	**As at March 31, 2024**
Total shareholder's funds as per audited consolidated financial statements	1220.36	607.72	22.78
Adjustments:			
Defferred Tax Assets/Liability	-	6.80	-
Total equity as per Restated consolidated financial statements	**1,220.36**	**614.52**	**22.78**

2. Reconciliation of Profit and Loss Statement :

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
Profit after tax as per audited consolidated financial statements of respective years	**612.65**	**195.94**	**17.94**
Adjustments:			
[1]Deferred Tax Assets/Liability	(6.80)	6.80	-
Profit after tax for the year as per restated consolidated financial statements	**605.84**	**202.74**	**17.94**

1 Adjustment made to rectify errors identified in the financial statements of prior periods

33 Related Party Disclosures

Disclosure of transactions with Related Parties, as required by Accounting Standard (AS) 18 "Related Party Disclosures" has been set out below. Related parties as defined under Accounting Standard (AS) 18 have been identified on the basis of representations made by the management and information available with the Parent Company.

A. Subsidiary

Name of entity	Type of relationship
Amoure Restaurant and Banquets Limited	Subsidiary

B. Director or Key Managerial Personnel:

Name of Director or KMP	Type of relationship
Ronak Vasantbhai Patel	Managing Director
Amitkumar Govindbhai Patel	Non-Executive Director
Jimit Amitkumar Patel	Non-Executive Director
Imdadali Mikdadali Ganthiya	Director (upto March 07, 2026)
Mamta Tripathi	Independent Director (w.e.f. April 15, 2026)
Garima Rajput	Independent Director (w.e.f. April 15, 2026)
Supal Arvindkumar Brahmakshatriya	Chief Financial Officer (w.e.f. April 15, 2026)
Simer Singh Bhatia	Company Secretary and Compliance Officer (w.e.f. April 15, 2026)

C. Relative of Director or Key Managerial Personnel/HUF:

Name of Relative	Type of relationship
Mikdadali Jivabhai Patel	Relative of Director
Riya Harshit Shah	Relative of Director
Nitinbhai Govindbhai Patel	Relative of Director

D. Enterprises over which KMP or Relatives of KMP have significant influence

Aditya Oil Industries Limited
Nature Organic Certification Private Limited (formerly known as Avanit Exim Private Limited)
Aarish Outdoors Private Limited
Axita Cotton Limited
Amit Govindbhai Patel HUF
Gita Trading Company
Ganesh Traders
Maitrisatya Palace LLP
Rang Infosoft Private Limited
Rang Digitech Private Limited
Mahalaxmi Traders
NG Family Trust
KN Family Trust

E. Transactions with related parties

Nature of transactions	Type of relationship	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Loan Taken				
Amitkumar Govindbhai Patel	Director	-	9.80	340.00
Jimit Amitkumar Patel	Director	-	1.90	15.00
Ronak Vasantbhai Patel	Director	11.73	77.58	133.00
Riya Harshit Shah	Relative of Director	-	5.90	-
Nitinbhai Govindbhai Patel	Relative of Director	-	10.00	111.70
Imdadali Mikdadali Ganthiya	Director	0.56	2.51	62.50
Repayment of Loan				
Amitkumar Govindbhai Patel	Director	2.18	48.63	300.00
Imdadali Mikdadali Ganthiya	Director	67.06	16.01	-
Jimit Amitkumar Patel	Director	-	17.40	-
Ronak Vasantbhai Patel	Director	86.29	148.01	2.00
Mikdadali Jivabhai Patel	Relative of Director	1.50	-	-
Riya Harshit Shah	Relative of Director	-	6.40	-
Nitinbhai Govindbhai Patel	Relative of Director	-	122.50	1.70

F. Balance with related parties

Nature of balances	Type of relationship	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Loan Payable				
Amitkumar Govindbhai Patel	Director	-	2.18	41.00
Imdadali Mikdadali Ganthiya	Director	-	66.50	80.00
Mikdadali Jivabhai Patel	Relative of Director	-	1.50	1.50
Ronak Vasantbhai Patel	Director	-	74.56	145.00
Nitinbhai Govindbhai Patel	Relative of Director	-	-	112.50
Jimit Amitkumar Patel	Director	-	-	15.50
Riya Harshit Shah	Relative of Director	-	-	0.50

F. Terms and conditions for transactions with related parties:
- Transactions with Related Parties are shown net of taxes.

34 Ratio Analysis

Particular	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Net Profit as Restated (A)	605.84	202.74	17.94
EBITDA	939.81	388.52	30.32
EBITDA Margin	49.53%	31.15%	28.60%
Net Worth Restated (B)	1,220.36	614.52	22.78
Return on Net Worth (%) restated (A/B)	49.64%	32.99%	78.76%
Equity Share at the end of year (in Nos) (C)	39,90,000.00	39,90,000.00	1,00,000.00
Weight No. of Equity Shares (D)	39,90,000.00	1,31,972.60	1,00,000.00
Weighted No. of Equity Shares considering Bonus/Split Impact (E) Post Bonus/Split after restated period with retrospective effect	5,98,50,000.00	19,79,589.04	15,00,000.00
Basic & Diluted Earnings per Equity Share as Restated (A/D)	15.18	153.62	17.94
Basic & Diluted Earnings per Equity share as Restated after considering Bonus impact with retrospective effect (A/E)	1.01	10.24	1.20
Net Asset Value per Equity share as Restated (B/C)	30.59	15.40	22.78
Net Asset Value per Equity share as Restated after considering bonus impact with retrospective effect	2.04	1.03	1.52

Sr.	Financial Ratios	Numerator	Denominator	Year					Remark - Any change in the ratio by more than 25% as	
				F.Y. 2025-26	F.Y. 2024-25	F.Y. 2023-24	F.Y. 2024-25 to F.Y. 2025-26	F.Y. 2023-24 to F.Y. 2024-25	F.Y. 2024-25 to F.Y. 2025-26	F.Y. 2023-24 to F.Y. 2024-25
1	**Current Ratio (CA/CL)**	Current Assets	Current Liabilities	3.02	1.38	0.52	118.83%	165.52%	The increase in the current ratio is primarily on account of significant increase in trade receivables and cash and cash equivivalant as compared to the previous year	The increase in the current ratio is primarily on account of significant reduction in trade payables resulting in lower current liabilities as compared to the previous year
2	**Debt- Equity Ratio**	Total Borrowings (Including Current Maturities of Long term borrowing)	Total Shareholder's Fund	-	0.24	21.33	-100.00%	-98.90%	The decrease in the debt-equity ratio is primarily attributable to reduction in borrowings, resulting in a lower proportion of debt in the capital structure.	The decrease in the debt-equity ratio is primarily attributable to increase in equity pursuant to right issue during the year and reduction in borrowings, resulting in a lower proportion of debt in the capital structure.
3	**Debt Service Coverage Ratio**	Profit before exceptional items, taxes, Depreciation and Amortisation Expenses and Interest Expenses	Interest & Lease Payments + Principal Repayments	4.53	0.58	0.10	676.00%	475.50%	The debt service coverage ratio has increased during the year due to repayment of debt servicing obligations and increase in profit.	The debt service coverage ratio has increased during the year due to repayment of debt servicing obligations and increase in profit.
4	**Return on Equity Ratio**	Profit for the year after tax	Average Equity (Equity share capital + Other Equity)	66.04%	63.62%	129.92%	3.79%	-51.03%	-	The return on equity has decreased during the year due to a proportionately higher increase in average equity as compared to the increase in profit after tax.
5	**Inventory Turnover Ratio**	Revenue from operations	Average inventories	263.35	177.92	28.17	48.01%	531.57%	The increase in inventory turnover ratio is mainly attributable to higher sales during the year relative to the increase in average inventory levels.	The increase in inventory turnover ratio is mainly attributable to higher sales during the year relative to the increase in average inventory levels.

6	**Trade Receivables Turnover Ratio**	Revenue from operations	Average Trade receivables	18.59	51.66	5.04	-64.02%	924.26%	The decrease in trade receivables turnover ratio is mainly attributable to lower increase in sales during the year relative to the higher increase in average trade receivables.	The increase in trade receivables turnover ratio is mainly attributable to higher sales during the year relative to the increase in average trade receivables.
7	**Trade Payables Turnover Ratio**	Purchases	Average Trade payables	121.93	17.23	2.20	607.65%	684.40%	The increase in trade payables turnover ratio is mainly attributable to higher purchases during the year relative to the decrease in average trade payables	The increase in trade payables turnover ratio is mainly attributable to higher purchases during the year relative to the increase in average trade payables
8	**Net Capital Turnover Ratio**	Revenue from operations	Working capital	4.25	59.99	(1.39)	-92.92%	4422.06%	The net capital turnover ratio has decreased significantly during the year primarily due to increase in working capital along with substantial growth in revenue from operations	The net capital turnover ratio has increased significantly during the year primarily due to substantial growth in revenue from operations, which outpaced the increase in working capital
9	**Net Profit Ratio (PAT/Revenue)**	Profit after taxes	Revenue from operations	31.93%	16.26%	16.93%	96.42%	-3.99%	The net profit ratio has increased during the year primarily due to a significant increase in profit after tax, which outpaced the increase in revenue from operation.	-
10	**Return on Capital employed**	Profit before tax and interest expense	Capital employed	0.68	0.37	0.05	83.89%	679.71%	The return on capital employed has increased during the year primarily due to a significant increase in earnings (profit before tax and interest), which outpaced the increase in capital employed.	The return on capital employed has increased during the year primarily due to a significant increase in earnings (profit before tax and interest), which outpaced the increase in capital employed.
11	**Return on Investment**	Profit before tax and interest expense	Total Assets	57.21%	34.41%	3.59%	66.24%	859.11%	The return on investment has increased during the year primarily due to a significant increase in earnings (profit before tax and interest), which outpaced the increase in total assets.	The return on investment has increased during the year primarily due to a significant increase in earnings (profit before tax and interest), which outpaced the increase in total assets.

35 Additional Regulatory Information as required by Schedule III of the Companies Act, 2013

a) Title deeds of immovable properties (other than properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee) whose deeds are held in the name of the Group.

b) The Group has not revalued its property, plant and equipment or intangible assets or both during the current or previous years.

c) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

d) The Group does not have any intangible assets under development.

e) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

f) The Group has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

g) The Group does not have any transactions with companies struck off

h) During the year there were no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond statutory period.

i) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

k) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

l) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall :

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

m) During the year the Group is not having any unrecorded transactions that are surrendered or disclosed as income during tax assessments under Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961) and there is nopreviously unrecorded income and related assets that have been properly recorded in the books of accounts during the year.

n) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year

o) Disclosures that are not applicable to the Group have not been presented in the restated consolidated financial statements.

p) There are no significant events after the reporting period except disclosed in financial statements.

q) Previous year figures have been regrouped / reclassified wherever necessary to confirm to current year's classification.

The accompanying notes are an integral part of these restated consolidated financial statements.

As per our attached report
For Talati & Talati LLP
Chartered Accountants
(Firm's Registration No. 110758W/W100377)

Sd/-
CA Anand Sharma
Partner
Membership Number: 129033

Place : Ahmedabad
Date : September 03, 2026

For and on behalf of the Board of Directors
Brooks Restaurant And Banquets Limited
(formerly known as Brooks Restaurant And Banquets Private Limited)
CIN : U55101GJ2022PLC133357

Sd/-
Amitkumar Govindbhai Patel
Non-Executive Director
DIN: 06626585

Sd/-
Ronak Vasantbhai Patel
Managing Director
DIN: 07203116

Sd/-
Supal Arvindkumar Brahmakshatriya
Chief Financial Officer

Sd/-
Simer Singh Bhatia
Company Secretary

Place : Ahmedabad
Date : September 03, 2026

OTHER FINANCIAL INFORMATION

For Details on other financial information please refer to "Ratios" under the chapter titled *"Financial Statements as Restated"* beginning on page 232 of this Draft Red Herring Prospectus.

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following discussion and analysis of financial condition and results of operations together with our financial statements included in this Draft Red Herring Prospectus. The following discussion relates to our Company and is based on our restated Consolidated financial statements. Our financial statements have been prepared in accordance with Indian GAAP, the accounting standards and other applicable provisions of the Companies Act.

Note: Statement in the Management Discussion and Analysis Report describing our objectives, outlook, estimates, expectations or prediction may be "Forward looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to our operations include, among others, economic conditions affecting demand/supply and price conditions in domestic and overseas market in which we operate, changes in Government Regulations, Tax Laws and other Statutes and incidental factor.

BUSINESS OVERVIEW

Our Company was originally incorporated on June 28, 2022, under the name and style of 'Brooks Restaurant and Banquets Private Limited', pursuant to a certificate of incorporation issued by the Assistant Registrar of Companies, Central Registration Centre. Furthermore, our Company was converted into a public limited company pursuant to a resolution passed by the Shareholders in an Extraordinary General Meeting held on December 12, 2025, with a fresh certificate of incorporation dated January 02, 2026, issued by Registrar of Companies, Central Processing Centre. Consequently, the name of our Company was changed to 'Brooks Restaurant and Banquets Limited'. The corporate identification number of our Company is U55101GJ2022PLC133357.

Brooks Restaurant and Banquets Limited, incorporated on June 28, 2022 ("our Company" or "Brooks"), is an integrated hospitality and event solutions provider engaged in operating banquet and event venues, restaurant and food and beverage services, catering facilities and accommodation facilities. We provide our customers with an integrated platform for organising and hosting a broad range of social, family and corporate functions, including weddings, wedding-related functions, social celebrations, baby showers, corporate events, conferences, product launches, festive celebrations and other private and social occasions. Our offering combines event venues, dining and food and beverage services, catering and accommodation, enabling our customers to address multiple event and hospitality requirements through a single location.

We have consistently grown in terms of our revenues over the past years our revenues from operation were ₹105.98 lakhs in F.Y. 2023-24, ₹1247.21 lakhs in F.Y.2024-25 and ₹ 1897.47 lakhs in the FY 2025-26. Our Net Profit after tax for the above-mentioned periods are ₹17.94 lakhs, ₹202.74 and ₹605.84 lakhs respectively.

FINANCIAL KPIs OF THE COMPANY

(in ₹ lakhs, unless otherwise indicated)

Particulars	Consolidated	Standalone	Standalone
	FY 2025-26	FY 2024-25	FY 2023-24
Total Income (₹ in lakhs)	1,901.14	1,249.11	106.32
Total revenue from operation (₹ in lakhs)	1,897.47	1,247.21	105.98
Growth in Revenue from Operations (%)	52.14%	1076.82%	-
EBITDA (₹ in lakhs)	939.81	388.52	30.32
EBITDA margins (%)	49.53%	31.15%	28.60%
PAT (₹ in lakhs)	605.84	202.74	17.94
PAT Margin (%)	31.93%	16.26%	16.93%
Growth in PAT (%)	198.83%	1029.87%	-
RoE(%)	66.04%	63.62%	129.92%
RoCE (%)	67.18%	36.63%	4.63%
Debt Equity Ratio	-	0.24	21.33
Operating Cash Flows (₹ in lakhs)	661.27	234.63	130.01

Source:

(ii) Financial information for the Company is derived from the Restated Consolidated Financial Statements.

Notes:

1. *Financial performance indicators have been computed based on restated Consolidated financial statement.*
2. *Revenue from Operations means the Revenue from Operations as appearing in the Restated Consolidated Financial*

Statements.

3. *Growth in Revenue from Operations (%) is calculated as a percentage of Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.*
4. *EBITDA is calculated as Profit before Extraordinary Items and Tax, plus finance costs and depreciation and amortization expenses reduced by other income.*
5. *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.*
6. *Profit after Tax Means Net Profit after tax attributable to shareholders of the Company for the period/year.*
7. *PAT Margin (%) is calculated as Profit after tax for the year/period as a percentage of Revenue from Operations.*
8. *RoE (Return on Equity)(%) is calculated as net profit after tax for the year / period divided by Average Shareholder's fund.*
9. *RoCE (Return on Capital Employed)(%) is calculated as earnings before interest and taxes (Profit before extraordinary items and tax plus finance costs minus other income) divided by closing capital employed. Capital Employed calculated as Total Assets less current liabilities.*
10. *Debt-equity ratio calculated as total debt (current and non-current borrowings) divided by total Equity.*
11. *Operating cash flows means net cash generated from operating activities as mentioned in the Restated Consolidated Financial Statements.*

FACTORS AFFECTING OUR RESULTS OF OPERATIONS

Except as otherwise stated in this Draft Red Herring Prospectus and the Risk Factors given in the Draft Red Herring Prospectus, the following important factors could cause actual results to differ materially from the expectations include, among others:

- Changes in lease rentals, operating costs, maintenance expenses and other operating costs associated with our Banquet, Restaurant and Hotel operations may adversely affect our profitability and financial performance.
- Our revenue is dependent on customer demand for banquet, event hosting, restaurant and hospitality services. Any reduction in discretionary spending, postponement or cancellation of events, lower restaurant footfall, or adverse developments affecting consumer or business activity may adversely affect our revenues and profitability.
- Our business and growth are dependent on our ability to maintain adequate utilisation of our existing banquet, event and dining facilities and to attract sufficient demand for our proposed Banquet and Hotel facility. Any inability to achieve or maintain expected levels of bookings, occupancy or utilisation may adversely affect our revenues and operating performance.
- Our business and growth are dependent on the experience, expertise and continued services of our Promoters, Directors and Key Managerial Personnel, as well as our ability to attract and retain suitably qualified and experienced personnel.

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF ACCOUNTING AND PREPARATION OF RESTATED CONSOLIDATED FINANCIAL STATEMENTS

The restated consolidated statement of assets and liabilities of the Company as at March 31, 2026, March 31, 2025 and March 31, 2024, the restated consolidated statement of profits and loss for the year ended March 31, 2026, March 31, 2025 and period ended March 31, 2024 and cash flows for the year ended March 31, 2026, March 31, 2025 and period ended March 31, 2024 (herein collectively referred to as ("Restated Consolidated Financial Information") have been compiled by the management from the audited Financial Statements of the Company for the year ended on March 31, 2026, March 31, 2025 and period ended March 31, 2024 approved by the Board of Directors of the Company. Restated Financial Information have been prepared to comply in all material respects with the provisions of Part I of Chapter III of the Companies Act, 2013 ('the Act') read with Companies (Prospectus and Allotment of Securities) Rules, 2014, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") issued by Securities and Exchange Board of India ('SEBI') and Guidance note on Reports in Companies Prospectuses (Revised 2019) ("Guidance Note"). Restated consolidated financial information have been prepared specifically for inclusion in the Draft Red Herring Prospectus ('DRHP') to be filed by the Company with the Bombay Stock Exchange (BSE SME') in connection with its proposed Small and Medium Enterprise Initial Public Offer ('SME IPO'). The Company's management has recast the Financial Statements in the form required by Schedule III of the Companies Act, 2013 for the purpose of restated consolidated financial information.

The restated consolidated financial information has been prepared and presented under historical cost convention on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles in India ("GAAP") and comply with the mandatory Accounting Standards ("AS") specified under section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules,2014 and the relevant provisions of the Companies Act 2013 ('the Act'). The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the

previous year.

Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles in India.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current – non-current classification of assets and liabilities.

The restated financial information has been prepared by the management to comply in all material respects with the requirements of:

a) Section 26 of Part I of Chapter III of the Act, 2013;
b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"); and
c) The Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India (ICAI), as amended (the "Guidance Note").

The restated consolidated financial information is presented in Indian Rupee (INR) & all the amounts included in the restated consolidated financial information have been rounded off to the nearest lakhs, as required by General instructions for preparation of Financial Statements in Division I of Schedule III of the Companies Act, 2013, except number of shares, face value of shares, earning per shares, or wherever otherwise stated.

Basis of Consolidation

The Consolidated Financial Statements comprise the financial statements of Brooks Restaurant and Banquets Limited ("the Parent Company") and its subsidiary (collectively referred to as "the Group"). The Consolidated Financial Statements have been prepared in accordance with Accounting Standard (AS) 21, *Consolidated Financial Statements*, prescribed under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021, as amended.

The financial statements of the Parent Company and its subsidiary have been consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances, intra-group transactions and unrealised profits or losses, unless such losses indicate an impairment of the asset transferred.

The financial statements of the subsidiary used in the consolidation are drawn up to the same reporting date as that of the Parent Company. Where necessary, adjustments are made to bring the accounting policies in line with those adopted by the Group.

Non-controlling interest represents the portion of equity and net profit or loss attributable to shareholders other than the Parent Company.

Goodwill / Capital Reserve on Consolidation

The excess of the cost to the Parent Company of its investment in a subsidiary over the Parent Company's portion of equity in the subsidiary at the date on which the investment is made is recognised in the Consolidated Financial Statements as Goodwill on Consolidation.

Where the Parent Company's share of equity in the subsidiary exceeds the cost of investment, the difference is recognised as Capital Reserve on Consolidation.

Goodwill arising on consolidation is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

Use of estimates

The preparation of the financial statements in conformity with Accounting Standard (AS) requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the

differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

Revenue Recognition

Revenue from catering services (including outdoor catering) and banquet hall rental along with related event services is recognized upon rendering of services, generally on completion of the event/function, when the services are fully rendered.

Revenue from food & beverage, banquet and allied services etc. is generally recognised at a point in time when control is transferred to the customer, which generally occurs when the room is occupied, food & beverages is sold, banquet and allied services etc. are rendered in accordance with the contract with the customer.

Other Income

Interest income is recognised on a time proportion basis, taking into account the amount outstanding and the rate applicable.

Profit or loss arising on disposal of property, plant and equipment is recognized as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

Other non-operating income is recognized when the right to receive the income is established and there is no significant uncertainty regarding its realization.

Property, plant and equipment

Property, Plant, and Equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price net of any trade discounts and rebates, any import duty and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable cost of bringing the asset to its working condition of its intended use, other incidental expenses and interest on borrowings attributable to acquisitions of qualifying property plant and equipment up to the date the asset is ready for its intended use. Any subsequent expenses related to a property plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other day to day repairs and maintenance expenditure and the cost of replacing parts, are charged to the Statement of Profit and Loss for the year during which such expenses are incurred.

Depreciation & Amortisation

The Company provides depreciation on the Straight-Line Method (SLM) over the estimated useful lives of the assets. The useful lives are based on the management's estimate and technical assessment, where applicable. Where the estimated useful lives differ from those prescribed under Schedule II to the Companies Act, 2013, the same are supported by technical advice. The estimated useful lives of the significant classes of property, plant and equipment are as follows:

Asset Group	Useful Life
Building	13.5 years
Plant & Machinery	15 years
Furniture & Fixture	8 Years
Restaurant Equipment	5 years
Office Equipment	5 years
Computers	3 years

Intangible Assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Cost comprises the purchase price and any directly attributable expenditure incurred in preparing the asset for its intended use.

Intangible assets are recognised only when it is probable that future economic benefits attributable to the asset will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets with finite useful lives are amortised on a straight-line basis over their estimated useful lives. The estimated useful lives and amortisation method are reviewed at each reporting date.

Gains or losses arising from disposal of intangible assets are recognised in the Statement of Profit and Loss.

Lease

Lease arrangements where the risk and rewards incedental to ownership of an asset substantially vest the lessor, are recognised as Operating leases. Lease rentals under operating leases are recognised in the statement of Profit and Loss on a Straight-line basis.

Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the lease term in accordance with AS 19 – Leases. The difference between the rent so recognised and the actual contractual payments made is carried as a Lease Equalisation Reserve in the Balance Sheet.

Investments

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

Inventories

Inventories are valued at the lower of cost (determined on weighted average method) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale.

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

1. Significant accounting judgements, accounting estimates and assumptions

The preparation of the Consolidated Financial Statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities (including contingent liabilities) and the accompanying disclosures. Estimates and underlying assumptions are reviewed on an ongoing basis.
Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Material estimates and assumptions are required in particular for:

i. Taxes

Pursuant to the announcement of the changes in the corporate tax regime, the Companies have an option to eitheropt for the new tax regime or continue to pay taxes as per the old tax regime together with the other benefits available to the Companies including utilisation of the MAT credit. During the year ended 31 March 2024, the Company had elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 to pay corporate income tax at 22% plus surcharge and cess (aggregating to tax rate of 25.17%). Accordingly, the Company has measured its current tax and deferred tax charge for the year ended 31 March 2026, 31 March 2025, and 31 March 2024 basis the new tax regime.

ii. Impairment

a) Investments

The Company reviews carrying value of its investments carried at cost annually, or more frequently when there is indication for impairments. If the recoverable amount is less than it carrying amount, the impairment loss is accounted for.

iii. Inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories, the Company makes an estimate of average selling prices reduced by gross profit.

iv. Contract Balances:

i. Trade receivables:

Trade receivables are recognised when revenue is recognised and are carried at the amount expected to be realised.

Trade receivables is derecognised when the company transfers substantially all the risks and rewards of ownership of the asset to another party including discounting of bills on a nonrecourse basis.

ii. Interest Income

Interest income from asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable rate of interest.

2. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset.

3. Employee benefits

Short Term Employee Benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick/ contingency leave in the year the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Retirement and other employee benefits:

Defined contribution plans

A defined contribution plan is post-employment benefit plan under which an entity pays specified contributions to separate entity and has no obligation to pay any further amounts. The company makes specified obligations towards employee provident fund and employee state insurance to Government administered provident fund scheme and ESI scheme which is a defined contribution plan. The Company's contributions are recognised as an expense in the Consolidated Statement of Profit and Loss during the period in which the employee renders the related service

Defined Benefit Plan:

Gratuity being a defined benefit scheme is accrued based on actuarial valuations, carried out by an independent actuary as at the balance sheet date using the projected unit credit method. These contributions are covered through Company Gratuity Scheme with Life Insurance Corporation of India and are charged against revenue.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss in the year in which they arise.

4. Taxes

Income tax expense represents the sum of the tax currently payable and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss,

Current Tax

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Deferred tax

Deferred tax is recognised on the timing differences between the accounting income and the taxable income for the period that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is **reasonable certainty** that sufficient future taxable income will be available against which such deferred tax assets can be realised.

In the case of unabsorbed depreciation or carry forward of losses under the Income-tax Act, deferred tax assets are recognised only if there is **virtual certainty**, supported by convincing evidence, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and is written down to the extent that it is no longer reasonably certain that sufficient future taxable income will be available to allow the deferred tax asset to be realised. Any such reduction is reversed to the extent that it becomes reasonably certain that sufficient future taxable income will be available.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply in the period in which the asset is realised or the liability is settled.

Deferred tax assets and deferred tax liabilities are offset if the Company has a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to taxes on income levied by the same taxation authority.

5. Property, plant and equipment (herein referred to as "PPE") Tangible Fixed Assets:

Recognition and Measurement:

Fixed assets are stated at cost of acquisition or construction. They are stated at historical cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets.

Subsequent Expenditure:

Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost

of replacing parts, are charged to the Consolidated Statement of Profit and Loss for the period during which such expenses are incurred. Major shut-down and overhaul expenditure is capitalised as the activities undertaken improves the economic benefits expected to arise from the asset.

Residual values

The company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

De-recognition of PPE

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

Gain and loss on disposal of item of PPE

Gains or losses arising from de recognition/ sale proceeds of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Capital Work in Progress:

Assets in the course of construction are capitalised in the assets under Capital work in progress. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences.

6. Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost means:

- Cost of raw materials include cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

NRV means:
Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated cost necessary to make the sale.

7. Provision, Contingent Liabilities and Contingent Assets

Provisions

Provisions are recognised when the company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent Liability

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses it in the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the company. Potential liabilities that are possible but not probable of crystalizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised. The cases which have been determined as remote by the company are not disclosed.

Contingent Assets

Contingent assets are neither recognised nor disclosed in the financial statements unless when an inflow of economic benefits is probable.

8. Segment reporting

The Company is engaged in the business of restaurant and banquet services, hence there are no separate reportable segments as per AS 17. There are no material individual markets for geographical segments for the segment revenues or results or assets.

9. Cash Flows and Cash and Cash Equivalents

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

10. Earnings Per Share

Basic Earnings Per Share is computed by dividing the net profit attributable to the equity shareholders of the company to the weighted average number of Shares outstanding during the period & Diluted earnings per share is computed by dividing the net profit attributable to the equity shareholders of the company after adjusting the effect of all dilutive potential equity shares that were outstanding during the period.

The weighted average number of shares outstanding during the period includes the weighted average number of equity shares that could have issued upon conversion of all dilutive potential.

Events occurring after the balance sheet date

The company evaluates events and transactions that occur subsequent to the balance sheet date but prior to approval of the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. There are no subsequent events to be recognised or reported that are not already disclosed.

RESULTS OF OUR OPERATIONS

Based on Consolidated Financial Statements of Profit & Loss as Restated

(Amount ₹ in lakhs)

Particulars		For the year ended					
		March 31, 2026	**% of Total Income**	**March 31, 2025**	**% of Total Income**	**March 31, 2024**	**% of Total Income**
	Income						
I.	Revenue from operations	1,897.47	99.81%	1,247.21	99.85%	105.98	99.68%
II.	Other Income	3.67	0.19%	1.90	0.15%	0.34	0.32%
III.	**Total Income (I+II)**	**1,901.14**	100.00%	**1,249.11**	100.00%	**106.32**	100.00%
IV.	**Expenses**						

	Cost of materials consumed	455.49	23.96%	425.92	34.10%	42.93	40.37%
	Employee Benefits Expense	264.49	13.91%	219.90	17.60%	13.88	13.05%
	Finance Cost	17.84	0.94%	6.29	0.50%	0.25	0.23%
	Depreciation and Amortisation Expense	112.13	5.90%	109.15	8.74%	6.49	6.10%
	Other Expenses	237.68	12.50%	212.87	17.04%	18.85	17.73%
	Total Expenses (IV)	**1,087.63**	57.21%	**974.13**	77.99%	**82.40**	77.49%
V.	**Profit before tax and exceptional items (III-IV)**	**813.51**	42.79%	**274.98**	22.01%	**23.92**	22.50%
VI.	Exceptional items	-		-		-	
VII.	**Profit before tax (V-VI)**	**813.51**	42.79%	**274.98**	22.01%	**23.92**	22.50%
VIII.	**Tax Expense:**						
	Current Tax	227.35	11.96%	80.30	6.43%	-	0.00%
	Deferred Tax	-19.68	-1.04%	-8.06	-0.64%	5.98	5.63%
	Total tax expenses	**207.67**	10.92%	**72.24**	5.78%	**5.98**	5.63%
IX.	**Profit after tax for the year (VII-VIII)**	**605.84**	31.87%	**202.74**	16.23%	**17.94**	16.88%

Components of our Profit and Loss Account

Income

Our total income comprises of revenue from operations and other income.

Revenue from Operations

The Revenue from operations as a percentage of our total income was 99.81%, 99.85% and 99.68% for the Financial Year ended March 31, 2026, March 31, 2025, and March 31, 2024 respectively.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
- Restaurant Services	498.91	415.00	52.59
- Banquet and Event Hosting Services	1,398.56	832.21	53.39
TOTAL	**1,897.47**	**1,247.21**	**105.98**

Other Income

Our other Income consists of Interest Income.

Expenditure

Our total expenditure primarily consists of Hoarding Related Expense, Employee Benefit Expenses, Finance Costs, Depreciation and Amortization Expenses and Other Expenses.

Cost of material consumed

Cost of material consumed includes materials purchased for restaurant, catering services and related services.

Employee Benefit Expenses

Our employee benefits expense comprises of Salaries and wages, Contribution to Provident and other funds, Staff Welfare Expenses.

Finance costs

Our Finance cost expenses comprise of Interest on statutory dues, Bank Charges and Other Borrowing Cost.

Depreciation and Amortization Expenses

Depreciation and Amortization Expenses include Depreciation on Building, Restaurant Equipments, Plant and Equipments,

Furniture & Fixtures, Office Equipments and Computers.

Other Expenses

Our other expenses primarily comprise of Auditor's remuneration, Professional fees, Rates & Taxes, Repairs & Maintenance Expense, Rent expenses and Other Miscellaneous expenses.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Power and Fuel	76.45	74.48	8.49
Rates and taxes	29.97	16.54	0.36
Rent Expenses	24.00	24.00	4.00
Labour expense	30.98	46.21	-
Legal and professional fees	35.63	9.73	0.22
Office expenses	21.12	26.75	1.68
Repairs & maintenance	5.72	7.31	-
Printing & Stationery Expenses	6.95	3.71	2.50
Advertisement Expense	1.44	1.26	1.22
Commission Expense	3.19	0.82	-
Insurance	1.09	0.80	0.23
Payment to Auditors	0.99	0.83	0.15
Donation Expense	0.15	0.43	-
Total	**237.68**	**212.87**	**18.85**

Provision for Tax

The provision for current taxation is computed in accordance with relevant tax regulation. Deferred tax is recognized on timing differences between the accounting and the taxable income for the year and quantified using the tax rates and laws enacted or subsequently enacted as on balance sheet date. Deferred tax assets are recognized and carried forward to the extent that there is a virtual certainly that sufficient future taxable income will be available against which such deferred tax assets can be realized in future.

Fiscal 2026 compared with fiscal 2025 (Profit and Loss items)

Revenue from Operations

The Revenue from Operations of our company for fiscal year 2026 was ₹ 1,897.47 Lakhs against ₹ 1,247.21 Lakhs for Fiscal year 2025. An increase of 52.14% in revenue from operations. This increase was due to scale up of operations as anticipated growth in demand.

Other Income

The other income of our company for fiscal year 2026 was ₹ 3.67 Lakhs against ₹ 1.90 for Fiscal year 2025. The increase of 92.76% in other income. This increase was due to more Interest received from Deposits made.

Total Income

The total income of the company for fiscal year 2026 was ₹ 1,901.14 Lakhs against ₹ 1,249.11 Lakhs of total income for Fiscal year 2025 with an increase of 52.20% in total income. This increase was due to scale up of operations as anticipated growth in demand.

Expenditure

Cost of Material Consumed

In Fiscal 2026, Cost of Material Consumed was ₹ 455.49 Lakhs against ₹ 425.92 Lakhs in fiscal 2025. An increase of 6.94%. This increase was due to operational growth of the company and shows efficient use of material for revenue from operations.

Employee Benefit Expenses

In Fiscal 2026, the Company incurred employee benefit expenses of ₹ 264.49 Lakhs against ₹ 219.90 Lakhs in fiscal 2025. An

increase of 20.27%. This increase was due to scale up of activities and creation of new departments as part of growth plan.

Finance Costs

The finance costs for the Fiscal 2026 were ₹ 17.84 Lakhs while it was ₹ 6.29 Lakhs for Fiscal 2025. An increase of 183.70%. This increase was due to increase in interest on income tax expense in Fiscal 2026.

Depreciation and Amortization Expenses

In Fiscal 2026, Depreciation and Amortization Expenses of ₹ 112.13 Lakhs against ₹ 109.15 Lakhs in fiscal 2025. An increase of 2.73%. This increase was due to Property, plant and equipment added during Fiscal 2026.

Other Expenses

In fiscal 2026, our other expenses were ₹ 237.68 Lakhs and ₹ 212.87 Lakhs in fiscal 2025. An increase of 11.65%. This increase was due to increase in operational expenses for mitigating increasing scale up of operations and growth in revenue.

Profit/ (Loss) before Tax

Our Company had reported a profit before tax for the Fiscal 2026 of ₹ 813.51 Lakhs against profit before tax of ₹ 274.98 Lakhs in Fiscal 2025. An increase of 195.85%. This increase was due to optimal utilization of Restaurant and Banquet Halls and scale up of activities and growth in business and optimisation of resources.

Profit/ (Loss) after Tax

Profit after tax for the Fiscal 2026 were at ₹ 605.84 Lakhs against profit after tax of ₹ 202.74 Lakhs in fiscal 2025, An Increase of 198.83%. This increase was due to optimal utilization of Restaurant and Banquet Halls and scale up of activities and growth in business and optimisation of resources.

Fiscal 2025 compared with fiscal 2024 (Profit and Loss items)

Revenue from Operations

The Revenue from Operations of our company for fiscal year 2025 was ₹ 1,247.21 Lakhs against ₹ 105.98 Lakhs for Fiscal year 2024. An increase of 1,076.82% in revenue from operations. This increase was due to the reason that full scale up of operations was started in Fiscal 2025 as the construction of hotel is completed in Fiscal 2024.

Other Income

The other income of our company for fiscal year 2025 was ₹ 1.90 Lakhs against ₹ 0.34 for Fiscal year 2024. The increase of 453.41% in other income. This increase was due to discount and other income increased in Fiscal 2025.

Total Income

The total income of the company for fiscal year 2025 was ₹ 1,249.11 Lakhs against ₹ 106.32 Lakhs of total income for Fiscal year 2024 with an increase of 1074.81% in total income. This increase was due to the reason that full scale up of operations was started in Fiscal 2025 as the construction of hotel is completed in Fiscal 2024.

Expenditure

Cost of Material Consumed

In Fiscal 2025, Cost of Material Consumed was ₹ 425.92 Lakhs against ₹ 42.93 Lakhs in fiscal 2024. An increase of 892.18%. This increase was due to consumption of materials for mitigating increase in revenue from operations.

Employee Benefit Expenses

In Fiscal 2025, the Company incurred employee benefit expenses of ₹ 219.90 Lakhs against ₹ 13.88 Lakhs in fiscal 2024. An increase of 1484.85%. This increase was due to scale up of activities and creation of new departments as part of growth plan.

Finance Costs

The finance costs for the Fiscal 2025 were ₹ 6.29 Lakhs while it was ₹ 0.25 Lakhs for Fiscal 2024. An increase of 2431.45%. This increase was due to increase in interest and bank charges in Fiscal 2025.

Depreciation and Amortization Expenses

In Fiscal 2025, Depreciation and Amortization Expenses of ₹ 109.15 Lakhs against ₹ 6.49 Lakhs in fiscal 2024. An increase of 1582.85%. This increase was due to major plant and machineries added near the end of Fiscal 2024 and during Fiscal 2025.

Other Expenses

In fiscal 2025, our other expenses were ₹ 212.87 Lakhs and ₹ 18.85 Lakhs in fiscal 2024. An increase of 1029.38%. This increase was due to increase in operational expenses for mitigating increasing scale up of operations and growth in revenue.

Profit/ (Loss) before Tax

Our Company had reported a profit before tax for the Fiscal 2025 of ₹ 274.98 Lakhs against profit before tax of ₹ 23.92 Lakhs in Fiscal 2024. An increase of 1049.34%. This increase was due to optimal utilization of Restaurant and Banquet Halls and scale up of activities and growth in business and optimisation of resources.

Profit/ (Loss) after Tax

Profit after tax for the Fiscal 2025 were at ₹ 202.74 Lakhs against profit after tax of ₹ 17.94 Lakhs in fiscal 2024, An Increase of 1029.87%. This increase was due to optimal utilization of Restaurant and Banquet Halls and scale up of activities and growth in business and optimisation of resources.

Fiscal 2026 compared with fiscal 2025 (Balance sheet items)

Long-Term Borrowings

In Fiscal 2026, the Company reported long-term borrowings of Nil as against ₹ 144.74 Lakhs in Fiscal 2025. This was due to early repayment of Long-term Borrowings.

Long-Term Provisions

In Fiscal 2026, the Company reported long-term provisions of ₹ 11.64 Lakhs as against ₹ 3.33 Lakhs in Fiscal 2025. An increase of 249.63 % This was due to increase in provision of Gratuity in Fiscal 2026.

Property, Plant and Equipment and Intangible Assets

In Fiscal 2026, the Company reported Property, Plant and Equipment and Intangible Assets of ₹ 709.63 Lakhs as against ₹ 716.19 Lakhs in Fiscal 2025, a decrease of 0.92%. This was due to depreciation expense during the year and few increase in of Plant and Equipments and Intangible Assets.

Long-term loans and advances

In Fiscal 2026, the Company reported Long-term loans and advances of ₹ 17.97 Lakhs as against ₹ 4.95 Lakhs in Fiscal 2025, an increase of 262.95%. This was due to increase in capital advances in Fiscal 2026.

Other Non-Current Assets

In Fiscal 2026, the Company reported Other Non-Current Assets of ₹ 35.97 Lakhs as against ₹ 18.59 Lakhs in Fiscal 2025, an increase of 93.46%. This was due to more security deposits paid during Fiscal 2026.

Inventories

In Fiscal 2026, the Company reported inventories of ₹ 7.91 Lakhs as against ₹ 6.50 Lakhs in Fiscal 2025, an increase of 21.85%. This nominal increase was due to keeping inventories for mitigating the restaurant and banquet related services.

Trade Receivables

In Fiscal 2026, the Company reported trade receivables of ₹ 197.91 Lakhs as against ₹ 6.26 Lakhs in Fiscal 2025, an increase of 3061.58%. This was for giving services on debit basis for increasing the revenue from operations.

Short-Term Loans & Advances

In Fiscal 2026, the Company reported short-term loans and advances of ₹ 12.69 Lakhs as against ₹ 13.77 Lakhs in Fiscal 2025, a decrease of 7.82%. This marginal decrease was due to changes in advance to suppliers and employees.

Other Current Assets

In Fiscal 2026, the Company reported other current assets of ₹ 2.20 as against ₹ 0.60 Lakhs in Fiscal 2025. An increase of 268.75%. This increase was due to increase in prepaid expenses.

Trade Payables

In Fiscal 2026, the Company reported trade payables of ₹ 26.85 Lakhs as against ₹ 7.78 Lakhs in Fiscal 2025, an increase of 245.26%. This was due to increase in outstanding of trade payable at the end of Fiscal 2026.

Other Current Liabilities

In Fiscal 2026, the Company reported Other Current Liabilities of ₹ 67.95 Lakhs as against ₹ 45.39 Lakhs in Fiscal 2025, an increase of 49.68%. This was due to increase in statutory dues of the company.

Short Term Provisions

In Fiscal 2026, the Company reported Short Term Provisions of ₹ 126.40 Lakhs as against ₹ 1.59 Lakhs in Fiscal 2025, an increase of 7828.22%. This was due to increase in provisions for income tax and other expenses of the company.

Fiscal 2025 compared with fiscal 2024 (Balance sheet items)

Long-Term Borrowings

In Fiscal 2025, the Company reported long-term borrowings of ₹ 144.74 as against ₹ 486.01 Lakhs in Fiscal 2024. This was due to early repayment of Long-term Borrowings.

Long-Term Provisions

In Fiscal 2025, the Company reported long-term provisions of ₹3.33 Lakhs as against nil in Fiscal 2024. This was due to increase in provision of Gratuity in Fiscal 2025.

Property, Plant and Equipment and Intangible Assets

In Fiscal 2025, the Company reported Property, Plant and Equipment and Intangible Assets of ₹ 716.19 Lakhs as against ₹ 564.52 Lakhs in Fiscal 2024, an increase of 26.87%. This increase was due to major plant and machineries added near the end of Fiscal 2024 and during Fiscal 2025.

Long-term loans and advances

In Fiscal 2025, the Company reported Long-term loans and advances of ₹ 4.95 Lakhs as against ₹ 8.64 Lakhs in Fiscal 2024, a decrease of 42.74%. This was due to decrease in capital advances in Fiscal 2025.

Other Non-Current Assets

In Fiscal 2025, the Company reported Other Non-Current Assets of ₹ 18.59 Lakhs as against ₹ 17.97 Lakhs in Fiscal 2024, an increase of 3.45%. This was due to more security deposits paid during Fiscal 2025.

Inventories

In Fiscal 2025, the Company reported inventories of ₹ 6.50 Lakhs as against ₹ 7.52 Lakhs in Fiscal 2024, a decrease of 13.67%. This was nominal decrease which was as per requirement at that time.

Trade Receivables

In Fiscal 2025, the Company reported trade receivables of ₹ 6.26 Lakhs as against ₹ 42.03 Lakhs in Fiscal 2024, a decrease of 85.10%. This was due to early recovery of debts in Fiscal 2025.

Short-Term Loans & Advances

In Fiscal 2025, the Company reported short-term loans and advances of ₹ 13.77 Lakhs as against ₹ 0.42 Lakhs in Fiscal 2024, an increase of 3152.91%. This increase was due to increase in advances to suppliers and employees.

Other Current Assets

In Fiscal 2025, the Company reported other current assets of ₹ 0.60 as against ₹ 0.53 Lakhs in Fiscal 2024. An increase of 13.48%. This increase was due to marginal increase in prepaid expenses.

Trade Payables

In Fiscal 2025, the Company reported trade payables of ₹ 7.78 Lakhs as against ₹ 71.87 Lakhs in Fiscal 2024, a decrease of 89.18%. This was due to timely payment of trade payable in Fiscal 2025.

Other Current Liabilities

In Fiscal 2025, the Company reported Other Current Liabilities of ₹ 45.39 Lakhs as against ₹ 79.35 Lakhs in Fiscal 2024, a decrease of 42.79%. This was due to decrease in Creditors of Capital purchase.

Short Term Provisions

In Fiscal 2025, the Company reported Short Term Provisions of ₹ 1.59 Lakhs as against ₹ 7.75 Lakhs in Fiscal 2024, a decrease of 79.43%. This was due to decrease in provisions for expenses of the company.

Cash Flows

(Amount ₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Net Cash Flow from/ (used in) Operating Activities	661.27	234.63	130.01
Net Cash Flow from/ (used in) Investing Activities	(114.97)	(263.21)	(544.38)
Net Cash Flow from/ (used in) Financing Activities	(147.54)	44.89	446.25

Cash Flows from Operating Activities

1. For the year ended March 31, 2026, net cash flow generated in operating activities was ₹ 661.27 Lakhs. This comprised of the net profit before tax of ₹ 813.51 Lakhs, which was primarily adjusted for Finance cost of ₹ 17.84 Lakhs, Interest income of ₹ 2.79 Lakhs, depreciation and amortisation expense of ₹ 112.13 Lakhs. The resultant operating profit before working capital changes was ₹ 940.69 Lakhs, which was primarily adjusted for Increase in Trade receivables of ₹ 191.65 Lakhs, Other Non-Current Assets of ₹ 17.38 Lakhs, Other Current Assets of ₹ 1.60 Lakhs, Inventories of ₹ 1.42 Lakhs, Long Term Provisions of ₹ 8.31 Lakhs, Trade Payable of ₹ 19.07 Lakhs, Other Current Liabilities of ₹ 22.55 Lakhs and Short-Term Provisions of ₹ 1.52 Lakhs. Additionally, there was a decrease in Short Term Loans & advances of ₹ 0.24 Lakhs.

Cash generated from operations was ₹ 780.33 Lakhs, which was further reduced by direct tax paid for ₹ 119.06 Lakhs, resulting into net cash flow used in operating activities of ₹ 661.27 Lakhs.

2. For the year ended March 31, 2025, net cash flow generated in operating activities was ₹ 234.63 Lakhs. This comprised of the net profit before tax of ₹ 274.98 Lakhs, which was primarily adjusted for Finance cost of ₹ 6.29 Lakhs, Interest income of ₹ 0.84 Lakhs, depreciation and amortisation expense of ₹ 109.15 Lakhs. The resultant operating profit before working capital changes was ₹ 389.58 Lakhs, which was primarily adjusted for Increase in Short-term Loans & Advances of ₹ 4.88 Lakhs, Other Non-Current Assets of ₹ 0.62 Lakhs, Other Current Assets of ₹ 0.07 Lakhs and Long-Term Provisions of ₹ 3.33 Lakhs. Additionally, there was a decrease in Inventories of ₹ 1.03 Lakhs, Trade Receivables of ₹ 35.77 Lakhs, Trade Payables of ₹ 64.09 Lakhs, Other Current Liabilities of ₹ 33.95 and Short-Term provisions of ₹ 6.20 Lakhs.

Cash generated from operations was ₹ 319.90 Lakhs, which was further reduced by direct tax paid for ₹ 85.27 Lakhs, resulting into net cash flow used in operating activities of ₹ 234.63 Lakhs.

3. For the year ended March 31, 2024, net cash flow generated in operating activities was ₹ 130.01 Lakhs. This comprised of the net profit before tax of ₹ 23.92 Lakhs, which was primarily adjusted for Finance cost of ₹ 0.25 Lakhs, Interest income of ₹ 0.26 Lakhs, depreciation and amortisation expense of ₹ 6.49 Lakhs. The resultant operating profit before working capital changes was ₹ 30.40 Lakhs, which was primarily adjusted for Increase in Inventories of ₹ 7.52 Lakhs, Trade receivables of ₹ 42.03 Lakhs, Other Non-Current Assets of ₹ 13.97 Lakhs, Other Current Assets of ₹ 0.53 Lakhs, Trade Payables of ₹ 71.69 Lakhs, Other Current Liabilities of ₹ 79.35 Lakhs and Short-Term Provisions of ₹ 7.76 Lakhs. Additionally, there was a decrease in Short Term Loans & advances of ₹ 4.86 Lakhs.

Cash generated from operations was ₹ 130.01 Lakhs resulting into net cash flow used in operating activities of ₹ 130.01 Lakhs.

Cash Flows from Investment Activities

1. For the year ended March 31, 2026, net cash used in investing activities was ₹ 114.97 Lakhs, which primarily comprised of cash used for purchase of property, plant & equipment and intangible assets of ₹ 118.59 Lakhs, and Interest income received of ₹ 2.79 Lakhs and receipt of Loans & Advances of ₹ 0.83 Lakhs.
2. For the year ended March 31, 2025, net cash used in investing activities was ₹ 263.21 Lakhs, which primarily comprised of cash used for purchase of property, plant & equipment and intangible assets of ₹ 257.12 Lakhs, and Interest income received of ₹ 0.84 Lakhs and payment of Loans & Advances of ₹ 6.93 Lakhs.
3. For the year ended March 31, 2024, net cash used in investing activities was ₹ 544.38 Lakhs, which primarily comprised of cash used for purchase of property, plant & equipment and intangible assets of ₹ 544.64 Lakhs, and Interest income received of ₹ 0.26 Lakhs.

Cash Flows from Financing Activities

1. For the year ended March 31, 2026, net cash used in financing activities was ₹ 147.54 Lakhs, which primarily comprised of Proceeds of Long-Term Borrowings of ₹ 60.73 Lakhs, Repayment of Long-Term borrowings of ₹ 205.47 Lakhs and

Interest Cost of ₹ 2.80 Lakhs.

2. For the year ended March 31, 2025, net cash flow from financing activities was ₹ 44.89 Lakhs, which primarily comprised of Proceeds from issue of Equity shares of ₹ 389.00 Lakhs, Proceeds of Long-Term Borrowings of ₹ 324.68 Lakhs, Repayment of Long-Term Borrowings of ₹ 665.94 Lakhs and Interest Cost of ₹ 2.85 Lakhs.
3. For the year ended March 31, 2024, net cash flow from financing activities was ₹ 446.25 Lakhs, which primarily comprised of Proceeds of Long-Term Borrowings of ₹ 748.50 Lakhs, Repayment of Long-Term Borrowings of ₹ 302.00 Lakhs and Interest Cost of ₹ 0.25 Lakhs.

OTHER MATTERS

1. Dependence on Leased Premises

Our existing Banquet and Hotel facility, which also serves as our Registered Office, is operated from premises held on lease. Any termination, disruption or adverse change in our lease arrangements, or any inability to secure suitable premises for our future operations on commercially acceptable terms, may adversely affect our business and operations.

2. Revenue Concentration and Seasonality of Our Business

A significant portion of our revenue is derived from Banquet and Event Hosting Services, particularly social events, and our revenues are subject to seasonal fluctuations associated with weddings, festivals and other events. Any reduction in customer demand or disruption during periods of higher event activity may adversely affect our revenues and profitability.

3. Dependence on Customer Experience, Service Quality and the "Brooks" Brand

Our business depends on our ability to consistently provide quality food, hospitality and customer service and maintain the reputation of the "Brooks" brand. Any adverse customer experience, food quality or hygiene issue, service deficiency or negative publicity may adversely affect customer confidence, repeat business, referrals and future bookings.

4. Dependence on Skilled Personnel and Operating Capabilities

Our banquet, restaurant and hospitality operations are dependent on the availability, performance and retention of suitably skilled personnel, including kitchen, food and beverage, banquet, housekeeping and other operating staff. Any shortage of personnel, high attrition or inability to recruit and retain suitable employees may affect our ability to maintain service standards and execute events effectively.

5. Dependence on Customer Demand and Effective Utilisation of Our Facilities

Our revenues depend on our ability to attract sufficient customers and achieve adequate utilisation of our banquet and event facilities. Our existing facilities have available capacity, and there can be no assurance that we will be able to maintain or improve utilisation levels or that our proposed facility will achieve the anticipated level of bookings, accommodation occupancy and restaurant demand.

6. Dependence on Regulatory Approvals and Statutory Compliance

Our operations are subject to various statutory and regulatory requirements and require applicable approvals, licences, registrations and permissions. Any delay or inability to obtain, maintain or renew requisite approvals, including applicable pollution control consents, or any non-compliance with regulatory requirements, may adversely affect our operations and growth plans.

7. Execution and Funding of Our Proposed Expansion

Our proposed Banquet and Hotel facility at Ognaj involves significant capital expenditure and is proposed to be funded substantially from the Net Proceeds of the Issue. Any delay in implementation, increase in project costs, delay in obtaining approvals, inability to execute definitive arrangements on anticipated terms, shortfall in the Net Proceeds or inability to achieve the anticipated demand and utilisation levels may adversely affect our growth plans and financial performance.

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FINANCIAL INDEBTEDNESS

In terms of the Articles of Association of the Company, the Board is authorized to accept deposits from members either in advance of calls or otherwise, and generally accept deposits, raise loans or borrow or secure the payment of any sum of moneys to be borrowed together with the moneys already borrowed including acceptance of deposits apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, exceeding the aggregate of the paid-up capital of the Company and its free reserves (not being reserves set apart for any specific purpose) or upto such amount as may be approved by the shareholders from time to time.

Our Company has obtained the necessary consents required under the relevant loan documentation with banks and financial institutions for undertaking activities, such as change in its capital structure, change in its shareholding pattern and change in promoter's shareholding which has a possible change in the management control of our Company.

our Company doesn't have any outstanding borrowings (including fund based and non-fund-based borrowings) as on March 31, 2026 as certified by our Peer review Auditor:

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SECTION VI - LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS

*Except as stated below, as on the date of this Draft Red Herring Prospectus, there are no outstanding (i) criminal proceedings (including matters at FIR stage where no / some cognizance has been taken by any court or any judicial authority); (ii) actions by statutory or regulatory authorities; (iii) claims related to direct or indirect tax liabilities; or (iv) proceedings (other than proceedings covered under (i) to (ii) above) which have been determined to be material pursuant to the Materiality Policy (as disclosed herein below), involving our Company, our Directors, our Promoters, our Subsidiary, (the **"Relevant Parties"**).*

Further, except as disclosed in this section, there are no (a) disciplinary actions including penalty imposed by the SEBI or any stock exchange against any of our Promoters in the last five Financial Years preceding the date of this Draft Red Herring Prospectus; (b) outstanding criminal proceedings (including matters at FIR stage where no / some cognizance has been taken by any court or any judicial authority), involving our Key Managerial Personnel and members of Senior Management; (c) outstanding actions by statutory or regulatory authorities against our Key Managerial Personnel and Senior Managerial Personnel; or (d) pending litigation involving our Group Companies which may have a material impact on our Company.

*For the purpose of identification and disclosure of material litigation in relation to (iv) above, our Board in its meeting held on May 25, 2026 has considered and adopted the following policy on materiality with regard to material outstanding litigation involving the Relevant Parties, to be disclosed by our Company in this Draft Red Herring Prospectus **("Materiality Policy")**.*

(i) the monetary amount of the claim/dispute made by or against the Relevant Parties in any such pending litigation/ arbitration proceeding, to the extent quantifiable, exceeds the lower of the following:

(a) two percent of turnover, as per the latest annual restated consolidated financial statements i.e. 37.95 Lakhs or
(b) two percent of net worth, as per the latest annual restated consolidated financial statements of the Company, except in case the arithmetic value of the net worth is negative i.e. 24.41 Lakhs or
(c) five percent of the average of absolute value of profit or loss after tax, as per the last three annual restated consolidated financial statements of the Company i.e. 13.78 Lakhs

(ii) where the decision in one case is likely to affect the decision in similar cases, even though the amount involved in individual litigation does not exceed the amount determined as per clause (a) above, and the amount involved in all of such cases taken together exceeds the amount determined as per clause (i) above; and

(iii) where monetary liability is not quantifiable or does not exceed the threshold mentioned in point (i) above, the outcome of any such pending proceedings may have a material bearing on the business, operations, performance, prospects, financial position or reputation of the Company.

The Company has a policy for identification of Material Outstanding Dues to Creditors in terms of the SEBI (ICDR) Regulations, 2018 as amended for creditors where outstanding due to any one of them exceeds 5% of the Company's total trade payables as per the latest restated consolidated financial statements.

A. LITIGATION INVOLVING THE COMPANY

(a) Criminal proceedings against the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated against the Company.

(b) Criminal proceedings filed by the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated by the Company.

(c) Other pending material litigations against the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding material litigation initiated against the Company.

(d) Other pending material litigations filed by the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding material litigation initiated by the Company.

(e) Actions by statutory and regulatory authorities against the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory or regulatory authorities initiated against the Company.

B. LITIGATIONS INVOLVING THE PROMOTERS & DIRECTORS OF THE COMPANY

(a) Criminal proceedings against the Promoters & Directors of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated against the Promoters & Directors of the Company.

(b) Criminal proceedings filed by the Promoters & Directors of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated by the Promoters & Directors of the Company.

(c) Other pending litigations against the Promoters & Directors of the Company

A Special Civil Suit before the Principal Senior Civil Judge, Sanand, Ahmedabad, has been instituted by Harishchandrasinh Bharatsinh Vaghela and another against Kaharsinh Jetubha Chauhan and others, including our promoters Nitinbhai Patel, Gitaben Nitinbhai Patel and Kushal Nitinbhai Patel (Defendant No.4 to 6), in relation to purchase of an area admeasuring 1-53-11 H.R.Sq.m. in agricultural land in Block/Survey No. 683, Rethal Village, Sanand, Ahmedabad by our Promoters. The plaintiffs have alleged that despite execution of an Agreement to Sell dated October 10, 2016 and payment of part consideration amounting to Rs. 35,00,000/- (Rupees Thirty Five Lakhs Only) thereunder to the original landowner Kaharsinh Jetubha Chauhan and Kiritsinh Jetubha Chauhan, Defendant No. 1 and 2, the subject property was subsequently sold to the promoters pursuant to a registered sale deed dated August 26, 2021. The plaintiffs have sought, inter alia, declaration of their rights under the agreement to sell, declaration that the aforesaid sale deed is null and void and not binding upon them, specific performance and permanent injunction. The matter is currently pending adjudication.

(d) Other pending material litigations filed by the Promoters & Directors of the Company

i. Our Director, Mr. Amitkumar Govindbhai Patel, in the capacity of a director of Aarish Outdoors Limited, along with 28 other applicants has filed a Special Civil Application before the Hon'ble Gujarat High Court challenging the legality of Ahmedabad Outdoor Advertising Policy 2023 sanctioned on December 22, 2023 by Ahmedabad Municipal Corporation on the grounds of being arbitrary and violative of the provisions of Gujarat Municipal Corporation Act and Article 14 and 19 of the Constitution of India, 1950 among other grounds. By way of an order dated March 26, 2024, the Hon'ble High Court restrained the Ahmedabad Municipal Corporation from removing the hoardings of the Petitioners and from taking any coercive actions against the same. Further, vide order dated August 14, 2025 it has was clarified that the restrain order was in no way to be interpreted restraining the Municipal Corporation from collecting license fee from the Petitioners. At present, the Special Civil Application is pending for adjudication before the Hon'ble Court.

ii. Our Promoters, Nitinbhai Govindbhai Patel, Kushal Nitinbhai Patel and Gitaben Nitinbhai Patel have filed Special Civil Application before the Hon'ble Gujarat High Court challenging the order dated January 31, 2025 passed by Prant Officer, Kadi in dismissing the revision application of the petitioners. The Promoters had purchased agricultural lands comprising in Survey/Block No. 2856 and Survey/Block No. 2858 Thol Village, Kadi District. One Mr. Panchal Bhikhabhai Mangaldas, Respondent no. 3, in the present case, who is the owner of Survey/Block No. 2860 instituted a suit against the promoters alleging that the promoters have blocked the Respondent No. 3's right of way to reach Survey No. 2860, which was passing through the land of the promoters, by way of erecting a fencing. The said suit was instituted before Mamlatdar Court, Kadi and vide an order dated October 16, 2023 the claim of Respondent No. 3 was granted. Challenging the same, a revision application was filed before the Prant Officer, Kadi which came to be rejected vide order dated January 31, 2025. At present, the Special Civil Application is pending for adjudication before the Hon'ble Court.

iii. Our Promoters, Nitinbhai Govindbhai Patel, Kushal Nitinbhai Patel and Gitaben Nitinbhai Patel have filed Special Civil Application before the Hon'ble Gujarat High Court challenging the order dated March 15, 2025 passed by Prant Officer, Kadi in dismissing the revision application of the petitioners. The Promoters had purchased agricultural lands comprising

in Survey/Block No. 2856 and Survey/Block No. 2858, Thol Village, Kadi District. One Mr. Panchal Bhikhabhai Mangaldas, Respondent no. 3, in the present case, who is the owner of Survey/Block No. 2859 instituted a suit against the promoters alleging that the promoters have blocked the Respondent No. 3's right of way to reach Survey No. 2859, which was passing through the land of the promoters, by way of erecting a fencing. The said suit was instituted before Mamlatdar Court, Kadi and vide an order dated January 20, 2024 the claim of Respondent No. 3 was granted. Challenging the same, a Revision Case before the Prant Officer, Kadi which came to be rejected vide order dated March 15, 2025. At present, the Special Civil Application is pending for adjudication before the Hon'ble Court.

(e) Actions by statutory and regulatory authorities against the Promoters & Directors of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions initiated by the statutory and regulatory authorities against the Promoters & Directors.

(f) Disciplinary actions including penalties imposed by SEBI or stock exchanges against the Promoters in the last five financial years, including outstanding action

A Show Cause Notice bearing reference number DIS/17845-17857/2026 dated July 08, 2026 has been issued by the Securities and Exchange Board of India ("SEBI") to Mr. Kushal Nitinbhai Patel, our Promoter, in relation to certain alleged contraventions of the provisions of the SEBI Act, 1992 and the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 ("PFUTP Regulations"). The said notice has been issued by the Securities and Exchange Board of India (SEBI) under rule 4(1) of SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 under section 12A read with Section 27 of SEBI Act, and under Section 3 and 4 of PFUTP Regulations.

The Show Cause Notice calls upon our Promoter to show cause as to why an inquiry should not be held against him and why appropriate penalty should not be imposed in respect of the alleged contraventions. The proceedings are subject to the applicable regulatory and settlement process. Mr. Kushal Nitinbhai Patel has filed an application for settlement with SEBI on September 03, 2026, in accordance with the SEBI (Settlement Proceedings) Regulations, 2018.

C. LITIGATIONS INVOLVING THE SUBSIDIARY OF THE COMPANY

(a) Criminal proceedings against the Subsidiary of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated against the Subsidiary of the Company.

(b) Criminal proceedings filed by the Subsidiary of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated by the Subsidiary of the Company.

(c) Other pending material litigations against the Subsidiary of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding litigations initiated against the Subsidiary, which have been considered material by the Company in accordance with the Materiality Policy.

(d) Other pending material litigations by the Subsidiary of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding litigations initiated by the Subsidiary, which have been considered material by the Company in accordance with the Materiality Policy.

(e) Actions by statutory and regulatory authorities against the Subsidiary of the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory or regulatory authorities initiated against the Subsidiary of the Company.

D. PROCEEDINGS INVOLVING THE KEY MANAGERIAL PERSONNEL (KMPs EXCLUDING MANAGING DIRECTOR AND WHOLE TIME DIRECTOR) AND SENIOR MANAGERIAL PERSONS (SMPs) OF THE COMPANY

(a) Criminal proceedings against the KMPs and SMPs

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated against the Key Managerial Personnel and Senior Management Personnel of the Company.

(b) Criminal proceedings filed by the KMPs and SMPs

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings filed by the Key Managerial Personnel and Senior Management Personnel of the Company.

(c) Actions by statutory and regulatory authorities against the KMPs and SMPs

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory or regulatory authorities initiated against the Key Managerial Personnel and Senior Management Personnel.

E. TAX PROCEEDINGS

Nature of Proceedings	Number of cases	Amount involved * (Rs. in lakhs)	Status(Description)
Of the Company			
Direct Tax (Income Tax)	Nil	Nil	Nil
Direct Tax (TDS)	Nil	Nil	Nil
Indirect Tax (GST)	Nil	Nil	Nil
Of the Promoters			
Ronak Vasantbhai Patel (Income Tax)	2	0.53	a. A demand notice bearing reference number 20132012370472116666T dated January 21, 2014 under Section 143(1)(a) for the Assessment Year 2012-13 has been raised for a liability of Rs. 20,790 with an accrued interest of Rs. 31,771/-. In this regard, challan amount has been raised for Rs. 21,940 and further response disputing the claim was submitted by the Director, however the same was rejected. The amount is currently pending to be paid. b. An outstanding interest of Rs. 316/- on Demand Reference Number 20252025374226084207T dated December 25, 2025 under Section 143(1)(a) for the Assessment Year 2025-26.
Amitkumar Govindbhai Patel (Income Tax)	1	0.09	A Demand Reference Number 201720173707239665 5T dated November 19, 2017 under Section 143A for the Assessment Year 2017 has been issued for a tax liability of Rs. 4460/- with an accrued interest of Rs. 4552/-.
Gitaben Nitinbhai Patel (TDS)	2	0.27	a. A TDS Liability is detected for Q2 of FY 2021-22 for an amount of Rs. 4,540/- b. A TDS Liability is detected for Q3 of FY 2020-21 for an amount of Rs. 9,950/- and for Q4 for an amount of Rs. 11,960/-
Nitinbhai Govindbhai Patel (Income Tax)	2	173.18	a. A demand notice bearing reference number 20252025374448849 32T dated March 04, 2026 for the Assessment Year

Nature of Proceedings	Number of cases	Amount involved * (Rs. in lakhs)	Status(Description)
			2025-26 has been raised under Section 154 for a liability of Rs. 1,80,510/-. b. A demand notice bearing reference number 2024202040420012915T dated February 23, 2025 for the Assessment Year 2020-21 has been raised under Section 147 for a liability of Rs. 1,44,00,659/- with accrued interest of Rs. 27,36,114/.
Kushal Nitinbhai Patel (Income Tax)	1	131.58	A demand notice bearing reference number 20262020404255953 25T dated March 27, 2026 for the Assessment Year 2020-21 has been raised under Section 154 for a liability of Rs. 1,25,50,970/- and an accrued interest of Rs. 6,26,545/-.
Kushal Nitinbhai Patel (TDS)	1	0.01	A TDS Liability is detected for Q1 of FY 2025-26 for an amount of Rs. 640/- .
KN Family Trust (Income Tax)	1	0.82	A demand notice bearing reference number 20252025374402209 66T dated Feb 06, 2026 for the Assessment Year 2025-26 has been raised under Section 143(1)(a) for a liability of Rs. 81,950/-.
Of the Directors			
Garima Rajput (Income Tax)	1	0.26	A Demand Reference Number 2025202437407039554T for the Assessment Year 2024 under Section 154 has been issued for an amount of Rs. 26200/-
Of the Subsidiary			
Direct Tax (Income Tax)	Nil	Nil	Nil
Direct Tax (TDS)	Nil	Nil	Nil
Indirect Tax (GST)	Nil	Nil	Nil

F. AMOUNTS OWED TO SMALL SCALE UNDERTAKINGS AND OTHER CREDITORS:

The Board of Directors of our Company considers dues exceeding 5% of our Company's total Trade payables as per the latest restated consolidated financial statements, to small scale undertakings and other creditors as material dues for our Company. The trade payables for the period ended on March 31, 2026 were Rs. 26.85 Lakhs. Accordingly, a creditor has been considered 'material' if the amount due to such creditor exceeds Rs. 1.34 Lakhs. This materiality threshold has been approved by our Board of Directors pursuant to the resolution passed on May 25, 2026. Based on these criteria, details of outstanding dues owed as on March 31, 2026 by our Company are set out below:

(*₹ in lakhs*)

Types of creditors	Number of creditors	Amount involved
A. Micro, small and medium enterprises	14	3.92
B. Other Creditors	7	0.91
C. Material Creditors	4	22.02
C.1. MSME Material Creditors	*3*	*19.00*
C.2. Non MSME Material Creditors	*1*	*3.02*
Total (A+B+C)	25	26.85

The details pertaining to net outstanding dues towards our material creditors as on March 31, 2026 (along with the names and amounts involved for each such material creditor) are available on the website of our Company at https://brooksbanquets.com/. It is clarified that such details available on our website do not form a part of this Draft Red Herring Prospectus.

MATERIAL DEVELOPMENTS OCCURRING AFTER LAST BALANCE SHEET DATE:

Except as disclosed in Chapter titled *"Management's Discussion & Analysis of Financial Conditions & Results of Operations"* beginning on page 234 of this Draft Red Herring Prospectus, there have been no material developments that have occurred after the Last Balance Sheet date**.**

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GOVERNMENT AND OTHER APPROVALS

*We have set out below an indicative list of approvals and registrations required to be obtained by our Company which are considered material and necessary for the purpose of undertaking our business activities and operations ("**Material Approvals**"). Except as disclosed below, no further approvals are material for carrying on the present business activities and operations of our Company. Unless otherwise stated, these Material Approvals are valid as on the date of this Draft Red Herring Prospectus. Certain Material Approvals may have lapsed or expired or may lapse in their ordinary course of business, from time to time, and our Company has either already made applications to the appropriate authorities for renewal of such Material Approvals or is in the process of making such renewal applications in accordance with applicable law.*

Pursuant to the conversion of our Company into a public limited company and the consequent change in name of our Company, our Company is in the process of changing our name as it appears on various approvals and licenses.

For details in connection with the regulatory and legal framework within which our Company operates, see "Key Regulations and Policies" on page 189. For details of risk associated with not obtaining or delay in obtaining the requisite Material Approvals, see Risk Factor number 19 with heading "We require certain approvals, licenses, registrations and permits for conducting our business and our inability to obtain, retain or renew them in a timely manner, or at all, may adversely affect our business, results of operations and financial condition." in the chapter "Risk Factors" on page 19.

The Company has got following licenses/ registrations/ approvals/ consents/ permissions from the Government and various other Government agencies required for its present business.

CORPORATE APPROVALS FOR THE ISSUE

1. The Board of Directors have under the provisions of Companies Act, 2013, by a resolution passed at its meeting held on June 02, 2026 authorized the Issue, subject to the approval of the shareholders and such other authorities as may be necessary.

2. The shareholders of our Company have, pursuant to Section 62(1)(c) of the Companies Act, 2013, by a Special Resolution passed in the Extra Ordinary General Meeting held on June 02, 2026 authorized the Issue.

3. Our Board approved the Draft Red Herring Prospectus pursuant to its resolution dated *September 19, 2026*.

IN-PRINCIPLEs APPROVAL

The Company has obtained approval from BSE vide its letter dated [●] to use the name of BSE in This Offer document for listing of equity shares on SME Platform of BSE. BSE is the Designated Stock Exchange.

AGREEMENTS WITH NSDL AND CDSL

1. The Company has entered into an agreement dated April 24, 2026, with the Central Depository Services (India) Limited (CDSL), and the Registrar and Transfer Agent, who, in this case, is Bigshare Services Private Limited for the dematerialization of its shares.

2. The Company has entered into an agreement dated April 24, 2026, with the National Securities Depository Limited (NSDL) and the Registrar and Transfer Agent, who, in this case, is Bigshare Services Private Limited for the dematerialization of its shares.

3. The Company's International Securities Identification Number (ISIN) is INE1PCK01029.

INCORPORATION DETAILS OF OUR COMPANY

S. N.	Authorization granted	Issuing Authority	CIN	Date of Issue	Valid upto
1.	Certificate of Incorporation in the name of "Brooks Restaurant and Banquets Private Limited"	Assistant Registrar of Companies, Central Registration	U55101GJ2022PTC133357	June 28, 2022	Valid Until Cancelled

		Processing Centre			
2.	Certificate of Incorporation for change of name from "Brooks Restaurant and Banquets Private Limited" to "Brooks Restaurant and Banquets Limited"	Assistant Registrar of Companies, Central Registration Processing Centre	U55101GJ2022PLC133357	January 05, 2026	Valid Until Cancelled

TAX RELATED AUTHORISATIONS OF COMPANY

S.N.	Description	Issuing Authority	Registration No./ Reference No./License No.	Date of Issue	Validity
1.	Permanent Account Number	Income Tax Department, GoI	AAKCB8757C	June 28, 2022	Perpetual
2.	Tax Deduction Account Number (TAN)	Income Tax Department, GoI	AHMB12178F	June 28, 2022	Perpetual
3.	GST Registration Certificate	Department of Gujarat State Tax	24AAKCB8757C1ZL	Issued on February 20, 2026 with effect from May 01, 2023	Valid until cancellation
4.	Certificate of Registration under Gujarat State on Profession, Trade, Calling and Employment	Ahmedabad Municipal Corporation	PRC010666000065	July 01, 2026	Valid until cancellation
5.	Certificate of Enrolment under Gujarat State on Profession, Trade, Calling and Employment	Ahmedabad Municipal Corporation	PEC010666001137	July 01, 2026	Valid until cancellation

LABOUR LAW RELATED APPROVALS

S. N.	Description	Issuing Authority	Registration No./Reference No./License No./Membership No.	Date of Issue/Date of Renewal	Valid up to
1.	Employees' Provident Funds & Miscellaneous Provisions Act, 1952*	Employees' Provident Fund Organisation	GJAHD2698384000	July 01, 2022	Valid until cancellation
2.	Employee's State Insurance Corporation Certificate*	Employees' State Insurance Corporation	37001320790001102	June 28, 2022	Valid until cancellation

3.	Shop and Establishments Registration Certificate for the Restaurant situated NR Kataria Workshop, Tragad, Ahmedabad – 382 470	Ahmedabad Municipal Corporation	PIV/TRGD/20016459/0276695	July 01, 2026	Valid until Cancellation

**Approvals are presently held in the erstwhile name of the Company as a private limited company. Pursuant to its conversion into a public limited company, the Company is in the process of applying for and obtaining the necessary updates, amendments and/or endorsements to reflect its current name and status as a public limited company.*

BUSINESS RELATED CERTIFICATIONS

Our Company has received the following significant government and other approvals pertaining to our business:

S. N.	Description	Issuing Authority	Registration No./Reference No./License No./Membership No.	Date of Issue/Date of Renewal	Valid up to
1.	Udyam Registration Certificate*	Ministry of Micro, Small and Medium Enterprises	UDYAM-GJ-01-0283219	June 19, 2023	Valid until Cancellation
2.	License under FSS Act, 2006 (FSSAI)	State Licensing Authority, Government of Gujarat, Food And Drugs Control Administration, Food And Drugs Control Administration	10723026002890	May 11, 2026	November 26, 2029
3.	Fire Safety Certificate*	Ahmedabad Municipal Corporation	FNOC-WZ03-003-L-D-0200001	September 16, 2023	September 16, 2026
4.	Public Performance Licence	Phonographic Performance Limited	2026/222272/1/1	June 12, 2026 with effect from April 01, 2025	March 31, 2027
5.	Building Use Certificate	Ahmedabad Municipal Corporation	BUC/06663/200622/A6208/RO/M1	November 10, 2023	Valid until Cancelled
6.	Certificate of Registration under HACCP for the following scope of activities: Providing Hospitality Services Including Restaurant, Hotel, Banquet, Catering, Cafe, Bar and Boarding & Lodging Operations.	International Quality Management Conformity Certification (IQMCC)	BRC2H1202IQ26	March 12, 2026	March 11, 2029
7.	ISO 22000:2018 for the following scope of activities: Providing Hospitality	ICMBV Limited	ICM-FSMS-25032523	March 14, 2026	March 13, 2029

	Services Including Restaurant, Hotel, Banquet, Catering, Cafe, Bar and Boarding & Lodging Operations.				
8.	Provisional Consent Order for Consent to Establish	Gujarat Pollution Control Board	CTE-103737	September 17, 2026	August 26, 2033

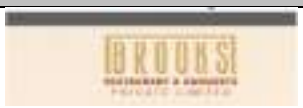
**Approvals are presently held in the erstwhile name of the Company as a private limited company. Pursuant to its conversion into a public limited company, the Company is in the process of applying for and obtaining the necessary updates, amendments and/or endorsements to reflect its current name and status as a public limited company.*

Domain Name

Sr. No.	Domain Name	Name of Registrar/ IANA ID	Creation Date	Expiry Date
1.	brooksbanquets.com	PDR Ltd. d/b/a PublicDomainRegistry .com/303	July 20, 2022	July 20, 2027

APPLICATIONS MADE BY OUR COMPANY BUT PENDING APPROVAL

Approvals applied in relation to Intellectual Property Rights

S. N.	Trademark	Class	Type	Application Number /Temp. Ref. No.	Status
1.		43	DEVICE	15090620	Applied
2.	BROOKS RESTAURANT AND BANQUETS	43	WORD	7473306	Ready for Examination

Other Approvals Applied

1. Our Company has made an application for Consolidated Consent and Authorization (CCA) to Gujarat Pollution Control Board vide an application dated September 17, 2026 with InwID 487742.

2. Our Company has made an application for Fresh Consent to Establish (CTE) for its proposed Banquet and Hotel Facility situated at Plot No. 412 in Survey No. 1126, and Plot No. 419 in survey No. 1130/4, Auganj, Ghatlodiya, Ahmedabad. to Gujarat Pollution Control Board vide an application dated September 03, 2026 with InwID 486256.

3. Pursuant to the conversion of our Company into a public limited company and the consequent change of name from "Brooks Restaurant and Banquets Private Limited" to "Brooks Restaurant and Banquets Limited" our Company has submitted an application for updation of name with the Employees' State Insurance Corporation, which is under process.

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OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Issue

1. This Issue has been authorized by a resolution passed by our Board of Directors at its meeting held on June 02, 2026.

2. The Shareholders of our Company have authorized this Issue by their Special Resolution passed pursuant to Section 62(1)(c) of the Companies Act, 2013, at its Extra Ordinary General Meeting held on June 02, 2026, and authorized the Board to take decisions in relation to this Issue.

3. The Company has obtained approval from BSE vide its letter dated [●] to use the name of BSE in This Offer document for listing of equity shares on BSE SME. BSE is the Designated Stock Exchange.

4. Our Board has approved this Draft Red Herring Prospectus through its resolution dated September 19, 2026.

5. We have also obtained all necessary Government and other contractual approvals required for this Issue. For further details, refer to the chapter titled "Government and Other Approvals" beginning on page number 257 of this Draft Red Herring Prospectus.

Prohibition by SEBI

Our Company, Directors, Promoters, members of the Promoter Group and Group Entities or the Director and Promoter of our Promoter Companies, have not been prohibited from accessing or operating in the capital markets or restrained from buying, selling or dealing in securities under any order or direction passed by SEBI or any other regulatory or governmental authority.

The companies, with which Promoters, Directors or persons in control of our Company were or are associatedas promoters, directors or persons in control of any other company have not been prohibited from accessing oroperating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.

Prohibition by RBI or Governmental authority

Our Company, our Promoter or their relatives (as defined under the Companies Act) and our Group Entities have confirmed that they have not been declared as wilful defaulters by the RBI or any other government authority and there are no violations of securities laws committed by them in the past or no proceeding thereofare pending against them.

Our directors have not been declared as wilful defaulter by RBI or any other government authority and there have been no violation of securities laws committed by them in the past or no proceedings thereof are pending against them.

Compliance with the Companies (Significant Beneficial Ownership) Rules, 2018

In view of the General Circular No. 07/2018 dated September 6, 2018 and General Circular No. 8/ 2018 dated September 10, 2018 issued by the Ministry of Corporate Affairs, Government of India, our Company, and our Promoter Group will ensure compliance with the Companies (Significant Beneficial Ownerships) Rules, 2018, upon notification of the relevant forms, as may be applicable to them.

Directors associated with the Securities Market

We confirm that none of our directors are associated with the securities market in any manner and no action has been initiated against these entities by SEBI in the past five (5) years preceding the date of this Draft Red Herring Prospectus.

ELIGIBILITY FOR THIS ISSUE

Our Company is eligible for the Issue in accordance with Regulation 229(2) and other provisions of Chapter IX of the SEBI (ICDR) Regulations, 2018, as the post Offer face value capital is more than Rs.1,000 Lakh, but upto 2,500 Lakhs. Our Company

also complies with the eligibility conditions laid by the BSE SME Limited for listing of our Equity Shares.

We confirm that:

a) In accordance with Regulation 260 of the SEBI (ICDR) Regulations, this Issue ***will be hundred percent underwritten and that the BRLM to the Issue will underwrite at least 15% of the Total Issue Size.*** For further details pertaining to said underwriting please refer to "General Information" Underwriting on page 62 of this Draft Red Herring Prospectus.

b) In accordance with Regulation 268(1) of the SEBI (ICDR) Regulations, we shall ensure that the total number of proposed allottees in the Issue is greater than or equal to fifty, otherwise, the entire application money will be refunded forthwith. If such money is not repaid within four (4) days from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of four (4) days, be liable to repay such application money with interest as prescribed under Section 40 of the Companies Act, 2013 and SEBI (ICDR) Regulations.

c) In accordance with Regulation 246 of the SEBI (ICDR) Regulations, the BRLM shall ensure that the Issuer shall file a copy of the Red Herring Prospectus/ Prospectus with SEBI along with a due diligence certificate including additional confirmations as required to SEBI at the time of filing the Red Herring Prospectus/ Prospectus with the Registrar of Companies.

d) In accordance with Regulation 261 of the SEBI (ICDR) Regulations, the BRLM will ensure compulsory Market Making for a minimum period of three (3) years from the date of listing of equity shares offered in this Issue. For further details of market making arrangement, please refer to the section titled **"**General Information", "Details of the Market Making Arrangements for this Issue**"** on page no. **62** of this Draft Red Herring Prospectus.

e) In accordance with Regulation 228 (a) of the SEBI (ICDR) Regulations, Neither the issuer, nor any of its promoters, promoter group or directors are debarred from accessing the capital market by the Board.

f) In accordance with Regulation 228 (b) of the SEBI (ICDR) Regulations, none of the promoters or directors of the issuer is a promoter or director of any other company which is debarred from accessing the capital market by the Board.

g) In accordance with Regulation 228 (c) of the SEBI (ICDR) Regulations, Neither the issuer nor any of its promoters or directors is a willful defaulter or fraudulent borrower.

h) In accordance with Regulation 228 (d) of the SEBI (ICDR) Regulations, None of the Issuer's promoters or directors is a fugitive economic offender.

i) In accordance with Regulation 228 (e) of the SEBI (ICDR) Regulations, there are no outstanding convertible securities or any other right which would entitle any person with any option to receive equity shares of the issuer.

j) In accordance with Regulation 230 (1) (a) of the SEBI (ICDR) Regulations, Application is being made to BSE Limited and BSE Limited is the Designated Stock Exchange.

k) In accordance with Regulation 230 (1) (b) of the SEBI (ICDR) Regulations, the Company has entered into agreement with depositories for dematerialization of specified securities already issued and proposed to beissued.

l) In accordance with Regulation 230 (1) (c) of the SEBI (ICDR) Regulations, all the present Equity share Capital fully paid-up.

m) In accordance with Regulation 230 (1) (d) of the SEBI (ICDR) Regulations, all the specified securities held by the promoters are already in dematerialized form.

n) There is no requirement for us to make firm arrangements of finance under Regulation 230 (1) (e) of the SEBI ICDR

Regulations through verifiable means towards at least 75% of the stated means of finance.

o) In accordance with Regulation 230 (1) (h) its Objects of the Issue is not consist of repayment of loan taken from promoter, promoter group or any related party, from the issue proceeds, directly or indirectly.

BSE ELIGIBILITY NORMS:

1. **The Issuer should be a Company incorporated under the Companies Act, 2013/1956.**
   Our Company has been incorporated under the Companies Act, 2013, on June 28, 2022.

2. **The post issue paid up capital of the company (face value) shall not be more than Rs. 25 crores.**
   The post issue paid up capital of the Company (face value) will not be more than Rs. 25 Crores.

3. **Track Record:**

a. The Company should have a track record of at least 3 (three) years.
Our Company was incorporated on June 28, 2022 under the provisions of Companies Act, 2013, and therefore we are in compliance of the track record.

(Amount in Lakhs)

Particulars	2025-2026	2024-2025	2023-2024
Net Profit After Tax as per Restated Consolidated Financial Statement	605.84	202.74	17.94

b. The Company should have operating profit (earnings before interest, depreciation and tax) from operations for at least 2 financial years preceding the application and that the Company has track record of 3 years & the net-worth of the Company should be positive.

(Amount in Lakhs)

Particulars	2025-2026	2024-2025	2023-2024
Operating profit* (earnings before interest, depreciation and tax minus other income)	939.81	388.52	30.32
Net-worth	1,220.36	614.52	22.78

**Operating Profit is calculated as Profit before tax + Depreciation + Finance Cost – Other income.*

4. **The company shall mandatorily facilitate trading in demat securities and enter into an agreement with both the depositories.**
   To enable all shareholders of the Company to have their shareholding in electronic form, the Company had signed the tripartite agreements with the Depositories and the Registrar and Share Transfer Agent. The Company's shares bear an ISIN: INE1PCK01029.

5. **The Net tangible assets in the last proceeding (full) financial year as per restated consolidated financial statement, March 31, 2026, are Rs. 1,176.02 Lakhs.**

Particulars	As at March 31, 2026
Net Asset of the Company	1,220.36
(Less): Intangible assets as defined in Accounting Standard (AS 26)	(22.59)
(Less): Deferred Tax Assets as defined in Accounting Standard (AS 22), excluding the impact of deferred tax liabilities, if any	(21.75)
Net tangible assets	**1,176.02**

6. **Name change**

The Company has not changed its name in last one year except for conversion of the company and consequent name change from private to public.

7. The company shall mandatorily have a website.

Our Company has a live and operational website is www.brooksbanquets.com

Other Listing Requirements

a) Our Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR).

b) There is no winding up petition against our Company that has been accepted by a court.

c) There has been no change in the promoter/s of the Company in the preceding one year from date offiling application to BSE for listing on SME segment.

d) There has been no material regulatory or disciplinary action by a stock exchange or regulatoryauthority in the past three years against our company.

e) Our Company has not been referred to the National Company Law Tribunal (NCLT) under Insolvency and Bankruptcy Code, 2016.

f) None of the Directors of our Company have been categorized as a Willful Defaulter or fraudulent borrowers.

g) The directors of the issuer are not associated with the securities market in any manner, and there is no outstanding action against them initiated by the Board in the past five years.

h) None of the merchant bankers involved in the IPO have instances of any of their draft offer document filed with the Exchange being returned in the past 6 months from the date of application.

i) The company shall mandatorily facilitate trading in demat securities and has entered into an agreement with both the depositories. Also, the Equity Shares allotted through this Issue is in dematerialized mode.

j) Leverage ratio of not more than 3:1. In our case the Leverage ratio for the year ended March 31, 2026, is **Nil** The same is calculated as Total Debt divided by Equity.

k) Disciplinary action:

- There is no regulatory action of suspension of trading against the promoter(s) or companies promoted by the promoters by any stock Exchange having nationwide trading terminals.
- None of the Promoter(s) or directors have been promoter(s) or directors (other than independent directors) of compulsory delisted companies by the Exchange and the applicability of consequences of compulsory delisting is attracted or companies that are suspended from trading on account of non-compliance.
- None of the Director have been disqualified/ debarred by any of the Regulatory Authority.
- There are no pending defaults in respect of payment of interest and/or principal to the debenture/ bond/fixed deposit holders by the applicant company, promoters/ promoting company(ies), Subsidiary Companies.

The object of the issue does not consist of Repayment of Loan from Promoter, Promoter Group or any related party, from the issue proceeds, whether directly or indirectly. We further confirm that we shall be complying with all the other requirements as laid down for such an Issue under Chapter IX of SEBI (ICDR) Regulations, as amended from time to time and subsequent circulars and guidelines issued by SEBI and the BSE SME.

OTHER DISCLOSURES

i The issuer company is in compliance with The Companies Act, 2013 with respect to issuance of securities since inception till the date of filing of Draft Red Herring Prospectus.

ii There are no other agreements/ arrangements and clauses / covenants which are material, and which needs to be disclosed or non-disclosure of which may have bearing on the investment decision, other than the ones which have already disclosed in the offer document.

iii There is no conflict of interest between the suppliers of raw materials and third-party service providers (crucial for operations of the company) and the company, Promoter, Promoter Group, Key Managerial Personnel, Directors and subsidiaries / Group Company and its directors.

iv There is no conflict of interest between the lessor of the immovable properties, (crucial for operations of the company) and our company, Promoter, Promoter Group, Key Managerial Personnel, Directors and subsidiaries / Group Company and its directors.

v No material clause of Article of Association has been left out from disclosure having bearing on the IPO/disclosure.

vi There are no findings/observations of any of the inspections by SEBI or any other regulator which are material, and which needs to be disclosed or non-disclosure of which may have bearing on the investment decision, other than the ones which have already disclosed in this Draft Red Herring Prospectus.

COMPLIANCE UNDER REGULATION 300 OF SEBI(ICDR) REGULATIONS

No exemption from eligibility norms has been sought under Regulation 300 of the SEBI (ICDR) Regulations with respect to the Issue.

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THE DRAFT RED HERRING PROSPECTUS TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THIS ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE DRAFT RED HERRING PROSPECTUS. THE BOOK RUNNING LEAD MANAGER, TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED. AS CERTIFIED THAT THE DISCLOSURES MADE IN THE DRAFT RED HERRING PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING AN INVESTMENT IN THE PROPOSED ISSUE.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THE DRAFT RED HERRING PROSPECTUS, THE BOOK RUNNING LEAD MANAGER, TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED., IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER, TURNAROUND CORPORATE ADVISORS PRIVATE LIMITED, SHALL FURNISH TO SEBI A DUE DILIGENCE CERTIFICATE DATED SEPTEMBER 19, 2026 IN THE FORMAT PRESCRIBED UNDER SCHEDULE V(A) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF SECURITIES AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

THE FILING OF THE DRAFT RED HERRING PROSPECTUS DOES NOT, HOWEVER, ABSOLVE OUR COMPANY FROM ANY LIABILITIES UNDER THE COMPANIES ACT, 2013 OR FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY AND OTHER CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE PROPOSED ISSUE. SEBI FURTHER RESERVES THE RIGHT TO TAKE UP AT ANY POINT OF TIME, WITH THE BOOK RUNNING LEAD MANAGER ANY IRREGULARITIES OR LAPSES IN THE DRAFT RED HERRING PROSPECTUS.

DISCLAIMER STATEMENT FROM OUR COMPANY AND THE BOOK RUNNING LEAD MANAGER

Our Company, its Directors and the BRLM accept no responsibility for statements made otherwise than in this Draft Red Herring Prospectus or in the advertisements or any other material issued by or at instance of our Company and anyone placing reliance on any other source of information, including our website i.e. www.brooksbanquets.com & https://tcagroup.in http://www.nexgenfin.com/would be doing so at his or her own risk.

Caution

The BRLM accepts no responsibility, save to the limited extent as provided in the Agreement for Issue management the Underwriting Agreement and the Market Making Agreement. Our Company, our Directors and the BRLM shall make all information available to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever including at road show presentations, in research or sales reports or at

collection centers, *etc.* The BRLM and its associates and affiliates may engage in transactions with and perform services for, our Company and their respective associates in the ordinary course of business & have engaged and may in future engage in the provision of financial services for which they have received, and may in future receive, compensation.

Investors who apply in this Issue will be required to confirm and will be deemed to have represented to our Company and the Underwriter and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares and will not offer, sell, pledge or transfer the Equity Shares to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company. Our Company and the BRLM and their respective directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such an investor is eligible to acquire Equity Shares.

Disclaimer in Respect of Jurisdiction

This Issue is being made in India to persons resident in India including Indian nationals resident in India who are not minors, HUFs, companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in shares, Mutual Funds, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), or trusts under applicable trust law and who are authorized under their constitution to hold and invest in shares, public financial institutions as specified in Section 2(72) of the Companies Act, VCFs, state industrial development corporations, insurance companies registered with Insurance Regulatory and Development Authority, provident funds (subject to applicable law) with minimum corpus of Rs. 2,500 Lakh, pension funds with minimum corpus of Rs.2,500 Lakh and the National Investment Fund, and permitted non-residents including FPIs, Eligible NRIs, multilateral and bilateral development financial institutions, FVCIs and eligible foreign investors, provided that they are eligible under all applicable laws and regulations to hold Equity Shares of the Company. The Draft Red Herring Prospectus does not, however, constitute an invitation to purchase shares offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Draft Red Herring Prospectus comes is required to inform him or herself about, and to observe, any such restrictions. Any dispute arising out of this Issue will be subject to the jurisdiction of appropriate court(s)in Ahmedabad only.

No action has been, or will be, taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that the Draft Red Herring Prospectus had been filed with BSE SME for its observations and BSE SME gave its observations on the same. Accordingly, the Equity Shares represented hereby may not be offered or sold, directly or indirectly, and this Draft Red Herring Prospectus may not be distributed, in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Draft Red Herring Prospectus nor any sale hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of our Company since the date hereof or that the information contained herein is correct as of any time subsequent to this date.

The Equity Shares have not been, and will not be, registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. Further, each Applicant where required agrees that such Applicant will not sell or transfer any Equity Shares or create any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than pursuant to an exemption from, or in a transaction not subjectto, the registration requirements of the U.S Securities Act and in compliance with applicable laws, legislationsand Draft Red Herring Prospectus in each jurisdiction, including India.

Disclaimer Clause of the SME Platform of BSE Limited

BSE has given vide its letter dated **[●]**, permission to this Company to use its name in This Offer document as one of the stock exchange on which this company's securities are proposed to be listed on the SME Platform of BSE Limited. BSE has scrutinized This Offer document for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Company. BSE does not in any manner:

i. warrant, certify or endorse the correctness or completeness of any of the contents of This Offer document; or

ii. warrant that this Company's securities will be listed on completion of Initial Public Offer or will continue to be listed on BSE; or

iii. take any responsibility for the financial or other soundness of this Company, its promoter, its management or any scheme or project of this Company;

iv. warrant, certify or endorse the validity, correctness or reasonableness of the price at which the equity shares are offered by the Company and investors are informed to take the decision to invest in the equity shares of the Company only after making their own independent enquiries, investigation and analysis. The price at which the equity shares are offered by the Company is determined by the Company in consultation with the Merchant Banker (s) to the issue and the Exchange has no role to play in the same and it should not for any reason be deemed or construed that the contents of This Offer document have been cleared or approved by BSE. Every person who desires to apply for or otherwise acquire any securities of this Company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against BSE, whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

v. BSE does not in any manner be liable for any direct, indirect, consequential or other losses or damages including loss of profits incurred by any investor or any third party that may arise from any reliance on This Offer document or for the reliability, accuracy, completeness, truthfulness or timeliness thereof.

vi. The Company has chosen the SME platform on its own initiative and at its own risk, and is responsible for complying with all local laws, rules, regulations, and other statutory or regulatory requirements stipulated by BSE / other regulatory authority. Any use of the SME platform and the related services are subject to Indian Laws and Courts exclusively situated in Mumbai.

DISCLAIMER CLAUSE UNDER RULE 144A OF U.S. SECURITIES ACT.

The Equity Shares have not been and will not be registered under the U.S Securities Act of 1933, as amended (U.S. Securities Act) or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, U.S Persons (as defined in Regulation S), except pursuant to exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transaction in reliance on Regulation S under the U.S Securities Act and the applicable laws of the jurisdiction where those offers and sale occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

TRACK RECORD OF THE PAST ISSUES HANDLED BY THE BOOK RUNNING LEAD MANAGER

For details regarding the price information and the track record of the past Issues handled by the BRLM to the Issue as specified in Circular reference no. CIR/CFD/DIL/7/2015 dated October 30, 2015, issued by the SEBI, please refer to Annexure A to the Draft Red Herring Prospectus and the website of the BRLM at https://tcagroup.in.

PRICE INFORMATION AND THE TRAC RECORD OF THE PAST ISSUES HANDLED BY THE BOOK RUNNING LEAD MANAGER

ANNEXURE-A

Disclosure of Price Information of Past Issues Handled by Merchant Banker

TABLE 1

S. No.	Issuer Name	Issue Size (Rs. in Cr.)	Issue Price (Rs.)	Listing Date	Opening Price on Listing Date	+/-% change in closing price, [+/-% change in closing benchmark]- 30th calendar days from listing	+/-% change in closing price, [+/-% change in closing benchmark]- 90th calendar days from listing	+/-% change in closing price, [+/-% change in closing benchmark]- 180th calendar days from listing
Initial Public Offering - Main Board								
N.A.								
Initial Public Offering – SME Exchange								
1.	Kenrik Industries Limited	8.745	25	May 09, 2025	25.01	(28.47%)	(46.02%)	(53.22%)
						19.96%	19.74%	20.74%
2.	Neopolitan Pizza Limited	12.00	25.00	October 09, 2024	19.25	27.51%	-6.48%	-11.18%
						1.48%	14.20%	-18.96%
3.	Aegeus Technologies Limited	23.71	105	August 11, 2026	124.50	-	-	-

Note: The above data is of latest 10 issues managed by the Merchant Banker.

TABLE 2

Summary Statement of Disclosure

Financial Year	Total no. of IPOs	Total Amount of Funds raised. (Rs. Cr.)	No. of IPOs trading at discount-30th calendar days from listing			No. of IPOs trading at premium-30th calendar days from listing			No. of IPOs trading at discount-180th calendar days from listing			No. of IPOs trading at premium-180th calendar days from listing		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
2026-27	1	23.71	-	-	-	-	1	-	-	-	-	-	-	-
2025-26	1	8.745	-	-	1	-	-	-	-	-	-	-	-	-
2024-25	1	12.00	-	1	-	-	-	-	-	-	-	-	-	-
2023-24	1	15.00	-	-	1	-	-	-	-	1	-	-	-	-

LISTING

Application will be made to the BSE Limited for obtaining permission to deal in and for an official quotation of our Equity Shares. BSE Limited is the Designated Stock Exchange, with which the Basis of Allotment will be finalized.

The SME Platform of BSE Limited has given its in-principle approval for using its name in our Offer documents vide its letter no. [●] dated [●].

If the permissions to deal in and for an official quotation of our Equity Shares are not granted by the SME Platform of BSE Limited, our Company will forthwith repay, without interest, all moneys received from the Applicant in pursuance of the Draft Red Herring Prospectus. If such money is not repaid within 4 days after our Company becomes liable to repay it (i.e. from the date of refusal or within 15 working days from the Issue Closing Date), then our Company and every Director of our Company who is an officer in default shall, on and from such expiry of 4 days, be liable to repay the money, with interest at the rate of 15 per cent per annum on application money, as prescribed under section 40 of the Companies Act, 2013.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the SME Platform of BSE Limited mentioned above are taken within six Working Days from the Issue Closing Date.

Impersonation

Attention of the Applicants is specifically drawn to the provisions of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who:

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under section 44 of the Companies Act, 2013.

The Equity Shares have not been and will not be registered under the U.S Securities Act of 1933, as amended (U.S. Securities Act) or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, U.S Persons (as defined in Regulation S), except pursuant to exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transaction in reliance on Regulation S under the U.S Securities Act and the applicable laws of the jurisdiction where those offers and sale occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

CONSENTS

Consents in writing of:(a) the Directors, Statutory Auditor & Peer Reviewed Auditor, the Company Secretary & Compliance Officer, Chief Financial Officer, Banker to the Company and (b) BRLM, Market Maker, Registrar to the Issue, Public Issue Bank / Banker to the Issue and Refund Banker to the Issue, Legal Advisor to the Issue to act in their respective capacities have been/or will be obtained (before filing Red Herring prospectus to ROC) and will be filed along with a copy of the Red Herring Prospectus with the RoC, as required under Section 26 of the Companies Act and such consents shall not be withdrawn up to the time of delivery of the Red Herring Prospectus for registration with the ROC.

Our Auditors have given their written consent to the inclusion of their report in the form and context in which it appears in the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus and such consent and report is not withdrawn up to the time of delivery of this Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with NSE.

EXPERT OPINION

Except as stated below, our Company has not obtained any expert opinion

Our Company has received written consent dated August 25, 2026, from Peer Review Auditor namely M/s. Talati & Talati LLP., Chartered Accountants (FRN: 110758W/W100377), and written consent dated August 24, 2026, from Legal Advisor namely M/s Zenith India Lawyer, Enrollment no.: D/40/84, to include their name as an expert as defined under Section 2(38) of the Companies Act, 2013 read with Section 26(5) of the Companies Act, 2013.

The report of the peer review auditor on Statement of Tax Benefits and report on Restated Consolidated Financials, for the financial years ended on March 31, 2026, 2025 and 2024 as included in this Draft Red Herring Prospectus

We have also obtained an industry report titled "Industry Report on Integrated Hospitality & Event Solutions in India" dated September 03, 2026, from Dun & Bradstreet Information Services India Private Limited, with their consent dated September 03, 2026 to include their name in the Draft Red Herring Prospectus.

Aforementioned consents have not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term - expert shall not be construed to mean an - expert as defined under the U.S. Securities Act.

All the intermediaries including Merchant Banker has relied upon the appropriacy and authenticity of the same.

PREVIOUS RIGHTS AND PUBLIC ISSUES SINCE INCORPORATION

We have not made any previous rights and/or public issues since incorporation and are an Unlisted Issuer in terms of the SEBI (ICDR) Regulations and this Issue is an Initial Public Offering in terms of the SEBI (ICDR Regulations.

PREVIOUS ISSUES OF SHARES OTHERWISE THAN FOR CASH

Other than as detailed under chapter titled "Capital Structure" beginning on page 70 of the Draft Red Herring Prospectus, our Company has not issued any Equity Shares for consideration otherwise than for cash.

COMMISSION AND BROKERAGE ON PREVIOUS ISSUES

Since this is the IPO of the Equity Shares by our Company, no sum has been paid or has been payable as commission or brokerage for subscribing to or procuring or agreeing to procure subscription for any of our Equity Shares in the five years preceding the date of this Draft Red Herring Prospectus.

PREVIOUS CAPITAL ISSUE DURING THE PREVIOUS THREE YEARS BY LISTED SUBSIDIARIES, GROUP COMPANIES AND ASSOCIATES OF OUR COMPANY

None of our Group Companies and Associates are listed and have undertaken any public or rights issue in the three (3) years preceding the date of this Draft Red Herring Prospectus. Further, as on the date of this Draft Red Herring Prospectus our company has no Listed Subsidiary.

PERFORMANCE VIS-À-VIS OBJECTS – PUBLIC/RIGHTS ISSUE OF THE LISTED SUBSIDIARIES OF OUR COMPANY

Our Company is an "Unlisted Issuer" in terms of the SEBI (ICDR) Regulations and This Issue is an "Initial Public Offering" in terms of the SEBI (ICDR) Regulations. Therefore, data regarding performance vis-à-vis objects is not applicable to us. Further, as on date of this Draft Red Herring Prospectus our Company has no listed corporate promoters and no listed subsidiary company.

OUTSTANDING DEBENTURES, BONDS, REDEEMABLE PREFERENCE SHARES AND OTHER INSTRUMENTS ISSUED BY OUR COMPANY

As on the date of the Draft Red Herring Prospectus, our Company has no outstanding debentures, bonds or redeemable preference shares.

OPTION TO SUBSCRIBE

Equity Shares being offered through this Draft Red Herring Prospectus can be applied for in dematerialized form only.

STOCK MARKET DATA FOR OUR EQUITY SHARES

Our Company is an Unlisted Issuer in terms of the SEBI (ICDR) Regulations, and This Issue is an Initial Public Offering in

terms of the SEBI (ICDR) Regulations. Thus, there is no stock market data available for the Equity Shares of our Company.

MECHANISM FOR REDRESSAL OF INVESTOR GRIEVANCES

The Memorandum of Understanding between the Registrar and us will provide for retention of records with the Registrar for a period of at least one year from the last date of dispatch of the letters of allotment, demat credit and refund orders to enable the investors to approach the Registrar to this Issue for redressal of their grievances.

All grievances relating to This Issue may be addressed to the Registrar with a copy to the Company Secretary and Compliance Officer, giving full details such as the name, address of the applicant, number of Equity Shares applied for, amount paid on application and the bank branch or collection center where the application was submitted.

All grievances relating to the ASBA process may be addressed to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application and the Designated Branch or the collection centre of the SCSB where the Bid-cum-Application Form was submitted by the ASBA Applicant.

Further, none of our subsidiary companies or Group Companies are listed on any stock exchange, so disclosure regarding mechanism for redressal of investor grievances for our subsidiary companies are not applicable.

DISPOSAL OF INVESTOR GRIEVANCES BY OUR COMPANY

Our Company or the Registrar to the Issue or the SCSB in case of ASBA Applicant shall redress routine investor grievances. We estimate that the average time required by us or the Registrar to This Issue for the redressal of routine investor grievances will be 12 Working Days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, we will seek to redress these complaints as expeditiously as possible.

Our Company has appointed Mr. Simer Singh Bhatia as the Company Secretary and Compliance Officer and may be contacted at the following address:

Brooks Restaurant and Banquets Limited
Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad,
Ahmedabad City, Gujarat 382470, India
Tel.: +91 92270 07188
Fax: N.A.
E-mail: cs@brooksbanquets.com
Website: www.brooksbanquets.com

Investors can contact the Company Secretary and Compliance Officer or the Registrar in case of any pre-Issue or post-Issue related problems such as non-receipt of letters of allocation, credit of allotted Equity Shares in the respective beneficiary account or refund orders, etc.

EXEMPTION FROM COMPLYING ANY PROVISION OF SECURITIES LAW

As on the date of this prospectus, our company has not obtained exemption from complying any provision of Securities law.

This space has been left blank intentionally.

SECTION VII – ISSUE INFORMATION

TERMS OF THE ISSUE

The Equity Shares being issued pursuant to this issue shall be subject to the provision of the Companies Act, SEBI (ICDR) Regulations, 2018, SCRA, SCRR, Memorandum and Articles, the terms of this Draft Red- Herring Prospectus, Red Herring Prospectus, Prospectus, Abridged Prospectus, Application Form, the Revision Form, the Confirmation of Allocation Note (CAN) and other terms and conditions as may be incorporated in the Allotment advices and other documents/ certificates that may be executed in respect of the Issue. The Equity Shares shall also be subject to laws, guidelines, rules, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI, the Government of India, BSE, ROC, RBI and / or other authorities, as in force on the date of the Issue and to the extent applicable.

Please note that, in accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors (Except Anchor investors) applying in a public issue shall use only Application Supported by Blocked Amount (ASBA) facility for making payment. Further, further in terms of SEBI through its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, and as modified though its circular SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, in relation to clarifications on streamlining the process of public issue of equity shares and convertibles it has proposed to introduce an alternate payment mechanism using Unified Payments Interface ("UPI") and consequent reduction in timelines for listing in a phased manner. Currently, for application by RIIs through Designated Intermediaries, the existing process of physical movement of forms from Designated Intermediaries to SCSBs for blocking of funds is discontinued and RIIs submitting their Application Forms through Designated Intermediaries (other than SCSBs) can only use the UPI mechanism with existing timeline of T+3 days. Further SEBI through its circular no SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 has decided to continue with the Phase II of the UPI ASBA till further notice.

The SEBI vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 09, 2013, has introduced reduction of timeline for listing of shares in public issue from existing T+6 days to T+3 days. This circular shall be applicable on voluntary basis for public issues opening on or after September 1, 2023, and Mandatory for public issues opening on or after December 1, 2023.

Further vide the said circular Registrar to the Issue and Depository Participants have been also authorised to collect the Application forms. Investors may visit the official website of the concerned stock exchange for any information on operationalization of this facility of form collection by Registrar to the Issue and DPs as and when the same is made available.

The Issue

The Issue consists of a Fresh Issue by our Company. Expenses for the Issue shall be Borne by our Company in the manner specified in "Objects of the Issue" on page 85 of this Draft Red Herring Prospectus.

Ranking of Equity Shares

The Equity Shares being Offered/Allotted in the Issue shall be subject to the provisions of the Companies Act, 2013 and the Memorandum & Articles of Association, SEBI ICDR Regulations and shall rank pari-passu with the existing Equity Shares of our Company including rights in respect of dividend. The Allottees upon receipt of Allotment of Equity Shares under this issue will be entitled to dividends, Voting Power and other corporate benefits, if any, declared by our Company after the date of allotment in accordance with Companies Act, 2013 and the Articles of Association of the Company.

Authority for the Issue

This Issue has been authorized by a resolution of the Board passed at their meeting held on June 02, 2026 subject to the approval of shareholders through a special resolution to be passed pursuant to section 62(1)(c) of the Companies Act, 2013. The

shareholders have authorized the Issue by a special resolution in accordance with Section 62 (1) (c) of the Companies Act, 2013 passed at the Extra Ordinary General Meeting of the Company held on June 02, 2026.

Mode of Payment of Dividend

The declaration and payment of dividend will be as per the provisions of Companies Act, 2013 and recommended by the Board of Directors at their discretion and approved by the shareholders and will depend on a number of factors, including but not limited to earnings, capital requirements and overall financial condition of our Company. We shall pay dividends in cash and as per provisions of the Companies Act, 2013. Dividends, if any, declared by our Company after the date of Allotment will be payable to the transferee who have been Allotted Equity Shares in the Issue, for the entire year, in accordance with applicable laws. For further details, please refer to the chapter titled "Dividend Policy" beginning on page 231 of this Draft Red Herring Prospectus.

Face Value and Issue Price

The face value of each Equity Share is Rs. 2/- and the Issue Price at the lower end of the Price Band is Rs. [●] /- per Equity Share and at the higher end of the Price Band is Rs. [●]/- per Equity Share. The Anchor Investor Issue Price is Rs. [●]/- per Equity Share.

The Price Band and the Bid Lot will be decided by our Company, in consultation with the BRLM, and published by our Company in all editions of [●] (a widely circulated English national daily newspaper), all editions of [●] (a widely circulated Hindi national daily newspaper) and Gujarati editions of the regional daily newspaper [●] where our Registered Office is located), where our Registered Office is located) at least two Working Days prior to the Bid/Issue Opening Date, and shall be made available to the Stock Exchange for the purpose of uploading the same on their website. The Price Band, along with the relevant financial ratios calculated at the Floor Price and at the Cap Price shall be pre-filled in the Bid-cum-Application Forms available at the website of the Stock Exchange. The Issue Price shall be determined by our Company, in consultation with the BRLM, after the Bid/Issue Closing Date, on the basis of assessment of market demand for the Equity Shares offered by way of the Book Building Process.

At any given point of time there shall be only one denomination of the Equity Shares of our Company, subject to applicable laws.

Compliance with the disclosure and accounting norms

Our Company shall comply with all the applicable disclosure and accounting norms as specified by SEBI from time to time.

Rights of the Equity Shareholder

Subject to applicable laws, rules, regulations and guidelines and the Articles of Association, our Shareholders shall have the following rights:

- Right to receive dividend, if declared;
- Right to attend general meetings and exercise voting powers, unless prohibited by law;
- Right to vote on a poll either in person or by proxy or e-voting, in accordance with the provisions of theCompanies Act;
- Right to receive annual reports and notices to members;
- Right to receive offers for rights shares and be allotted bonus shares, if announced;
- Right to receive surplus on liquidation, subject to any statutory and preferential claim being satisfied;
- Right of free transferability, subject to applicable laws and regulations; and the Articles of Association ofour Company; and
- Such other rights, as may be available to a shareholder of a listed public company under the CompaniesAct and the Memorandum and Articles of Association of the Company.

For a detailed description of the main provisions of the Articles of Association of our Company relating to voting rights, dividend, forfeiture and lien, transfer, transmission and/or consolidation/splitting, see ***"Main Provisions of Articles of Association"*** on page 317 of this Draft Red Herring Prospectus.

Allotment only in Dematerialized form

Pursuant to Section 29 of the Companies Act, the Equity Shares shall be Allotted only in dematerialized form. As per SEBI ICDR Regulations, the trading of the Equity Shares shall only be in dematerialized form. In this context, two agreements have been signed by our Company with the respective Depositories and the Registrar to the Issue before filing this Draft Red Herring Prospectus:

1. The Company has entered into an agreement dated April 24, 2026, with the with the Central Depository Services (India) Limited (CDSL), and the Registrar and Transfer Agent, who, in this case, is Bigshare Services Pvt. Ltd. for the dematerialization of its shares.

2. The Company has entered into an agreement dated April 24, 2026 with the National Securities Depository Limited (NSDL) and the Registrar and Transfer Agent, who, in this case, is Bigshare Services Pvt. Ltd. for the dematerialization of its shares.

As per the provisions of the Depositories Act, 1996 & regulations made there under and Section 29 (1) of the Companies Act, 2013, the equity shares of a body corporate shall be in dematerialized form i.e. not in the form of physical certificates but be fungible and be represented by the statement issued through electronic mode. The trading of the Equity Shares will happen in the minimum contract size of [●] Equity Shares and the same may be modified by the BSE Limited from time to time by giving prior notice to investors at large. Allocation and allotment of Equity Shares through this Issue will be done in multiples of [●] Equity Shares subject to a minimum allotment of [●] Equity Shares to the successful Applicants in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012.

Minimum Application value, Market Lot and Trading Lot

In accordance with Regulation 267 (2) of the SEBI ICDR Regulations and Securities Exchange Board of India (Issue of Capital Disclosure Requirements) (Amendment) Regulations, 2025, our Company shall ensure that the minimum application size shall not be less than two lots. Provided that the minimum application size shall be above RS. 2 lakhs.

The trading of the Equity Shares will happen in the minimum contract size of [●] Equity Shares and the same may be modified by the BSE SME from time to time by giving prior notice to investors at large. For further details, see "Issue Procedure" on page 282 of this Draft Red Herring Prospectus.

Minimum Number of Allottees

Further in accordance with Regulation 268(1) of SEBI ICDR Regulations and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025, the minimum number of allottees in this Issue shall be 200 shareholders. In case the minimum number of prospective allottees is less than 200, no allotment will be made pursuant to this Issue and all the monies blocked by SCSBs shall be unblocked within two (2) working days of closure of Issue.

Joint Holders

Where 2 (two) or more persons are registered as the holders of any Equity Shares, they will be deemed to holdsuch Equity Shares as joint holders with benefits of survivorship.

Jurisdiction

Exclusive Jurisdiction for the purpose of this Issue is with the competent courts/authorities in India.

The Equity Share have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States and may not be issued or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being issued and sold only outside the United States in off-shore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those issues and sales occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Nomination Facility to the Investor

In accordance with Section 72 of the Companies Act, 2013, read with Companies (Share Capital and Debentures) Rules, 2014, the sole Applicant, or the first Applicant along with other joint Applicants, may nominate any one person in whom, in the event of the death of sole Applicant or in case of joint Applicants, death of all the Applicants, as the case may be, the Equity Shares Allotted, if any, shall vest. A person, being anominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to equity share(s) in the event of his or her death during the minority.A nomination shall stand rescinded upon a sale/transfer/alienation of Equity Share(s) by the person nominating. A buyer will be titled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered Office or Corporate Office or to the registrar and transfer agents of our Company.

Any person who becomes a nominee by virtue of the provisions of Section 72 of the Companies Act shall upon production of such evidence, as may be required by the Board, elect either:

1. to register himself or herself as the holder of the equity shares; or
2. to make such transfer of the equity shares, as the deceased holder could have made.

Further, the Board may at any time give notice requiring any nominee to choose either to be registered himselfor herself or to transfer the equity shares, and if the notice is not complied with within a period of ninety (90) days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the equity shares, until the requirements of the notice have been complied with.

Since the Allotment of Equity Shares in the Issue will be made only in dematerialized form, there is no need to make a separate nomination with our Company. Nominations registered with respective depository participant of the applicant would prevail. If the Applicants require changing of their nomination, they are requested to inform their respective depository participant.

Restrictions, if any on Transfer and Transmission of Equity Shares

Except for the lock-in of the pre-Issue capital of our Company, Promoters 'minimum contribution as provided in "Capital Structure" on page 70 of this Draft Red Herring Prospectus and except as provided in the Articles of Association there are no restrictions on transfer of Equity Shares. Further, there are no restrictions on the transmission of shares/debentures and on their consolidation/splitting, except as provided in the Articles of Association. For details, please refer "Main Provisions of Articles of Association" on page 317 of this Draft Red Herring Prospectus.

The above information is given for the benefit of the Applicants. The Applicants are advised to make their own enquiries about the limits applicable to them. Our Company and the BRLM do not accept any responsibility for the completeness and accuracy of the information stated herein above. Our Company andthe BRLM are not liable to inform the investors of any

amendments or modifications or changes in applicable laws or regulations, which may occur after the date of the Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Applied for do not exceed the applicable limits under laws or regulations.

Arrangements for Disposal of Odd Lots

The trading of the Equity Shares will happen in the minimum contract size of [●] shares in terms of the SEBI Circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012. However, in terms of Regulation 261(5) of the SEBI ICDR Regulations, the Market Maker shall buy the entire shareholding of a shareholder in one lot, where value of such shareholding is less than the minimum contract size allowed for trading on the BSE SME.

New Financial Instruments

There are no new financial instruments such as deep discounted bonds, debenture, warrants, secured premium notes, etc. issued by our Company. Application by eligible NRIs, FPIs Registered with SEBI, VCFs, AIFs registered with SEBI and QFIs. It is to be understood that there is no reservation for Eligible NRIs or FPIs or QFIs or VCFs or AIFs registered with SEBI. Such Eligible NRIs, QFIs, FPIs, VCFs or AIFs registered with SEBI will be treated on the same basis with other categories for the purpose of Allocation.

Withdrawal of the Issue

Our Company in consultation with the BRLM, reserve the right to not to proceed with the Issue after the Issue Opening date but before the Allotment. In such an event, our Company would issue a public notice in the newspapers in which the pre-Issue advertisements were published, within two (2) days of the Issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The BRLM through, the Registrar to the Issue, shall notify the SCSBs to unblock the bank accounts of the ASBA applicant within one (1) Working Day from the date of receipt of such notification. Our Company shall also inform the same to the Stock Exchange on which Equity Shares are proposed to be listed.

Notwithstanding the foregoing, this Issue is also subject to obtaining the final listing and trading approvals of the Stock Exchange, which our Company shall apply for after Allotment. If our Company withdraws the Issueafter the Issue Closing Date and thereafter determines that it will proceed with an issue/issue for sale of the Equity Shares, our Company shall file a fresh Draft Red Herring Prospectus with Stock Exchange.

Minimum Subscription

This Issue is not restricted to any minimum subscription level. This Issue is 100% underwritten. If the Issuer does not receive the subscription of 100% of the Issue through This Offer document including devolvement of Underwriter within sixty days from the date of closure of the Issue, the Issuer shall forthwith refund the entire subscription amount received within the time limit as prescribed under the SEBI (ICDR) Regulations and Companies Act, 2013.

In terms of Regulation 272(2) of SEBI ICDR Regulations, in case the issuer fails to obtain listing or trading permission from the stock exchange where the specified securities were to be listed, it shall refund through verifiable means the entire monies received within two (2) days of receipt of intimation from stock exchange rejecting the application for listing of specified securities, and if any such money is not repaid within two (2) days after the issuer becomes liable to repay it the issuer and every director of the company who is an officer in default shall, on and from the expiry of the fourth day, be jointly and severally liable to repay that money with interest at the rate of fifteen per cent. per annum.

In terms of Regulation 260 of the SEBI ICDR Regulations, 2018, the Issue is 100% underwritten. For details of underwriting arrangement, kindly refer the chapter titled “General Information” on page 62 of this Draft Red Herring Prospectus.

Further, in accordance with Regulation 267 of the SEBI ICDR Regulations, 2018 and as per Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025, the minimum application size in terms of number of specified securities shall be two lots. Provided that minimum application size shall be above Rs. 2 lakhs.

Further, in accordance with Regulation 268 of the SEBI (ICDR) Regulations and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025, our Company shall ensure that the number of prospective allottees to whom the Equity Shares will allotted will not be less than 200 (Two Hundred).

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Period of Subscription List of the Public Issue

Event	Indicative Date
Issue Opening Date	[●]
Issue Closing Date	[●]
Finalization of Basis of Allotment with the Designated Stock Exchange	On or before [●]
Initiation of Allotment/ Refunds/ Unblocking of Funds from ASBA Account or UPI ID linked bank account*	On or before [●]
Credit of Equity Shares to Demat Accounts of Allottees	On or before [●]
Commencement of trading of the Equity Shares on the Stock Exchange	On or before [●]

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

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

**In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/Issue Closing Date for cancelled / withdrawn / deleted ASBA Forms, the Bidder shall be compensated in accordance with applicable law by the intermediary responsible for causing such delay in unblocking, for which period shall start from the day following the receipt of a complaint from the Bidder. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The Bidder shall be compensated in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 and SEBI circular no SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 shall be deemed to be incorporated in the deemed agreement of the Bank with the SCSBs to the extent applicable, in case of delays in resolving investor grievances in relation to blocking/unblocking of funds, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs, to the extent applicable.*

The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. dated April 20, 2022 and SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022.

Bids and any revisions to the same will be accepted only between 10.00 a.m. to 5.00 p.m. (Indian Standard Time) during the Issue Period at the Bidding Centers mentioned in the Bid cum Application Form.

Standardization of cut-off time for uploading of bids on the Bid/Issue closing date:

ii. A standard cut-off time of 3.00 p.m. for acceptance of bids.
iii. A standard cut-off time of 4.00 p.m. for uploading of bids received from other than individual investors who applies for minimum application size.
iv. A standard cut-off time of 5.00 p.m. for uploading of bids received from only individual investor who applies for minimum application size, which may be extended up to such time as deemed fit by BSE Limited after taking into account the total number of bids received up to the closure of timings and reported by BRLM to BSE Limited within half an hour of such closure.
v. Downward Modification and Cancellation of bids shall not be applicable to any category of bidding.
vi. UPI mandate acceptance/ confirmation shall be available up to 5.00 p.m. on the Bid/Issue Closing Date.

It is clarified that Bids not uploaded in the book, would be rejected. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid form, for a particular bidder, the details as per physical bid cum application form of that Bidder may be taken as the final data for the purpose of allotment.

Bids will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holiday).

Migration to Main Board

As per the provisions of the Chapter IX of the SEBI (ICDR) Regulation, 2018 read with SEBI ICDR (Amendment) Regulations, 2025 to the extent applicable, our Company may migrate to the main board of BSE from the BSE SME Exchange on a later date subject to the following:

As per Regulation 280(2) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, Where the post-issue paid up capital of the Company listed on a BSE SME is likely to increase beyond twenty-five crore rupees by virtue of any further issue of capital by the Company by way of rights issue, preferential issue, bonus issue, etc. the Company shall migrate its equity shares listed on BSE SME to the Main Board and seek listing of the equity shares proposed to be issued on the Main Board subject to the fulfilment of the eligibility criteria for listing of equity shares laid down by the Main Board:

Provided that no further issue of capital shall be made unless –

a) the shareholders have approved the migration by passing a special resolution through postal ballot wherein the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal;

b) the Company has obtained an in-principle approval from the Main Board for listing of its entire specified securities on it.

Provided further that where the post-issue paid-up capital pursuant to further issue of capital including by way of rights issue, preferential issue, bonus issue, is likely to increase beyond ₹25 crores, the Company may undertake further issuance of capital without migration from SME exchange to the main board, subject to the undertaking to comply with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to companies listed on the main board of the stock exchange(s)."

OR

If the Paid-up Capital of the company is more than ₹10 crores but below ₹25 crores, we may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Any company voluntarily desiring to migrate to the BSE Main board from the SME Platform of BSE Limited ("BSE SME"), amongst others, has to fulfill following conditions:

Parameter	Migration policy from BSE SME Platform to BSE Main Board
Paid up Capital	Atleast Rs. 10 crores.
Market Capitalisation	Average of 6 months market cap Migration: ₹ 100 crores Direct listing: ₹1000 crores Note: For this purpose, the average market capitalisation shall be calculated by dividing the aggregate of daily market capitalisation on the days the scrip has traded by the total number of trading days during the said 6-month period.
Market Liquidity	• At least 5% of the weighted average number of equity shares listed should have been traded during the said six-month period. • The scrip should have been traded on at least 80% of the trading days during the six-month period. • There should be a minimum average daily turnover of ₹10 lakhs and a minimum daily turnover of ₹5 lakhs during the six-month period. • There should be a minimum average of 50 daily trades with at least 25 daily trades during the said six-month period. For the purpose of calculating the average daily turnover and the average number of daily trades, the aggregate of daily turnover and daily trades on the days the scrip has traded shall be divided by the total number of trading days, respectively, during the six-month period.
Financial Parameters	**Operating Profit (EBIDTA):** The company should have an average operating profit of ₹15 crores on a restated consolidated basis during the preceding three financial years of 12 months each, with positive operating profit in each of these three years and a minimum operating profit of ₹10 crores in each year. In case of name change within the last one year, at least 50% per cent. of the revenue, calculated on a restated and consolidated basis, for the preceding one full year has been earned by it from the activity indicated by its new name. **Net worth:** The company should have a minimum net worth of ₹ 1 crore in each of the preceding three full financial years of twelve months each, calculated on a restated and consolidated basis. **Net Tangible Assets:** The company should have a minimum of ₹3 crores in net tangible assets, on a restated and consolidated basis, in each of the preceding three full financial years of twelve months each, of which not more than fifty percent should be held in monetary assets; provided that if more than fifty percent of the net tangible assets are held in monetary assets, the company must have either utilised or made firm commitments to utilise such excess monetary assets in its business or project.
Promoter Holding	Promoter(s) shall be holding at least 20% of equity share capital of the company at the time of making application *For this purpose, shareholding of promoter group may also be considered for any shortfall in meeting the said requirement. Not applicable to companies that have sought listing through IPO, without identifiable promoters
Lock In of promoter/promoter group shares	6 months from the date of listing on the BSE. Not applicable to SME companies migrating to main board.

Parameter	Migration policy from BSE SME Platform to BSE Main Board
Regulatory action	- No SEBI debarment orders should be continuing against the company, its promoters, promoter group, or directors, or against any other company in which they are promoters or directors. - The company or any of its promoters or directors should not be a wilful defaulter or a fraudulent borrower. - None of the promoters or directors should be declared as fugitive economic offenders. - The company should not be admitted by NCLT for winding up or under IBC pursuant to CIRP. - The company should not have been suspended from trading for non-compliance with SEBI (LODR) Regulations or for reasons other than procedural grounds during the last twelve months
Promoter shareholding to be in Demat	100% of Promoters shareholding must be in demat form
Track record of the company in terms of listing/ regulatory actions, etc	The applicant company is listed on SME Exchange/ Platform having nationwide terminals for atleast 3 years.
Public Shareholder	The company should have a minimum of 1,000 public shareholders as per the latest shareholding pattern.
Compliance with SEBI LODR Regulations	The company should have a track record of at least three years with no pending non-compliance at the time of making the application.
Other Parameters	• There should be no pending defaults with respect to bonds, debt instruments, or fixed deposits by the company, its promoters, promoter group, promoting company(ies), or subsidiary companies. • A certificate should be obtained from a Credit Rating Agency (CRA) regarding the utilisation of IPO proceeds and further issues post listing on SME. • The company should not be under any surveillance measures or actions such as "ESM", "ASM", "GSM category" or T-to-T (for surveillance reasons) at the time of filing the application. A cooling-off period of two months should be observed from the date the security has come out of the T-to-T category or from the date of graded surveillance action/measure.
Scores ID	The company should have no pending investor complaints on SCORES (SEBI Complaints Redress System) at the time of making the application.
Business Consistency	The company should be engaged in the same line of business for at least 3 years, with at least 50% of the revenue from operations derived from such continued business activity.
Audit Qualification	The company should have no audit qualification with respect to going concern or any material financial implication, and no such audit qualification should be continuing at the time of making the application.

Notes

- Net worth definition to be considered as per definition in SEBI ICDR.
- Company is required to submit Information Memorandum to the Exchange as prescribed in SEBI (ICDR) Regulations.
- The application submitted to the Exchange for listing and mere fulfilling the eligibility criteria does not amount to grant of approval for listing.

- If the documents and clarification received from the applicant company are not to the satisfaction of BSE, BSE has the right to close the application at any point of time without giving any reason thereof. Thereafter, the company can make fresh application as per the extant norms.
- The Exchange may reject application at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Guidelines/ Regulations issued by statutory authorities or for any reason in the interest of Investors and market integrity. The Exchange may also reject the application if the company is found not fulfilling internal BSE standards.
- Companies that have approached for listing on any stock exchange and has been denied listing for any reason whatsoever or has chosen to withdraw its application from the Exchange, they may reapply for listing after a minimum period of 6 months (6 months after date of rejection/ withdrawal). If rejected for a second time, the company would not be eligible to apply again.
- BSE decision w.r.t admission of securities for listing and trading is final.
- BSE has the right to change/ modify/ delete any or all the above norms without giving any prior intimation to the company.
- The companies are required to submit documents and comply with the extant norms.

The company shall use BSE's reference regarding listing only after the Exchange grants its in-principle listing approval to the company.

Market Making

The shares issued and transferred through This Issue are proposed to be listed on the SME Platform of BSE Limited with compulsory market making through the registered Market Maker of the SME Exchange for a minimum period of three years or such other time as may be prescribed by the Stock Exchange, from the date of listing on the SME Platform of BSE Limited. For further details of the market making arrangement please refer to chapter titled General Information beginning on page 62 of this Draft Red Herring Prospectus.

Option to receive securities in Dematerialized Form

In accordance with the SEBI ICDR Regulations, Allotment of Equity Shares to successful applicants will onlybe in the dematerialized form. Applicants will not have the option of Allotment of the Equity Shares in physical form. The Equity Shares on Allotment will be traded only on the dematerialized segment of the StockExchange. Allottees shall have the option to re-materialize the Equity Shares, if they so desire, as per the provisions of the Companies Act and the Depositories Act.

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ISSUE PROCEDURE

Please note that the information stated/covered in this section may not be complete and/or accurate and as such would be subject to modification/change. Our Company and the BRLM would not be liable for any amendment, modification or change in applicable law, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that their applications are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in the Draft Red Herring Prospectus.

All Applicants shall review the "General Information Document for Investing in Public Issues" prepared and issued in accordance with the circular SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 notified by SEBI, suitably modified from time to time, if any, and the UPI Circulars ("General Information Document"), highlighting the key rules, procedures applicable to public issues in general in accordance with the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, and the SEBI Regulations. The General Information Document will also be available on the websites of the Stock Exchange and the BRLM, before opening of the Issue. Please refer to the relevant provisions of the General Information Document which are applicable to the Issue.

Additionally, all Applicants may refer to the General Information Document for information in relation to (i) Category of investor eligible to participate in the Issue; (ii) maximum and minimum Bid size; (iii) Allocation of shares; (iii) Payment Instructions for ASBA Applicants; (iv) Issuance of CAN and Allotment in the Issue; (v)
General instructions (limited to instructions for completing the Application Form); (vi) Submission of Application Form; (vii) Other Instructions (limited to joint bids in cases of individual, multiple bids and instances when an application would be rejected on technical grounds); (viii) applicable provisions of the Companies Act, 2013 relating to punishment for fictitious applications; (vi) mode of making refunds; and (vii) interest in case of delay in Allotment or refund.

The SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, has introduced an alternate payment mechanism using Unified Payments Interface ("UPI") and consequent reduction in timelines for listing in a phased manner. From January 01, 2019, the UPI Mechanism for RIBs applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. ("UPI Phase I"). The UPI Phase-I was effective till June 30, 2019.

Subsequently, for applications by Individual Investors who applies for minimum application size through Designated Intermediaries, the process of physical movement of forms from Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism with existing timeline of T+6 days is applicable for a period of three months or launch of five main board public issues, whichever is later ("UPI Phase II"), with effect from July 1, 2019, by SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, read with circular (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019. Further, as per the SEBI circular (SEBI/HO/CFD/DCR2/CIR/P/2019/133) dated November 8, 2019, the UPI Phase II had been extended until March 31, 2020. However, due to the outbreak of COVID-19 pandemic, UPI Phase II has been further extended by SEBI until further notice, by its circular (SEBI/HO/CFD/DIL2/CIR/P/2020/50) dated March 30, 2020. Thereafter, the final reduced timeline of T+3 days may be made effective using the UPI Mechanism for applications by Individual Investors who applies for minimum application size ("UPI Phase III"), as may be prescribed by SEBI. Accordingly, the Issue has been undertaken under UPI Phase II, till any further notice issued by SEBI.

SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021effective to public issues opening on or after from May 01, 2021. However, said circular has been modified pursuant to SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 in which certain applicable procedure w.r.t. SMS Alerts, Web portal to CUG etc. shall be applicable to Public Issue opening on or after January 1, 2022 and October 1, 2021 respectively and the provisions of this circular , as amended, are deemed to form part of this Draft Red Herring Prospectus. Additionally, SEBI vide its circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 has reduced the time period for refund of application monies from 15 days to four days. Furthermore, pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all UPI Bidders in initial public offerings (opening on or after May 01, 2022) whose application sizes are up to Rs. 5,00,000/- shall use the UPI Mechanism.

Furthermore, SEBI vide press release bearing number 12/2023 has approved the proposal for reducing the time period for listing of shares in public issue from existing 6 working days to 3 working days from the date of the closure of the issue. The revised timeline of T+3 days shall be made applicable in two phases i.e. voluntary for all public issues opening on or after September 1, 2023, and mandatory on or after December 1, 2023. Further, SEBI has vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 reduced the time taken for listing of specified securities after the closure of a public issue to three Working Days. Accordingly, the Issue will be made under UPI Phase III on a mandatory basis, subject to any circulars, clarification or notification issued by the SEBI from time to time.

REDUCTION OF TIMELINE FOR LISTING OF SHARES IN PUBLIC ISSUE FROM EXISTING T+6 DAYS TO T+3 DAYS

The SEBI vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 09, 2023, has introduced reduction of timeline for listing of shares in public issue from existing t+6 days to t+3 days. This circular shall be applicable on voluntary basis for public issues opening on or after September 1, 2023 and Mandatory for public issues opening on or after December 1, 2023.

Consequent to extensive consultation with the market participants and considering the public comments received pursuant to consultation paper on the aforesaid subject matter, it has been decided to reduce the time taken for listing of specified securities after the closure of public issue to 3 working days (T+3 days) as against the requirement of 6 working days (T+6 days); 'T' being issue closing date.

The T+3 timeline for listing shall be appropriately disclosed in the Offer Documents of public issues.

Notwithstanding anything contained in Schedule VI of the ICDR Regulations, the provisions of this circular shall be applicable:

- On voluntary basis for public issues opening on or after September 1, 2023, and
- Mandatory for public issues opening on or after December 1, 2023.

The timelines prescribed for public issues as mentioned in SEBI circulars dated November 1, 2018, June 28, 2019, November 8, 2019, March 30, 2020, March 16, 2021, June 2, 2021, and April 20, 2022, shall stand modified to the extent stated in this Circular.
SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021effective to public issues opening on or after from May 01, 2021. However, said circular has been modified pursuant to SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 in which certain applicable procedure w.r.t. SMS Alerts,
Web portal to CUG etc. shall be applicable to Public Issue opening on or after January 1, 2022 and October 1, 2021 respectively and the provisions of this circular, as amended, are deemed to form part of this Draft Red Herring Prospectus. Additionally, SEBI vide its circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 has reduced the time period for refund of application monies from 15 days to four days. Furthermore, pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all UPI Bidders in initial public offerings (opening on or after May 01, 2022) whose application sizes are up to Rs. 5,00,000/- shall use the UPI Mechanism.

The list of Banks that have been notified by SEBI as Issuer Banks for UPI are provided on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40. The list of Stock Brokers, Depository Participants (DP), Registrar to an Issue and Share Transfer Agent (RTA) that have been notified by BSE to act as intermediaries for submitting Application Forms are provided on www.bseindia.com For details on their designated branches for submitting Application Forms, please see the above mentioned website of BSE.

ASBA Applicants are required to submit ASBA Applications to the selected branches / offices of the RTAs, DPs, Designated Bank Branches of SCSBs. The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on http://www.sebi.gov.in. For details on designated branches of SCSB collecting the

Application Form, please refer the above-mentioned SEBI link. The list of Stock Brokers, Depository Participants ("DP"), Registrar to an Issue and Share Transfer Agent ("RTA") that have been notified by BSE to act as intermediaries for submitting Application Forms are provided on http://www.bseindia.com. For details on their designated branches for submitting Application Forms, please refer the above mentioned BSE website.

Our Company, the Promoter and the BRLM do not accept any responsibility for the completeness and accuracy of the information stated in this section and General Information Document and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that their Bids are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of the Equity Shares that can be held by them under applicable law or as specified in the Draft Red Herring Prospectus.

BOOK BUILT PROCEDURE

The Issue is being made in terms of Rule 19(2)(b) of the SCRR, through the Book Building Process in accordance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Issue shall be allocated on a proportionate basis to QIBs, provided that our Company may, in consultation with the BRLM, allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allotment in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion. Further, 5.00% of the QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and spill-over from the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. Further, not less than 15.00% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35.00% of the Issue shall be available for allocation to Individual Investors who applies for minimum application size in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price.

Under-subscription, if any, in any category, except in the QIB Portion, would be allowed to be met with spill over from any other category or combination of categories of Bidders at the discretion of our Company in consultation with the BRLM and the Designated Stock Exchange subject to receipt of valid Bids received at or above the Issue Price. Under-subscription, if any, in the QIB Portion, would not be allowed to be met with spillover from any other category or a combination of categories.

The Equity Shares, on Allotment, shall be traded only in the dematerialized segment of the Stock Exchange.

Investors should note that according to Section 29(1) of the Companies Act, 2013, allotment of Equity Shares to all successful Applicants will only be in the dematerialized form. It is mandatory to furnish the details of Applicant's depository account along with Application Form. The Application Forms which do not have the details of the Applicants' depository account, including the DP ID Numbers and the beneficiary account number shall be treated as incomplete and rejected. Application Forms which do not have the details of the Applicants' PAN, (other than Applications made on behalf of the Central and the State Governments, residents of the state of Sikkim and official appointed by the courts) shall be treated as incomplete and are liable to be rejected. Applicants will not have the option of being Allotted Equity Shares in physical form. The Equity Shares on Allotment shall be traded only in the dematerialised segment of the Stock Exchange. However, investors may get the specified securities rematerialized subsequent to allotment.

AVAILABILITY OF PROSPECTUS AND APPLICATION FORMS

The Memorandum containing the salient features of the Prospectus together with the Application Forms and copies of the Draft Red Herring Prospectus/ Red Herring Prospectus/ Abridged Prospectus/ Prospectus may be obtained from the Registered Office of our Company, from the Registered Office of the BRLM to the Issue, Registrar to the Issue as mentioned in the Application form. The application forms may also be downloaded from the website of BSE i.e. https://www.bseindia.com/. Applicants shall only use the specified Application Form for the purpose of making an Application in terms of the Draft Red Herring Prospectus.

All the applicants shall have to apply only through the ASBA process. ASBA Applicants shall submit an Application Form either in physical or electronic form to the SCSB's authorizing blocking of funds that are available in the bank account specified in the Applicants shall only use the specified Application Form for the purpose of making an Application in terms of the Draft Red Herring Prospectus. The Application Form shall contain space for indicating number of specified securities subscribed for in demat form.

PHASED IMPLEMENTATION OF UNIFIED PAYMENTS INTERFACE

SEBI has issued UPI Circulars in relation to streamlining the process of public issue of equity shares and convertibles. Pursuant to the UPI Circulars, UPI will be introduced in a phased manner as a payment mechanism (in addition to mechanism of blocking funds in the account maintained with SCSBs under the ASBA) for applications by RIIs through intermediaries with the objective to reduce the time duration from public issue closure to listing from six Working Days to up to three Working Days. Considering the time required for making necessary changes to the systems and to ensure complete and smooth transition to the UPI Mechanism, the UPI Circulars proposes to introduce and implement the UPI Mechanism in three phases in the following manner:

a. Phase I: This phase was applicable from January 01, 2019 and lasted till June 30, 2019. Under this phase, a Individual Investors who applies for minimum application size , besides the modes of Bidding available prior to the UPI Circulars, also had the option to submit the Bid cum Application Form with any of the intermediary and use his / her UPI ID for the purpose of blocking of funds. The time duration from public issue closure to listing continued to be six Working Days.

b. Phase II: This phase commenced on completion of Phase I i.e. with effect from July 1, 2019 and was to be continued for a period of three months or launch of five main board public issues, whichever is later. Further, as per the SEBI circular SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, the UPI Phase II has been extended until March 31, 2020. Further still, as per SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, the current Phase II of Unified Payments Interface with Application Supported by Blocked Amount be continued till further notice. Under this phase, submission of the Application Form by an Individual Investors who applies for minimum application size through intermediaries to SCSBs for blocking of funds will be discontinued and will be replaced by the UPI Mechanism. However, the time duration from public issue closure to listing would continue to be six Working Days during this phase.

c. Phase III: This phase has become applicable on a voluntary basis for all issues opening on or after September 1, 2023, and on a mandatory basis for all issues opening on or after December 1, 2023, vide SEBI circular bearing number SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 ("T+3 Notification"). In this phase, the time duration from public issue closure to listing has been reduced to three Working Days. The Issue shall be undertaken pursuant to the processes and procedures as notified in the T+3 Notification as applicable, subject to any circulars, clarification or notification issued by the SEBI from time to time, including any circular, clarification or notification which may be issued by SEBI

All SCSBs offering the facility of making applications in public issues are required to provide a facility to make applications using the UPI Mechanism. Further, in accordance with the UPI Circulars, our Company has appointed [●] as the Sponsor Bank to act as a conduit between the Stock Exchanges and NPCI in order to facilitate collection of requests and / or payment instructions of the Individual Investors who applies for minimum application size into the UPI mechanism.

Pursuant to the UPI Circular, SEBI has set out specific requirements for redressal of investor grievances for applications that have been made through the UPI Mechanism. The requirements of the UPI Circular include, appointment of a nodal officer by the SCSB and submission of their details to SEBI, the requirement for SCSBs to send SMS alerts for the blocking and unblocking of UPI mandates, the requirement for the Registrar to submit details of cancelled, withdrawn or deleted applications, and the requirement for the bank accounts of unsuccessful Bidders to be unblocked no later than one day from the date on which the Basis of Allotment is finalised. Failure to unblock the accounts within the timeline would result in the SCSBs being penalized under the relevant securities law. Additionally, if there is any delay in the redressal of investors' complaints in this

regard, the relevant SCSB as well as the post – Offer BRLM will be required to compensate the concerned investor.

SEBI through its circular (SEBI/HO/CFD/DIL2/CIR/P/2022/45) dated April 5, 2022, has prescribed that all individual investors applying in initial public offerings opening on or after May 1, 2022, where the application amount is up to Rs. 5,00,000, shall use UPI. Individual investors bidding under the Non-Institutional Portion bidding for more than Rs. 200,000 and up to Rs. 5,00,000, using the UPI Mechanism, shall provide their UPI ID in the Bid-cum-Application Form for Bidding through Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.

The processing fees for applications made by Individual Investors who applies for minimum application size using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021.

For further details, refer to the "General Information Document" available on the websites of the Stock Exchange and the BRLM.

Bid cum Application Form

Copies of the Bid cum Application Form (other than for Anchor Investors) and the abridged prospectus will be available with the Designated Intermediaries at the Bidding Centres, and our Registered and Corporate Office. An electronic copy of the Bid cum Application Form will also be available for download on the websites of BSE (https://www.bseindia.com/) at least one day prior to the Bid/Issue Opening Date.

Copies of the Anchor Investor Application Form will be available at the office of the BRLM.

All Bidders (other than Anchor Investors) shall mandatorily participate in the Issue only through the ASBA process. Anchor Investors are not permitted to participate in the Issue through the ASBA process. The Individual investors who applies for minimum application size Bidding in the Individual investor Portion can additionally Bid through the UPI Mechanism.

A Individual Investor who applies for minimum application size using the UPI Mechanism shall use only his / her own bank account or only his / her own bank account linked UPI ID to make an application in the Issue. The SCSBs, upon receipt of the Application Form will upload the Bid details along with the UPI ID in the bidding platform of the Stock Exchange. Applications made by the Individual Investor who applies for minimum application size using third party bank accounts or using UPI IDs linked to the bank accounts of any third parties are liable for rejection. The Bankers to the Issue shall provide the investors' UPI linked bank account details to the RTA for the purpose of reconciliation. Post uploading of the Bid details on the bidding platform, the Stock Exchanges will validate the PAN and demat account details of Individual Investor who applies for minimum application size with the Depositories.

ASBA Applicants shall submit an Application Form either in physical or electronic form to the SCSB's authorizing blocking funds that are available in the bank account specified in the Application Form used by ASBA applicants.

ASBA Bidders (other than RIBs using UPI Mechanism) must provide bank account details and authorization to block funds in their respective ASBA Accounts in the relevant space provided in the ASBA Form and the ASBA Forms that do not contain such details are liable to be rejected.

ASBA Bidders shall ensure that the Bids are made on ASBA Forms bearing the stamp of the Designated Intermediary, submitted at the Bidding Centres only (except in case of electronic ASBA Forms) and the ASBA Forms not bearing such specified stamp are liable to be rejected. Individual Investors who applies for minimum application size in the Individual investor Portion using UPI Mechanism, may submit their ASBA Forms, including details of their UPI IDs, with the Syndicate, Sub-Syndicate members, Registered Brokers, RTAs or CDPs. RIBs authorizing an SCSB to block the Bid Amount in the ASBA Account may submit their ASBA Forms with the SCSBs. ASBA Bidders must ensure that the ASBA Account has

sufficient credit balance such that an amount equivalent to the full Bid Amount can be blocked by the SCSB or the Sponsor Bank, as applicable at the time of submitting the Bid.
In accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Applicants have to compulsorily apply through the ASBA Process. Applicants shall only use the specified Application Form for the purpose of making an Application in terms of this Draft Red Herring Prospectus.

The prescribed color of the Application Form for various categories is as follows:

Category	Color of Application Form
Resident Indians, including resident QIBs, Non-Institutional Bidders, Individual investors who applies for minimum application size and Eligible NRIs applying on a non-repatriation basis	**[•]**
Non-Residents including Eligible NRIs, FVCIs, FPIs, registered multilateral and bilateral development financial institutions applying on a repatriation basis	**[•]**
Anchor Investors	**[•]**

**Excluding electronic Bid cum Application Form*

Note:

- Details of depository account are mandatory and applications without depository account shall be treated as incomplete and rejected. Investors will not have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities re-materialised subsequent to allotment.

- The shares of the Company, on allotment, shall be traded on stock exchange in demat mode only.

- Single bid from any investor shall not exceed the investment limit/maximum number of specified securities that can be held by such investor under the relevant regulations/statutory guidelines.

- The correct procedure for applications by Hindu Undivided Families and applications by HinduUndivided Families would be treated as on par with applications by individuals;

ELECTRONIC REGISTRATION OF BIDS

a) The Designated Intermediary may register the Bids using the on-line facilities of the Stock Exchange. The Designated Intermediaries can also set up facilities for off-line electronic registration of Bids, subject to the condition that they may subsequently upload the off-line data file into the on-line facilities for Book Building on a regular basis before the closure of the Issue.

b) On the Bid/Issue Closing Date, the Designated Intermediaries may upload the Bids till such time as may be permitted by the Stock Exchange and as disclosed in the Red Herring Prospectus.

c) Only Bids that are uploaded on the Stock Exchange Platform are considered for allocation/Allotment. The Designated Intermediaries are given till 1:00 pm on the next Working Day following the Bid/Issue Closing Date to modify select fields uploaded in the Stock Exchange Platform during the Bid/Issue Period after which the Stock Exchange(s) send the bid information to the Registrar to the Issue for further processing.

SUBMISSION AND ACCEPTANCE OF APPLICATION FORMS

An Investor, intending to subscribe to this Issue, shall submit a completed Bid Cum Application Form to any of the following intermediaries (Collectively called – Designated Intermediaries")

a. An SCSB, with whom the bank account to be blocked, is maintained;
b. A syndicate member (or sub-syndicate member);

c. A stockbroker registered with a recognised stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity) (broker);
d. A depository participant (DP) (Whose name is mentioned on the website of the stock exchange as eligible for this activity);
e. A registrar to an issuer and share transfer agent (RTA) (Whose name is mentioned on the website of the stock exchange as eligible for this activity)

The aforesaid intermediary shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form, in physical or electronic mode, respectively.

The upload of the details in the electronic bidding system of stock exchange will be done by:

For Applications submitted by investors to SCSB:	After accepting the form, SCSB shall capture and upload the relevant details in theelectronic bidding system as specified by the stock exchange(s) and may begin blocking funds available in the bank account specified in the form, to the extent of the application money specified.
For Applications submitted by investors to intermediaries other than SCSBs:	After accepting the application form, respective intermediary shall capture and upload the relevant details in the electronic bidding system of stock exchange(s). Post uploading they shall forward a schedule as per prescribed format along with the application forms to designated branches of the respective SCSBs for blocking of funds within one day of closure of Issue.
For applications submitted by investors to intermediaries other than SCSBs with use of UPI for payment:	After accepting the application form, respective intermediary shall capture and upload the relevant application details, including UPI ID, in the electronic bidding system of stock exchange. Stock exchange shall share application details including the UPI ID with sponsor bank on a continuous basis, to enable sponsor bank to initiate mandate request on investors for blocking of funds. Sponsor bank shall initiate request for blocking of funds through NPCI to investor. Investor to accept mandate request for blocking of funds, on his/her mobile application, associated with UPI ID linked bank account.

Upon completion and submission of the Application Form to Application Collecting intermediaries, the Applicants have deemed to have authorised our Company to make the necessary changes in the Draft Red Herring Prospectus, without prior or subsequent notice of such changes to the Applicants.

WHO CAN APPLY?

Persons eligible to invest under all applicable laws, rules, regulations and guidelines: -

- Indian Nationals resident in India who are not incompetent to contract in single or joint names (not more than three) or in the names of minors as natural/legal guardian;
- Hindu Undivided Families or HUFs, in the individual name of the Karta. The applicant should specify that the application is being made in the name of the HUF in the Application Form as follows: Name of Sole or First applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta. Applications by HUFs would be considered at par with those from individuals;
- Companies, Corporate Bodies and Societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;
- Mutual Funds registered with SEBI;
- Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than Eligible NRIs are not eligible to participate in this Issue;
- Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI

permission, and the SEBI Regulations and other laws, as applicable);

- FIIs and sub-accounts registered with SEBI, other than a sub-account which is a foreign corporate or a foreign individual under the QIB Portion;
- Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;
- Sub-accounts of FIIs registered with SEBI, which are foreign corporates or foreign individuals only under the Non-Institutional Applicants category;
- Venture Capital Funds registered with SEBI;
- Foreign Venture Capital Investors registered with SEBI;
- State Industrial Development Corporations;
- Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;
- Scientific and/or Industrial Research Organizations authorized to invest in equity shares;
- Insurance Companies registered with Insurance Regulatory and Development Authority, India;
- Provident Funds with minimum corpus of Rs.2,500 Lakh and who are authorized under their constitution to hold and invest in equity shares;
- Pension Funds with minimum corpus of Rs.2,500 Lakh and who are authorized under their constitution to hold and invest in equity shares;
- Multilateral and Bilateral Development Financial Institutions;
- National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India;
- Insurance funds set up and managed by army, navy or air force of the Union of India
- Any other person eligible to applying in the Issue, under the laws, rules, regulations, guidelines and policies applicable to them.

As per the existing regulations, OCBs cannot participate in this Issue.

PARTICIPATION BY ASSOCIATES OF BRLM

The BRLM shall not be entitled to subscribe to this Issue in any manner except towards fulfilling their underwriting obligations. However, associates and affiliates of the BRLM may subscribe to Equity Shares in the Issue, either in the QIB Portion and Non-Institutional Portion where the allotment is on a proportionate basis. All categories of Applicants, including associates and affiliates of the BRLM, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

AVAILABILITY OF PROSPECTUS AND APPLICATION FORMS

The Memorandum Form 2A containing the salient features of the Draft Red Herring Prospectus together with the Application Forms and copies of the Draft Red Herring Prospectus may be obtained from the Registered Office of our Company, BRLM to the Issue and The Registrar to the Issue as mentioned in the Application Form. The application forms may also be downloaded from the website of BSE Limited i.e., https://www.bseindia.com/.

OPTION TO SUBSCRIBE IN THE ISSUE

a) As per Section 29(1) of the Companies Act 2013, Investors will get the allotment of Equity Shares in dematerialization form only.

b) The Equity Shares, on allotment, shall be traded on Stock Exchange in demat segment only.

c) In a single Application Form any investor shall not exceed the investment limit/minimum number of specified securities that can be held by him/her/it under the relevant regulations/statutory guidelines and applicable law.

APPLICATION BY INDIAN PUBLIC INCLUDING ELIGIBLE NRIs

Application must be made only in the names of individuals, limited companies or Statutory Corporations/institutions and not in the names of minors, foreign nationals, non-residents (except for those applying on non-repatriation), trusts, (unless the trust is registered under the Societies Registration Act, 1860 or any other applicable trust laws and is authorized under its constitution to hold shares and debentures in a company), Hindu Undivided Families, partnership firms or their nominees. In case of HUF's application shall be made by the Karta of the HUF. An applicant in the Net Public Category cannot make an application for that number of Equity Shares exceeding the number of Equity Shares offered to the public.

APPLICATION BY MUTUAL FUNDS

With respect to Applications by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged with the Application Form. Failing this, our Company reserves the right to reject any application without assigning any reason thereof. Applications made by asset management companies or custodians of Mutual Funds shall specifically state names of the concerned schemes for which such Applications are made. As per the current regulations, the following restrictions are applicable for investments by mutual funds.

No mutual fund scheme shall invest more than 10% of its net asset value in the Equity Shares or equity related instruments of any single Company provided that the limit of 10% shall not be applicable for investments in case of index funds or sector or industry specific funds/Schemes. No mutual fund under all its schemes should own more than 10% of any Company's paid up share capital carrying voting rights.

In case of a Mutual Fund, a separate Application can be made in respect of each scheme of the Mutual Fund registered with SEBI and such Applications in respect of more than one scheme of the Mutual Fund will not be treated as multiple applications provided that the Applications clearly indicate the scheme concerned for which the Application has been made.

The Application made by Asset Management Companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Applications are made custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Applications are made.

APPLICATIONS BY ELIGIBLE NRI

Eligible NRIs may obtain copies of Application Form from the members of the Syndicate, the sub- Syndicate, if applicable, the SCSBs, the Registered Brokers, RTAs and CDPs. Eligible NRI Bidders bidding on a repatriation basis by using the Non-Resident Forms should authorize their SCSB to block their Non-Resident External ("NRE") accounts, or Foreign Currency Non-Resident ("FCNR") Accounts, and eligible NRI Bidders bidding on a non- repatriation basis by using Resident Forms should authorize their SCSB to block their Non- Resident Ordinary ("NRO") accounts for the full Bid Amount, at the time of the submission of the Application Form.

Bids by Eligible NRIs and Category III FPIs for a minimum application amount would be considered under the Individual investor category who applies for minimum application size for the purposes of allocation and Bids for a Bid Amount exceeding the minimum application size would be considered under the Non-Institutional Category for allocation in the Issue.

In case of Eligible NRIs bidding under the Individual investor category who applies for minimum application size through the UPI mechanism, depending on the nature of the investment whether repatriable or non-repatriable the Eligible NRI may mention the appropriate UPI ID in respect of the NRE account or the NRO account, in the Application Form.

Under FEMA, general permission is granted to companies vide notification no. FEMA/20/2000 RB dated May 03, 2000 to issue securities to NRIs subject to the terms and conditions stipulated therein. Companies arerequired to file the declaration in the prescribed form to the concerned Regional Office of RBI within 30 (thirty) days from the date of issue of shares of allotment to NRIs on repatriation basis. Allotment of Equity shares to non-residents Indians shall be subject to the prevailing Reserve Bank of India guidelines. Sale proceeds of such investments in equity shares will be allowed to be repatriated along with an

income thereon subject to permission of the RBI and subject to the Indian Tax Laws and Regulations and any other applicable laws. The company does not require approvals from FIPB or RBI for the issue of equity shares to eligible NRIs, FIIs, Foreign Venture Capital Investors registered with SEBI and multi-lateral and Bi-lateral development financial institutions.

Eligible NRIs applying on non-repatriation basis are advised to use the Application Form for residents (white in color). Eligible NRIs applying on a repatriation basis are advised to use the Application Form meant for non-Residents (blue in color). For details of restrictions on investment by NRIs, please refer to the chapter titled ***"Restrictions on Foreign Ownership of Indian Securities"*** beginning on page 312 of this Draft Red Herring Prospectus.

APPLICATIONS BY ELIGIBLE FIIs/FPIs

In terms of the SEBI FPI Regulations, an FII who holds a valid certificate of registration from SEBI shall be deemed to be a registered FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations.

An FII or sub-account may, subject to payment of conversion fees under the SEBI FPI Regulations participate in the Issue until the expiry of its registration with SEBI as an FII or sub-account, or if it has obtained a certificate of registration as an FPI, whichever is earlier. Accordingly, such FIIs can, subject to the payment of conversion fees under the SEBI FPI Regulations, participate in This Issue in accordance with Schedule 2 of the FEMA Regulations. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations.

In terms of the SEBI FPI Regulations, the purchase of Equity Shares and total holding by a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) must be below 10% of our post-issue Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together shall not exceed 24% of the paid-up Equity Share capital of our Company. The aggregate limit of 24% may be increased up to the sectoral cap by way of a resolution passed by the Board of Directors followed by a special resolution passed by the Shareholders of our Company and subject to prior intimation to RBI. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included.

Further, pursuant to the Master Directions on Foreign Investment in India issued by the RBI dated January 4, 2018 (updated as on March 8, 2019) the investments made by a SEBI registered FPI in a listed Indian company will be reclassified as FDI if the total shareholding of such FPI increases to more than 10% of the total paid-up equity share capital on a fully diluted basis or 10% or more of the paid up value of each series of debentures or preference shares or warrants.

FPIs are permitted to participate in the Issue subject to compliance with conditions and restrictions which may be specified by the Government from time to time.

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 of the SEBI FPI Regulations, an FPI, other than Category III foreign portfolio investor and unregulated broad based funds, which are classified as Category II foreign portfolio investor by virtue of their investment manager being appropriately regulated, may issue, subscribe to or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by a FPI against securities held by it that are listed or proposed to be listed on any recognised stock exchange in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only to persons who are regulated by an appropriate regulatory authority; and (ii) such offshore derivative instruments are issued after compliance with know your client' norms. Further, pursuant to a Circular dated November 24, 2014 issued by the SEBI, FPIs are permitted to issue offshore derivate instruments only to subscribers that (i) meet the eligibility criteria set forth in Regulation 4 of the SEBI FPI Regulations; and (ii) do not have opaque structures, as defined under the SEBI FPI Regulations. An FPI is also required to ensure that no further issue or transfer of any offshore derivative instrument is made by or on behalf of it to any persons that are not regulated by an appropriate foreign regulatory authority. Further, where an investor has investments as FPI and also holds positions as an overseas direct investment subscriber, investment restrictions under the SEBI FPI Regulations shall apply on the aggregate of FPI investments and overseas direct investment positions held in the underlying Indian company.

FPIs who wish to participate in the Issue are advised to use the Application Form for Non-Residents (blue in color). FPIs are required to apply through the ASBA process to participate in the Issue.

APPLICATIONS BY SEBI REGISTERED ALTERNATIVE INVESTMENT FUND (AIF), VENTURECAPITAL FUNDS AND FOREIGN VENTURE CAPITAL INVESTORS

The Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996 as amended, (the "SEBI VCF Regulations") and the Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000, as amended, among other things prescribe the investment restrictions on VCFs and FVCIs registered with SEBI. Further, the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the "SEBI AIF Regulations") prescribe, amongst others, the investment restrictions on AIFs.

The holding by any individual VCF registered with SEBI in one venture capital undertaking should not exceed 25% of the corpus of the VCF. Further, VCFs and FVCIs can invest only up to 33.33% of the investible funds by way of subscription to an initial public offering.

The category I and II AIFs cannot invest more than 25% of the corpus in one Investee Company. A category III AIF cannot invest more than 10% of the corpus in one Investee Company. A venture capital fund registered as a category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/3rd of its corpus by way of subscription to an initial public offering of a venture capital undertaking. Additionally, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the VCF Regulation until the existing fund or scheme managed by the fund is wound up and such funds shall not launch any new scheme after the notification of the SEBI AIF Regulations.

All FIIs and FVCIs should note that refunds, dividends, and other distributions, if any, will be payable in Indian Rupees only and net of Bank charges and commission.

Our Company or the BRLM will not be responsible for loss, if any, incurred by the Applicant on account of conversion of foreign currency.

There is no reservation for Eligible NRIs, FPIs and FVCIs and all Applicants will be treated on the same basis with other categories for the purpose of allocation.

APPLICATIONS BY LIMITED LIABILITY PARTNERSHIPS

In case of applications made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Application Form. Failing this, our Company reserves the right to reject any application, without assigning any reason thereof. Limited Liability Partnerships can participate in the issue only through the ASBA Process.

APPLICATIONS BY INSURANCE COMPANIES

In case of applications made by insurance companies registered with the IRDA, a certified copy of certificate of registration issued by IRDA must be attached to the Application Form. Failing this, our Company reserves the right to reject any application, without assigning any reason thereof. The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, as amended (the IRDA Investment Regulations), are broadly set forth below:

1. Equity shares of a company: the least of 10% of the investee company's subscribed capital (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;
2. The entire group of the investee company: not more than 15% of the respective fund in case of a life insurer or 15% of investment assets in case of a general insurer or reinsurer or 15% of the investment assets in all companies belonging to the

group, whichever is lower; and

3. The industry sector in which the investee company belong to not more than 15% of the fund of a life insurer or a general insurer or a reinsurer or 15% of the investment asset, whichever is lower.

The maximum exposure limit, in the case of an investment in equity shares, cannot exceed the lower of an amount of 10% of the investment assets of a life insurer or general insurer and the amount calculated under (a), (b) and (c) above, as the case may be. Insurance companies participating in This Issue shall comply with all applicable regulations, guidelines and circulars issued by IRDAI from time to time

The above limit of 10.00% shall stand substituted as 15.00% of outstanding equity shares (face value) for insurance companies with investment assets of Rs. 2,500,000 million or more and 12.00% of outstanding equity shares (face value) for insurers with investment assets of Rs. 500,000.00 million or more but less than Rs. 2,500,000.00 million.

Insurance companies participating in this Issue, shall comply with all applicable regulations, guidelines and circulars issued by IRDA from time to time.

APPLICATIONS BY BANKING COMPANIES

Applications by Banking Companies: In case of Applications made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Application Form, failing which our Company reserves the right to reject any Application without assigning any reason. The investment limit for banking companies in non-financial services Companies as per the Banking Regulation Act, 1949, and the Master Direction – Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, is 10% of the paid-up share capital of the investee company or 10% of the banks' own paid-up share capital and reserves, whichever is less. Further, the aggregate investment in subsidiaries and other entities engaged in financial and non-financial services company cannot exceed 20% of the bank's paid-up share capital and reserves. A banking company may hold up to 30% of the paid-up share capital of the investee company with the prior approval of the RBI provided that the investee Company is engaged in non-financial activities in which banking companies are permitted to engage under the Banking Regulation Act.

Applications by SCSBs: SCSBs participating in the Issue are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 02, 2013. Such SCSBs are required to ensure that for making applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account for such applications.

APPLICATION BY PROVIDENT FUNDS/ PENSION FUNDS

In case of applications made by provident funds/pension funds, subject to applicable laws, with minimum corpus of Rs. 2,500 Lakhs, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be attached to the Application Form. Failing this, our Company reserves the right to reject any application, without assigning any reason thereof.

BIDS BY ANCHOR INVESTORS

Our Company in consultation with the BRLM, may consider participation by Anchor Investors in the Issue for up to 60% of the QIB Portion in accordance with the SEBI Regulations. Only QIBs as defined in Regulation 2(1)(ss) of the SEBI Regulations and not otherwise excluded pursuant to Schedule XIII of the SEBI Regulations are eligible to invest. The QIB Portion will be reduced in proportion to allocation under the Anchor Investor Portion. In the event of undersubscription in the Anchor Investor Portion, the balance Equity Shares will be added to the QIB Portion. In accordance with the SEBI Regulations, the key terms for participation in the Anchor Investor Portion are provided below.

1. Anchor Investor Application Forms will be made available for the Anchor Investors at the offices of the BRLM.
2. The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount is at least 200.00 lakhs. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of a Mutual Fund will be aggregated to determine the minimum application size of 200.00 lakhs.
3. One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds.
4. Bidding for Anchor Investors will open one Working Day before the Bid/ Issue Opening Date and be completed on the same day.
5. Our Company in consultation with the BRLM, will finalize allocation to the Anchor Investors on a discretionary basis, provided that the minimum and maximum number of Allottees in the Anchor Investor Portion will be, as mentioned below:
    - where allocation in the Anchor Investor Portion is up to 200.00 Lakhs, maximum of 2 (two) Anchor Investors.
    - where the allocation under the Anchor Investor Portion is more than 200.00 Lakhs but upto 2500.00 Lakhs, minimum of 2 (two) and maximum of 15 (fifteen) Anchor Investors, subject to a minimum Allotment of 100.00 Lakhs per Anchor Investor; and
    - where the allocation under the Anchor Investor portion is more than 2500.00 Lakhs:(i)minimum of 5 (five) and maximum of 15 (fifteen) Anchor Investors for allocation upto2500.00 Lakhs; and (ii) an additional 10 Anchor Investors for every additional allocation of 2500.00 Lakhs or part thereof in the Anchor Investor Portion; subject to a minimum Allotment of 100.00 Lakhs per Anchor Investor.

6. Allocation to Anchor Investors will be completed on the Anchor Investor Bid/ Issue Period. The number of Equity Shares allocated to Anchor Investors and the price at which the allocation is made will be made available in the public domain by the BRLM before the Bid/Issue Opening Date, through intimation to the Stock Exchange.
7. Anchor Investors cannot withdraw or lower the size of their Bids at any stage after submission of the Bid.
8. If the Issue Price is greater than the Anchor Investor Allocation Price, the additional amount being the difference between the Issue Price and the Anchor Investor Allocation Price will be payable by the Anchor Investors within 2 (two) Working Days from the Bid/ Issue Closing Date. If the Issue Price is lower than the Anchor Investor Allocation Price, Allotment to successful Anchor Investors will be at the higher price, i.e., the Anchor Investor Issue Price.
9. At the end of each day of the bidding period, the demand including allocation made to anchor investors, shall be shown graphically on the bidding terminals of syndicate members and website of stock exchange offering electronically linked transparent bidding facility, for information of public.
10. Equity Shares Allotted in the Anchor Investor Portion will be locked in for a period of 90 days on fifty per cent of the shares allotted to the anchor investors from the date of allotment, and a lock-in of 30 days on the remaining fifty per cent of the shares allotted to the anchor investors from the date of allotment.
11. The BRLM, our Promoters, Promoter Group or any person related to them (except for Mutual Funds sponsored by entities related to the BRLM) will not participate in the Anchor Investor Portion. The parameters for selection of Anchor Investors will be clearly identified by the BRLM and made available as part of the records of the BRLM for inspection byes.
12. Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.
13. Anchor Investors are not permitted to Bid in the Issue through the ASBA process.

APPLICATION UNDER POWER OF ATTORNEY

In case of applications made pursuant to a power of attorney by limited companies, corporate bodies, registered societies, FIIs, Mutual Funds, insurance companies and provident funds with minimum corpus of Rs. 2,500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of Rs. 2,500 Lakhs a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged with the Application Form. Failing this, our Company reserves the right to accept or reject any application in whole or in part, in either case, without assigning any reason therefore.

In addition to the above, certain additional documents are required to be submitted by the following entities:

(a) With respect to applications by VCFs, FVCIs, FIIs and Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject any

application, in whole or in part, in either case without assigning any reasons thereof.

(b) With respect to applications by insurance companies registered with the Insurance Regulatory and Development Authority, in addition to the above, a certified copy of the certificate of registration issued by the Insurance Regulatory and Development Authority must be lodged with the Application Form as applicable. Failing this, our Company reserves the right to accept or reject any application, in whole or in part, in either case without assigning any reasons thereof.

(c) With respect to applications made by provident funds with minimum corpus of Rs. 2,500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of Rs. 2,500 Lakhs, a certified copy of a certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject such application, in whole or in part, in either case without assigning any reasons thereof.

Our Company in its absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Application Form, subject to such terms and conditions that our Company, the BRLM may deem fit.

Our Company, in its absolute discretion, reserves the right to permit the holder of the power of attorney to request the Registrar to the Issue that, for the purpose of mailing of the Allotment Advice / CANs / letters notifying the unblocking of the bank accounts of ASBA applicants, the Demographic Details given on the Application Form should be used (and not those obtained from the Depository of the application). In such cases, the Registrar to the Issue shall use Demographic Details as given on the Application Form instead of those obtained from the Depositories.

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

MAXIMUM AND MINIMUM APPLICATION SIZE

a) For Individual investor category who applies for minimum application size

The Application must be for a minimum of 2 lots so as to ensure that the Application Price payable by the Applicant exceed Rs. 2,00,000. In case of revision of Applications, the Individual investor has to ensure that the Application Price exceed Rs. 2,00,000.

b) For Other Applicants (Non-Institutional Applicants and QIBs):

The Application must be for a minimum of such a number of Equity Shares that the Application Amount exceeds 2 lots and Rs. 2,00,000. An application cannot be submitted for more than the Net Issue Size. However, the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI Regulations, a QIB Applicant cannot withdraw its Application after the Issue Closing Date and is required to pay 100% QIB Margin upon submission of the Application.

Applicants are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in this Draft Red Herring Prospectus.

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

INFORMATION FOR THE APPLICANTS:

a) Our Company will file a copy of Red Herring Prospectus with the Registrar of Companies, Ahmedabad, atleast 3 (three) days before the Issue Opening Date.

b) Any investor (who is eligible to invest in our Equity Shares) who would like to obtain the Draft Red Herring Prospectus/ Red Herring Prospectus and/or the Application Form can obtain the same from our Registered Office or from the office of the BRLM.

c) Applicants who are interested in subscribing for the Equity Shares should approach the BRLM or their authorized agent(s) to register their applications.

d) Applications made in the name of minors and/ or their nominees shall not be accepted.

INSTRUCTIONS FOR COMPLETING THE APPLICATION FORM

The Bids should be submitted on the prescribed Form and in BLOCK LETTERS in ENGLISH only in accordance with the instructions contained herein and in the Bid cum application form. Bids not so made are liable to be rejected. ASBA Application Forms should bear the stamp of the SCSB's. ASBA Application Forms, which do not bear the stamp of the SCSB, will be rejected.

Applicants residing at places where the designated branches of the Banker to the Issue are not located may submit/mail their applications at their sole risk along with Demand payable at Mumbai.

SEBI, vide Circular No. CIR/CFD/14/2012 dated October 04, 2012 has introduced an additional mechanism for investors to submit application forms in public issues using the stock broker (broker) network of Stock Exchanges, who may not be syndicate members in an issue with effect from January 01, 2013. The list of Broker Centre is available on the websites of BSE Limited i.e. https://www.bseindia.com/.

BIDDER'S DEPOSITORY ACCOUNT AND BANK DETAILS

Please note that, providing bank account details in the space provided in the Bid cum application form is mandatory and Bids that do not contain such details are liable to be rejected**.**

Bidders should note that on the basis of name of the Applicants, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Bid cum Application Form, the Registrar to the Issue will obtain from the Depository the demographic details including address, Bidders' bank account details, MICR code and occupation (hereinafter referred to as Demographic Details'). Bidders should carefully fill in their Depository Account details in the Bid cum Application Form.

These Demographic Details would be used for all correspondence with the Bidders including mailing of the CANs / Allocation Advice. The Demographic Details given by Bidders in the Bid cum Application Form would not be used for any other purpose by the Registrar to the Issue.

By signing the Bid Cum Application Form, the Bidders would be deemed to have authorized the depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records.

SUBMISSION OF BIDS

I. During the Bid/ Issue Period, Bidders may approach any of the Designated Intermediaries to register their Bids.
II. The Bidders may instruct the SCSBs to block Bid amount based on the Bid Price less Discount (if applicable).

III. For Details of the timing on acceptance and upload of Bids in the Stock Exchange Platform Bidders are requested to refer to the Draft Red Herring Prospectus.

ALLOTMENT PROCEDURE

The Allotment of Equity Shares to Bidders other than Individual Investors who applies for minimum application size and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders may refer to Red Herring Prospectus. No Individual Investors who applies for minimum application size will be Allotted less than 2 Lot subject to availability of shares in Individual Investor Category and the remaining available shares, if any will be Allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of the Issue. However, in case the Issue is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

Flow of Events from the closure of bidding period (T DAY) Till Allotment:

1. On T Day, RTA to validate the electronic bid details with the depository records and also reconcile the final certificates received from the Sponsor Bank for UPI process and the SCSBs for ASBA and Syndicate ASBA process with the electronic bid details.
2. RTA identifies cases with mismatch of account number as per bid file / Final Certificate and as per applicant's bank account linked to depository demat account and seek clarification from SCSB to identify the applications with third party account for rejection.
3. Third party confirmation of applications to be completed by SCSBs on T+1 day.
4. RTA prepares the list of final rejections and circulate the rejections list with BRLM(s)/ Company for their review/ comments.
5. Post rejection, the RTA submits the basis of allotment with the Designated Stock Exchange (DSE).
6. The Designated Stock Exchange (DSE), post verification approves the basis and generates drawal of lots wherever applicable, through a random number generation software.
7. The RTA uploads the drawal numbers in their system and generates the final list of allotees as per process mentioned below:

Process for generating list of allotees: -

a) Instructions are given by RTA in their Software System to reverse category wise all the application numbers in the ascending order and generate the bucket /batch as per the allotment ratio. For example, if the application number is 78654321 then system reverses it to 12345687 and if the ratio of allottees to applicants in a category is 2:7 then the system will create lots of 7. If the drawal of lots provided by Designated Stock Exchange (DSE) is 3 and 5 then the system will pick every 3rd and 5th application in each of the lot of the category and these applications will be allotted the shares in that category.
b) In categories where there is proportionate allotment, the Registrar will prepare the proportionate working based on the oversubscription times.
c) In categories where there is undersubscription, the Registrar will do full allotment for all valid applications.
d) On the basis of the above, the RTA will work out the allotees, partial allotees and non- allottees, prepare the fund transfer letters and advice the SCSBs to debit or unblock the respective accounts.

BASIS OF ALLOTMENT

Allotment will be made in consultation with the BSE. In the event of oversubscription, the allotment will be made on a proportionate basis in marketable lots as set forth here:

1. The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e. the total number of Shares applied for in that category multiplied by the inverse of the over subscription ratio (number of applicants in the category X number of Shares applied for).

2. The number of Shares to be allocated to the successful applicants will be arrived at on a proportionate basis in marketable lots (i.e. Total number of Shares applied for into the inverse of the over subscription ratio).

   a) For applications where the proportionate allotment works out to less than [●] equity shares the allotment will be made as follows:

      1. Each successful applicant shall be allotted [●] equity shares; and

      2. The successful applicants out of the total applicants for that category shall be determined by the drawl of lots in such a manner that the total number of Shares allotted in that category is equal to the numberof Shares worked out as per (2) above.

   b) If the proportionate allotment to an applicant works out to a number that is not a multiple of [●] equity shares, the applicant would be allotted Shares by rounding off to the nearest multiple of [●] equity shares subject to a minimum allotment of [●] equity shares.

   c) If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to the applicants in that category, the balance available Shares for allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful applicants in that category, the balance Shares, if any, remaining after such adjustment will be added to the category comprising of applicants applying for the minimum number of Shares. If as a result of the process of rounding off to the nearest multiple of [●] equity shares, results in the actual allotment being higher than the shares offered, the final allotment may be higher at the sole discretion of the Board of Directors, up to 110% of the size of the Issue specified under the Capital Structure mentioned in this Draft Red Herring Prospectus.

   d) The above proportionate allotment of shares in an Issue that is oversubscribed shall be subject to the reservation for small individual applicants as described below:

      1. As the individual investor category (who applies for minimum application size) is entitled to more than fifty percent on proportionate basis,the individual investors shall be who applies for minimum application size shall be allocated that higher percentage.

      2. The balance Net Issue of shares to the public shall be made available for allotment to

         a) Individual applicants other than individual investor who applies for minimum application size and
         b) Other investors, including Corporate Bodies/ Institutions irrespective of number of shares applied for.

         c) The unsubscribed portion of the Net Issue to any one of the categories specified in a) or b) shall/maybe made available for allocation to applicants in the other category, if so required.

"Individual Investor' means an investor who applies for a minimum application size of 2 lots or value of more than Rs. 2,00,000. Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with BSE.

The Executive Director / Managing Director of BSE – the Designated Stock Exchange in addition to BRLM and Registrar to the Public Issue shall be responsible to ensure that the basis of allotment is finalizedin a fair and proper manner in accordance with the SEBI (ICDR) Regulations.

INFORMATION FOR BIDDERS

The relevant Designated Intermediary will enter a maximum of three Bids at different price levels opted in the Bid cum Application Form and such options are not considered as multiple Bids. It is the Bidder's responsibility to obtain the

acknowledgment slip from the relevant Designated Intermediary. The registration of the Bid by the Designated Intermediary does not guarantee that the Equity Shares shall be allocated/Allotted. Such Acknowledgement Slip will be non-negotiable and by itself will not create any obligation of any kind. When a Bidder revises his or her Bid, he /she shall surrender the earlier Acknowledgement Slip and may request for a revised acknowledgment slip from the relevant Designated Intermediary as proof of his or her having revised the previous Bid. In relation to electronic registration of Bids, the permission given by the Stock Exchange to use their network and software of the electronic bidding system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company, the BRLM are cleared or approved by the Stock Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of compliance with the statutory and other requirements, nor does it take any responsibility for the financial or other soundness of our Company, the management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the Draft Red Herring Prospectus or the Red Herring Prospectus; nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchange.

GENERAL INSTRUCTIONS

Do's:

- Check if you are eligible to apply;
- Read all the instructions carefully and complete the applicable Application Form;
- Ensure that the details about Depository Participant and Beneficiary Account are correct as Allotment ofEquity Shares will be in the dematerialized form only;
- All Bidders should submit their Bids through the ASBA process only
- Ensure that your Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Centre
- In case of joint Bids, ensure that First Bidder is the ASBA Account holder (or the UPI-linked bank account holder, as the case may be) and the signature of the First Bidder is included in the Application Form;
- Bidders (other than RIIs bidding through the non-UPI Mechanism) should submit the Application Form only at the Bidding Centers, i.e. to the respective member of the Syndicate at the Specified Locations, the SCSBs, the Registered Broker at the Broker Centres, the CRTA at the Designated RTA Locations or CDP at the Designated CDP Locations. RIIs bidding through the non-UPI Mechanism should either submit the physical Application Form with the SCSBs or Designated Branches of SCSBs under Channel I (described in the UPI Circulars) or submit the Application Form online using the facility of 3-in 1 type accounts under Channel II (described in the UPI Circulars);
- Ensure that you have mentioned the correct ASBA Account number (for all Bidders other than RIBs using the UPI Mechanism) in the Application Form;
- RIBs using the UPI Mechanism should ensure that the correct UPI ID (with maximum length of 45 characters including the handle) is mentioned in the Application Form;
- RIBs using UPI Mechanism through the SCSBs and mobile applications shall ensure that the name of the Bank appears in the list of SCSBs which are live on UPI, as displayed on the SEBI website. RIBs shall ensure that the name of the app and the UPI handle which is used for making the application appears in Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/COR/P/2019/85 dated July 26, 2019;
- RIBs bidding using the UPI Mechanism should ensure that they use only their own bank account linked UPI ID to make an application in the Issue;
- RIBs submitting an Application Form using the UPI Mechanism, should ensure that: (a) the bank where the bank account linked to their UPI ID is maintained; and (b) the Mobile App and UPI handle being used for making the Bid is listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40;
- RIBs submitting a Bid-cum Application Form to any Designated Intermediary (other than SCSBs) should ensure that only UPI ID is included in the Field Number 7: Payment Details in the Application Form;
- RIBs using the UPI Mechanism shall ensure that the bank, with which it has its bank account, where the funds equivalent to the application amount are available for blocking is UPI 2.0 certified by NPCI;
- If the first applicant is not the account holder, ensure that the Application Form is signed by the account holder. Ensure that you have mentioned the correct bank account number in the Application Form;

- Ensure that the signature of the First Bidder in case of joint Bids, is included in the Application Forms
- QIBs and Non-Institutional Bidders should submit their Bids through the ASBA process only. Pursuant to SEBI circular dated November 01, 2018 and July 26, 2019, RII shall submit their bid by using UPI mechanism for payment;
- Ensure that the name(s) given in the Application Form is/are exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names;
- Ensure that you request for and receive a stamped acknowledgement of the Application Form for all your Bid options;
- Ensure that you have funds equal to the Bid Amount in the Bank Account maintained with the SCSB before submitting the Application Form under the ASBA process or application forms submitted by RIIs using UPI mechanism for payment, to the respective member of the Syndicate (in the Specified Locations), the SCSBs, the Registered Broker (at the Broker Centers), the RTA (at the Designated RTA Locations) or CDP (at the Designated CDP Locations);
- Submit revised Bids to the same Designated Intermediary, through whom the original Bid was placed and obtain a revised acknowledgment;
- Bidders, other than RIBs using the UPI Mechanism, shall ensure that they have funds equal to the Bid Amount in the ASBA Account maintained with the SCSB before submitting the ASBA Form to the relevant Designated Intermediaries;
- Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by the courts, who, in terms of a SEBI circular dated June 30, 2008, may be exempt from specifying their PAN for transacting in the securities market, and (ii) Bids by persons resident in the state of Sikkim, who, in terms of a SEBI circular dated July 20, 2006, may be exempted from specifying their PAN for transacting in the securities market, all Bidders should mention their PAN allotted under the I.T. Act. The exemption for the Central or the State Government and officials appointed by the courts and for investors residing in the State of Sikkim is subject to (a) the Demographic Details received from the respective depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same. All other applications in which PAN is not mentioned will be rejected;
- Ensure that the Demographic Details are updated, true and correct in all respects;
- Ensure that thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;
- Ensure that the category and the investor status is indicated;
- Ensure that in case of Bids under power of attorney or by limited companies, corporates, trust etc., relevant documents are submitted;
- Ensure that Bids submitted by any person outside India should be in compliance with applicable foreign and Indian laws;
- Bidders should note that in case the DP ID, Client ID and the PAN mentioned in their Application Form and entered into the online IPO system of the Stock Exchange by the relevant Designated Intermediary, as the case may be, do not match with the DP ID, Client ID and PAN available in the Depository database, then such Bids are liable to be rejected. Where the Application Form is submitted in joint names, ensure that the beneficiary account is also held in the same joint names and such names are in the same sequence in which they appear in the Application Form;
- Ensure that the Application Forms are delivered by the Bidders within the time prescribed as per the Application Form and the Draft Red Herring Prospectus;
- Ensure that you have mentioned the correct ASBA Account number or UPI ID in the Application Form;
- Ensure that you have mentioned the details of your own bank account for blocking of fund or your own bank account linked UPI ID to make application in the Public Offer;
- Ensure that on receipt of the mandate request from sponsor bank, you have taken necessary step in timely manner for blocking of fund on your account through UPI ID using UPI application;
- Ensure that you have correctly signed the authorization/undertaking box in the Application Form, or have otherwise provided an authorization to the SCSB via the electronic mode, for blocking funds in the ASBA
- Account equivalent to the Bid Amount mentioned in the Application Form at the time of submission of the Bid;
- Ensure that you receive an acknowledgement from the concerned Designated Intermediary, for the submission of your Application Form; and
- RIBs shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorize the UPI Mandate Request using his/her UPI PIN. Upon the authorization of the mandate using his/her UPI PIN, an RIB may be deemed to have verified the attachment containing the application details of the

RIB in the UPI Mandate Request and have agreed to block the entire Bid Amount and authorized the Sponsor Bank to block the Bid Amount mentioned in the Application Form;

- RIBs shall ensure that you have accepted the UPI Mandate Request received from the Sponsor Bank before 5:00 p.m. before the Bid / Issue Closing Date;
- RIBs who wish to revise their Bids using the UPI Mechanism, should submit the revised Bid with the Designated Intermediaries, pursuant to which RIBs should ensure acceptance of the UPI Mandate Request received from the Sponsor Bank to authorize blocking of funds equivalent to the revised Bid Amount in the RIB's ASBA Account;
- RIBs using the UPI Mechanism, who have revised their Bids subsequent to making the initial Bid, should also approve the revised Mandate Request generated by the Sponsor Bank to authorize blocking of funds equivalent to the revised Bid Amount and subsequent debit of funds in case of Allotment in a timely manner; and
- Bids by Eligible NRIs and HUFs for a Bid Amount of a minimum application of 2 lots would be considered under the Individual investor Portion, and Bids for more than 2 lots would be considered under the Non-Institutional Portion, for the purposes of allocation in the Issue

The Application Form is liable to be rejected if the above instructions, as applicable, are not complied with. Application made using incorrect UPI handle or using a bank account of an SCSB or SCSBs which is not mentioned in the Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, is liable to be rejected.

Don'ts:

- Do not apply for lower than the minimum Application size;
- Do not apply at a Price Different from the Price Mentioned herein or in the Application Form
- Do not pay the Application Price in cash, cheque, by money order or by postal order or by stock invest
- Do not Bid at Cut-off Price.
- RIBs should not submit a Bid using the UPI Mechanism, unless the name of the bank where the bank account linked to your UPI ID is maintained, is listed on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 ;
- RIB should not submit a Bid using the UPI Mechanism, using a Mobile App or UPI handle, not listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 ;
- Do not send Application Forms by post, instead submit the Designated Intermediary only;
- Do not submit the Application Forms to any non-SCSB bank or our Company;
- Do not apply on an Application Form that does not have the stamp of the relevant Designated Intermediary;
- Do not submit the application without ensuring that funds equivalent to the entire application Amount are blocked in the relevant ASBA Account;
- Do not fill up the Application Form such that the Equity Shares applied for exceeds the Issue Size and/or investment limit or maximum number of Equity Shares that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations;
- Do not submit the General Index Register number instead of the PAN as the application is liable to be rejected on this ground;
- Do not submit incorrect details of the DP ID, beneficiary account number and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Issue.
- Do not submit applications on plain paper or incomplete or illegible Application Forms in a color prescribed for another category of Applicant;
- All Investors submit their applications through the ASBA process only except as mentioned in SEBI Circular No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 & SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021;
- Do not make Applications if you are not competent to contract under the Indian Contract Act, 1872, as amended.
- Do not link the UPI ID with a bank account maintained with a bank that is not UPI 2.0 certified by the NPCI in case of Bids submitted by RIB Bidders using the UPI Mechanism;

The Applications should be submitted on the prescribed Application Form is liable to be rejected if the above instructions, as

applicable, are not complied with

OTHER INSTRUCTIONS

Joint Applications in the case of Individuals

Applications may be made in single or joint names (not more than three). In the case of joint Applications, all payments will be made out in favour of the Applicant whose name appears first in the Application Form or Revision Form. All communications will be addressed to the First Applicant and will be dispatched to his or her address as per the Demographic Details received from the Depository.

Multiple Applications

An Applicant should submit only one Application (and not more than one) for the total number of Equity Shares required. Two or more Applications will be deemed to be multiple Applications if the sole or First Applicant is one and the same.

In this regard, the procedures which would be followed by the Registrar to the Issue to detect multiple applications are given below:

(i) All applications are electronically strung on first name, address (1st line) and applicant's status. Further, these applications are electronically matched for common first name and address and if matched, these arechecked manually for age, signature and father/ husband's name to determine if they are multiple applications.

(ii) Applications which do not qualify as multiple applications as per above procedure are further checked for common DP ID/ beneficiary ID. In case of applications with common DP ID/ beneficiary ID, are manually checked to eliminate possibility of data entry error to determine if they are multiple applications.

(iii) Applications which do not qualify as multiple applications as per above procedure are further checked for common PAN. All such matched applications with common PAN are manually checked to eliminate possibility of data capture error to determine if they are multiple applications.

In case of a mutual fund, a separate Application can be made in respect of each scheme of the mutual fund registered with SEBI and such Applications in respect of more than one scheme of the mutual fund will not betreated as multiple Applications provided that the Applications clearly indicate the scheme concerned for which the Application has been made.

In cases where there are more than 20 valid applications having a common address, such shares will be kept inabeyance, post allotment and released on confirmation of know your client' norms by the depositories. The Company reserves the right to reject, in our absolute discretion, all or any multiple Applications in any or all categories.

After submitting an ASBA Application either in physical or electronic mode, an ASBA Applicant cannot apply (either in physical or electronic mode) to either the same or another Designated Branch of the SCSB. Submission of a second Application in such manner will be deemed a multiple Application and would be rejected. More than one ASBA Applicant may apply for Equity Shares using the same ASBA Account, provided that the SCSBs will not accept a total of more than five Application Forms with respect to any single ASBA Account.

Duplicate copies of Application Forms downloaded and printed from the website of the Stock Exchange bearing the same application number shall be treated as multiple applications and are liable to be rejected. The Company, in consultation with the BRLM reserves the right to reject, in its absolute discretion, all or any multiple applications in any or all categories. In this regard, the procedure which would be followed bythe Registrar to the Issue to detect multiple applications is given below:

1. All Applications will be checked for common PAN. For Applicants other than Mutual Funds and FII subaccounts, Applications bearing the same PAN will be treated as multiple Applications and will be rejected.

2. For Applications from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Applications on behalf of the Applicants for whom submission of PAN is not mandatory such as the Central or State Government, an official liquidator or receiver appointed by a court and residents of Sikkim, the Application Forms will be checked for common DP ID and Client ID.

PERMANENT ACCOUNT NUMBER OR PAN

Pursuant to the circular MRD/DoP/Circ 05/2007 dated April 27, 2007, SEBI has mandated Permanent Account Number (PAN) to be the sole identification number for all participants transacting in the securities market, irrespective of the amount of the transaction w.e.f. July 02, 2007. Each of the Applicants should mention his/her PAN allotted under the IT Act. Bid submitted without this information will be considered incomplete and are liable to be rejected. It is to be specifically noted that Applicants should not submit the GIR number instead of the PAN, as the Application is liable to be rejected on this ground.

RIGHT TO REJECT APPLICATIONS

In case of QIB Applicants, the Company in consultation with the BRLM may reject Applications provided that the reasons for rejecting the same shall be provided to such Applicant in writing. In case of Non-Institutional Applicants, Individual Applicants applied for minimum application size, the Company has a right to reject Applications based on technical grounds.

GROUNDS FOR REJECTIONS

In addition to the grounds for rejection of Bids on technical grounds as provided in the General Information Document, the bidders are advised to note that Bids are liable to be rejected inter alia on the following technical grounds:

- Bids submitted without instruction to the SCSBs to block the entire Bid Amount;
- Bids which do not contain details of the Bid Amount and the bank account details in the ASBA Form
- Bids submitted on a plain paper
- Bids at Cut-off Price.
- Bids submitted by RIBs using the UPI Mechanism through an SCSBs and/or using a mobile application or UPI handle, not listed on the website of SEBI
- ASBA Form submitted to a Designated Intermediary does not bear the stamp of the Designated Intermediary
- Bids under the UPI Mechanism submitted by RIBs using third party bank accounts or using a third party linked bank account UPI ID (subject to availability of information regarding third party account from Sponsor Bank);
- Bids submitted without the signature of the First Bidder or sole Bidder
- The ASBA Form not being signed by the account holders, if the account holder is different from the Bidder;
- Bids by persons for whom PAN details have not been verified and whose beneficiary accounts are "suspended for credit" in terms of SEBI circular CIR/MRD/DP/ 22 /2010 dated July 29, 2010;
- GIR number furnished instead of PAN;
- Bids by RIBs with Bid Amount of a value of less than Rs. 2,00,000;
- Bids by persons who are not eligible to acquire Equity Shares in terms of all applicable laws, rules, regulations, guidelines and approvals
- Bids accompanied by stock invest, money order, postal order or cash; and
- Bids uploaded by QIBs after 4.00 pm on the QIB Bid/ Issue Closing Date and by Non-Institutional Bidders uploaded after 4.00 p.m. on the Bid/ Issue Closing Date, and Bids by RIBs uploaded after 5.00 p.m. on the Bid/ Issue Closing Date, unless extended by the Stock Exchange
- Applications by OCBs;

IMPERSONATION

Attention of the applicants is specifically drawn to the provisions of section 38(1) of the Companies Act, 2013 which is reproduced below:

Any person who:

a. makes or abets making of an application in a fictitious name to a company for acquiring, or subscribingfor, its securities; or
b. makes or abets making of multiple applications to a company in different names or in differentcombinations of his name or surname for acquiring or subscribing for its securities; or
c. otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, orto any other person a fictitious name,

Shall be liable for action under section 447 of Companies Act, 2013 and shall be treated as Fraud.

SIGNING OF UNDERWRITING AGREEMENT

Vide an Underwriting agreement dated [●] this issue is 100% Underwritten.

FILING OF THE RED HERRING PROSPECTUS WITH THE ROC

The Company will file a copy of the Red Herring Prospectus with the Registrar of Companies, Ahmedabad and in terms of Section 26 of Companies Act, 2013.

EQUITY SHARES IN DEMATERIALISED FORM WITH NSDL/CDSL

To enable all shareholders of the Company to have their shareholding in electronic form, the Company is in process of entering following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

1. The Company has entered into an agreement dated April 24, 2026, with the with the Central Depository Services (India) Limited (CDSL), and the Registrar and Transfer Agent, who, in this case, is Bigshare Services Private Limited for the dematerialization of its shares.

2. The Company has entered into an agreement dated April 24, 2026, with the National Securities Depository Limited (NSDL) and the Registrar and Transfer Agent, who, in this case, is Bigshare Services Private Limited, the dematerialization of its shares.

The Company's Equity shares bear an ISIN: INE1PCK01029

An Applicant applying for Equity Shares must have at least one beneficiary account with either of the Depository Participants of either NSDL or CDSL prior to making the Application.

- The Applicant must necessarily fill in the details (including the Beneficiary Account Number and Depository Participant's identification number) appearing in the Application Form or Revision Form.
- Allotment to a successful Applicant will be credited in electronic form directly to the beneficiary account (with the Depository Participant) of the Applicant.
- Names in the Application Form or Revision Form should be identical to those appearing in the account details in the Depository. In case of joint holders, the names should necessarily be in the same sequence as they appear in the account details in the Depository.
- If incomplete or incorrect details are given under the heading 'Applicants Depository Account Details' in the Application Form or Revision Form, it is liable to be rejected.
- The Applicant is responsible for the correctness of his or her Demographic Details given in the Application Form vis à vis those with his or her Depository Participant.
- Equity Shares in electronic form can be traded only on the stock exchange having electronic connectivity with NSDL and CDSL. The Stock Exchange where our Equity Shares are proposed to be listed has electronic connectivity with CDSL

and NSDL.

- The allotment and trading of the Equity Shares of the Company would be in dematerialized form only for all investors.

TERMS OF PAYMENT

The entire Issue price of Rs. [●]/- per share is payable on application. In case of allotment of lesser number of Equity Shares than the number applied, the Registrar shall instruct the SCSBs or Sponsor Bank to unblock the excess amount paid on Application to the Bidders.

SCSBs or Sponsor Bank will transfer the amount as per the instruction of the Registrar to the Public Issue Account, the balance amount after transfer will be unblocked by the SCSBs or Sponsor Bank.

The applicants should note that the arrangement with Banker to the Issue or the Registrar or Sponsor Bank is not prescribed by SEBI and has been established as an arrangement between our Company, Banker to the Issue and the Registrar to the Issue to facilitate collections from the Applicants.

PAYMENT MECHANISM FOR APPLICANTS

The Bidders shall specify the bank account number in their Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the Application Form sent by the Sponsor Bank. The SCSB or Sponsor Bank shall keep the Application Amount in the relevant bank account blocked until withdrawal/ rejection of the Application or receipt of instructions from the Registrar to unblock the Application Amount. However Individual investor who applies for more than 2 lots shall neither withdraw nor lower the size of their applications at any stage In the event of withdrawal or rejection of the Bid or for unsuccessful Bids, the Registrar to the Issue shall give instructions to the SCSBs to unblock the application money in the relevant bank account within one day of receipt of such instruction. The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount to the Public Issue Account, or until withdrawal/ failure of the Issue or until rejection of the Application by the ASBA Applicant, as the case may be.

Please note that, in terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors applying in a public Offer shall use only Application Supported by Blocked Amount (ASBA) process for application providing details of the bank account which will be blocked by the Self Certified Syndicate Banks (SCSBs) for the same. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018, Individual Investors who applies for minimum application size applying in public offer may use either Application Supported by Blocked Amount (ASBA) facility for making application or also can use UPI as a payment mechanism with Application Supported by Blocked Amount for making application. SEBI through its circular (SEBI/HO/CFD/DIL2/CIR/P/2022/45) dated April 5, 2022, has prescribed that all individual investors applying in initial public offerings opening on or after May 1, 2022, where the application amount is up to Rs. 5,00,000, may use UPI.

PAYMENT BY STOCK INVEST

In terms of the Reserve Bank of India Circular No. DBOD No. FSC BC 42/ 24.47.00/ 2003-04 dated November 05, 2003; the option to use the stock invest instrument in lieu of cheques or banks for payment of Application money has been withdrawn. Hence, payment through stock invest would not be accepted in this Issue.

PAYMENT INTO ESCROW ACCOUNT(S) FOR ANCHOR INVESTORS

Our Company, in consultation with the BRLM, in its absolute discretion, will decide the list of Anchor Investors to whom the CAN will be sent, pursuant to which the details of the Equity Shares allocated to them in their respective names will be notified to such Anchor Investors. For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favour of:

(a) In case of resident Anchor Investors: "[●]"; and

(b) In case of Non-Resident Anchor Investors: "[●]".

Anchor Investors should note that the escrow mechanism is not prescribed by the SEBI and has been established as an arrangement between our Company and the Syndicate, if any the Escrow Collection Bank and the Registrar to the Issue to facilitate collections of Bid amounts from Anchor Investors

OFFER DOCUMENT TO BE MADE AVAILABLE TO PUBLIC

Subject to regulation 247 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025

1. The draft offer document filed with the SME exchange shall be made public for comments, if any, for a period of at least twenty one days from the date of filing, by hosting it on the websites of our company, BSE and Turnaround Corporate Advisors Private Limited on www.brooksbanquets.com , https://www.bseindia.com/ and https://tcagroup.in.

2. Our company shall, within two working days of filing the draft offer document with the BSE, make a public announcement in one English national daily newspaper with wide circulation, one Hindi national daily newspaper with wide circulation and one regional language newspaper with wide circulation at the place where the registered office of our company is situated, disclosing the fact of filing of the draft offer document with the exchange and inviting the public to provide their comments to the exchange, the issuer or the lead manager in respect of the disclosures made in the draft offer document.

PRE-ISSUE ADVERTISEMENT AND PRICE BAND ADVERTISEMENT

Subject to Section 30 of the Companies Act, 2013 and Regulation 264 of SEBI (ICDR) Regulations, 2018, thecompany shall, after filing the Red Herring Prospectus with the RoC, publish a pre-Issue advertisement, in the form prescribed by the SEBI Regulations, in one widely circulated English language national daily newspaper; one widely circulated Hindi language national daily newspaper and one regional newspaper with wide circulation. In the pre-issue and price band advertisement, we shall state the Bid/Issue Opening Date and the Bid/Issue Closing Date and the floor price or price band along with necessary details subject to Regulation 250 of SEBI ICDR. This advertisement, subject to the provisions of Section 30 of the Companies Act, 2013 and Regulation 264 of SEBI (ICDR) Regulations, 2018, shall be in the format prescribed in Part A of Schedule VI of the SEBI Regulations.

ISSUANCE OF ALLOTMENT ADVICE

On the Designated date, the SCSBs shall transfer the funds represented by allocation of equity shares into public issue account with the banker to the issue. Upon approval of the basis of the allotment by the Designated Stock Exchange, the Registrar to the Issue shall upload the same on its website. On the basis of approved basis of allotment, the issuer shall pass necessary corporate action to facilitate the allotment and credit of equity shares. Applicants are advised to instruct their respective depository participants to accept the equity shares that may be allotted to them pursuant to the issue. Pursuant to confirmation of such corporate actions the Registrar to the Issue will dispatch allotment advice to the applicants who have been allotted equity shares in the issue. The dispatch of allotment advice shall be deemed a valid, binding and irrevocable contract.

The Company will issue and dispatch letters of allotment/ securities certificates and/ or letters of regret or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the Issue Closing Date. The Issuer also ensures the credit of shares to the successful Applicants Depository Account is completed within one working Day from the date of allotment, after the funds are transferred from ASBA Public Issue Account to Public Issue account of the issuer

DESIGNATED DATE

On the Designated date, the SCSBs shall transfers the funds represented by allocations of the Equity Shares into Public Issue Account with the Bankers to the Issue.

The Company will issue and dispatch letters of allotment/ or letters of regret along with refund order or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the Issue Closing Date. The Company will intimate the details of allotment of securities to Depository immediately on allotment of securities under relevant provisions of the Companies Act, 2013 or other applicable provisions, if any.

NAMES OF ENTITIES RESPONSIBLE FOR FINALISING THE BASIS OF ALLOTMENT IN A FAIR AND PROPER MANNER

The authorised employees of the Stock Exchange, along with the BRLM and the Registrar, shall ensure that the Basis of Allotment is finalised in a fair and proper manner in accordance with the procedure specified in SEBI ICDR Regulations.

METHOD OF ALLOTMENT AS MAY BE PRESCRIBED BY SEBI FROM TIME TO TIME

Our Company will not make any allotment in excess of the Equity Shares offered through the Offer document except in case of oversubscription for the purpose of rounding off to make allotment, in consultation with the Designated Stock Exchange. The allotment of Equity Shares to applicants other than to the Individual Investors who applies for minimum application size shall be on a proportionate basis within the respective investor categories and the number of securities allotted shall be rounded off to the nearest integer, subject to minimum allotment being equal to the minimum application size.

DISPOSAL OF APPLICATION AND APPLICATION MONIES AND INTEREST IN CASE OFDELAY

The company shall ensure the dispatch of allotment advice, instruction to SCSBs and give benefit to the beneficiary account with Depository Participants and submit the documents pertaining to the allotment to the stock exchange within one (1) working day of the date of allotment of equity shares.

The company shall use best efforts that all steps for completion of the necessary formalities for listing and commencement of trading at SME Platform of BSE, where the equity shares are proposed to be listed are taken with Three (3) working days of the closure of the issue.

MODE OF REFUNDS

a) In case of ASBA Applicants: Within 3 (Three) Working Days of the Issue Closing Date, the Registrar to the Issue may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Application, for any excess amount blocked on Application, for any ASBA application withdrawn, rejected or unsuccessful or in the event of withdrawal or failure of the Issue

b) In the case of Applications from Eligible NRIs and FPIs, refunds, if any, may generally be payable in Indian Rupees only and net of bank charges and/ or commission. If so desired, such payments in Indian Rupees may be converted into U.S. Dollars or any other freely convertible currency as may be permitted by the RBI at the rate of exchange prevailing at the time of remittance and may be dispatched by registered post. The Company may not be responsible for loss, if any, incurred by the applicant on account of conversion of foreign currency.

c) In case of Other Investors: Within Three Working Days of the Issue Closing Date, the Registrar to the Issue may dispatch the refund orders for all amounts payable to unsuccessful Investors. In case of Investors, the Registrar to the Issue may obtain from the depositories, the Applicants' bank account details, including the MICR code, on the basis of the DP ID, Client ID and PAN provided by the Investors in their Investor Application Forms for refunds. Accordingly, Investors are advised to immediately update their details as appearing on the records of their depositories. Failure to do so may result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and any such delay may be at the Investors' sole risk and neither the Issuer, the Registrar to the Issue, the Escrow Collection Banks, may be

liable to compensate the Investors for any losses caused to them due to any such delay, or liable to pay any interest for such delay.

MODE OF MAKING REFUNDS FOR APPLICANTS OTHER THAN ASBA APPLICANTS

The payment of refund, if any, may be done through various modes as mentioned below:

(i) NECS - Payment of refund may be done through NECS for Applicants having an account at any of the centers specified by the RBI. This mode of payment of refunds may be subject to availability of complete bank account details including the nine-digit MICR code of the applicant as obtained from the Depository

(ii) NEFT - Payment of refund may be undertaken through NEFT wherever the branch of the Applicants' bank is NEFT enabled and has been assigned the Indian Financial System Code ("IFSC"), which can be linked to the MICR of that particular branch. The IFSC Code may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC Code of that particular bank branch and the payment of refund may be made to the Applicants' through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this section;

(iii) Direct Credit – Applicants having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account;

(iv) RTGS – Applicants having a bank account at any of the centres notified by SEBI where clearing houses are managed by the RBI, may have the option to receive refunds, if any, through RTGS. The IFSC code shall be obtained from the demographic details. Investors should note that on the basis of PAN of the applicant, DP ID and beneficiary account number provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the demographic details including address, Investors' account details, IFSC code, MICR code and occupation (hereinafter referred to as "Demographic Details"). The bank account details for would be used giving refunds. Hence, Applicants are advised to immediately update their bank account details as appearing on the records of the Depository Participant. Please note that failure to do so could result in delays in dispatch/ credit of refunds to Applicants at their sole risk and neither the BRLM or the Registrar to the Issue or the Escrow Collection Bank nor the Company shall have any responsibility and undertake any liability for the same;

(v) Please note that refunds, on account of our Company not receiving the minimum subscription, shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank. For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centers etc. Investors may refer to Red Herring Prospectus.

INTEREST IN CASE OF DELAY IN ALLOTMENT OR REFUND

The Issuer shall make the Allotment within the period prescribed by SEBI. The Issuer shall pay interest at the rate of 15% per annum if Allotment is not made and refund instructions have not been given to the clearing system in the disclosed manner/instructions for unblocking of funds in the ASBA Account are not dispatched within such times as maybe specified by SEBI.

In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/ Issue Closing Date, the Bidder shall be compensated in accordance with applicable law. Further, Investors shall be entitled to compensation in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 in case of delays in resolving investor grievances in relation to blocking/unblocking of funds

UNDERTAKINGS BY OUR COMPANY

The Company undertakes the following:

1. that if our Company do not proceed with the Issue after the Issue Closing Date, the reason thereof shall begiven as a public notice in the newspapers to be issued by our Company within two days of the Issue Closing Date. The public notice shall be issued in the same newspapers in which the Pre- Issue advertisement was published. The stock exchange on which the Equity Shares are proposed to be listed shall also be informed promptly;
2. that if our Company withdraw the Issue after the Issue Closing Date, our Company shall be required to file a fresh offer document with the RoC / SEBI, in the event our Company subsequently decides to proceed with the Issue;
3. That the complaints received in respect of this Issue shall be attended to by us expeditiously and satisfactorily;
4. That all steps shall be taken to ensure that listing and commencement of trading of the Equity Shares at the Stock Exchange where the Equity Shares are proposed to be listed are taken within Three Working Days of Issue Closing Date or such time as prescribed;
5. That the funds required for making refunds as per the modes disclosed or dispatch of allotment advice by registered post or speed post shall be made available to the Registrar and Share Transfer Agent to the Issue by our Company;
6. Where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within Three Working Days from the Issue Closing Date, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund.
7. That no further Issue of Equity Shares shall be made till the Equity Shares issued through this Draft Red Herring Prospectus are listed or until the Application monies are refunded on account of non-listing, under-subscription etc.
8. That adequate arrangement shall be made to collect all Applications Supported by Blocked Amount while finalizing the Basis of Allotment.
9. That if Allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be unblocked within the time prescribed under applicable law. If there is delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, 2013, the ICDR Regulations and applicable law for the delayed period;
10. That the letter of allotment/ unblocking of funds to the non-resident Indians shall be dispatched within specified time; and

UTILIZATION OF ISSUE PROCEEDS

Our Board certifies that:

1. All monies received out of the Issue shall be credited/ transferred to a separate bank account other than the bank account referred to in Section 40 of the Companies Act, 2013;
2. Details of all monies utilized out of the issue referred to in point 1 above shall be disclosed and continued to be disclosed till the time any part of the issue proceeds remains unutilized under an appropriate separate head in the balance-sheet of the issuer indicating the purpose for which such monies had been utilized;
3. Details of all unutilized monies out of the Issue referred to in 1, if any shall be disclosed under the appropriate head in the balance sheet indicating the form in which such unutilized monies have been invested and
4. Our Company shall comply with the requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in relation to the disclosure and monitoring of the utilization of the proceeds of the Issue.
5. Our Company shall not have recourse to the Issue Proceeds until the approval for listing and trading of the Equity Shares from the Stock Exchange where listing is sought has been received.
6. Our Company undertakes that the complaints or comments received in respect of the Issue shall be attended by our Company expeditiously and satisfactorily.

WITHDRAWAL OF THE ISSUE

Our Company, in consultation with the BRLM, reserves the right not to proceed with the Issue, in whole or any part thereof at any time after the Issue Opening Date but before the Allotment, with assigning reason thereof. The notice of withdrawal will be issued in the same newspapers where the pre-Issue advertisements have appeared within Two days of Issue Closing Date or such other time as may be prescribedby SEBI, providing reasons for such decision and. The LM, through the Registrar to

the Issue, will instruct the SCSBs to unblock the ASBA Accounts within one Working Day from the day of receipt of such instruction. Our Company shall also inform the same to the Stock Exchange on which Equity Shares are proposed to be listed. Notwithstanding the foregoing, the Issue is also subject to obtaining the following:

1. The final listing and trading approvals of the Stock Exchange, which our Company shall apply for after Allotment, and
2. The final RoC approval of the Prospectus after it is filed with the concerned RoC.

If our Company withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceedwith an initial public offering of Equity Shares, our Company shall file a fresh Draft Red Herring prospectus with stock exchange.

COMMUNICATIONS

All future communications in connection with the Applications made in this Issue should be addressed to the Registrar to the Issue quoting the full name of the sole or First Applicant, Application Form number, Applicants Depository Account Details, number of Equity Shares applied for, date of Application form, name and address of the Designated intermediary to the Issue where the Application and a copy of the acknowledgement slip. Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre Issue or post Issue related problems such as non-receipt of letters of allotment, credit of allotted shares in the respective beneficiary accounts etc.

ISSUE PROCEDURE FOR ASBA (APPLICATION SUPPORTED BY BLOCKEDACCOUNT) APPLICANTS

In accordance with the SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Applicants have to compulsorily apply through the ASBA Process. Our Company and the BRLM are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. ASBA Applicants are advised to make their independent investigations and to ensure that the ASBA Application Form is correctly filled up, as described in this section.

This section is for the information of investors proposing to subscribe to the Issue through the ASBA process.Our Company and the BRLM are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. ASBA Applicants are advised to make their independent investigations and to ensure that the ASBA Application Form is correctly filled up, as described in this section.

The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1480483399603.html. For details on designated branches of SCSB collecting the Application Form, please refer the above-mentioned SEBI link.

ASBA PROCESS

A Resident Individual Investors who applies for minimum application size shall submit his Application through an Application Form, either in physical or electronic mode, to the SCSB with whom the bank account of the ASBA Applicant or bank account utilized by the ASBA Applicant (ASBA Account) is maintained. The SCSB shall block an amount equal to the Application Amount in the bank account specified in the ASBA Application Form, physical or electronic, on the basis of an authorization to this effect given by the account holder at the time of submitting the Application. The Application Amount shall remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount against the allocated shares to the ASBA Public Issue Account, or until withdrawal/failure of the Issue or until withdrawal/rejection of the ASBA Application, as the case may be.

The ASBA data shall thereafter be uploaded by the SCSB in the electronic IPO system of the Stock Exchange. Once the Basis of Allotment is finalized, the Registrar to the Issue shall send an appropriate request to the Controlling Branch of the SCSB for unblocking the relevant bank accounts and for transferring the amount allocable to the successful ASBA Applicants to the ASBA Public Issue Account. In case of withdrawal/failure of the Issue, the blocked amount shall be unblocked on receipt of such information from the LM.

ASBA Applicants are required to submit their Applications, either in physical or electronic mode. In case of application in physical mode, the ASBA Applicant shall submit the ASBA Application Form at the Designated Branch of the SCSB. In case of application in electronic form, the ASBA Applicant shall submit the Application Form either through the internet banking facility available with the SCSB, or such other electronically enabled mechanism for applying and blocking funds in the ASBA account held with SCSB, and accordingly registering such Applications.

Who can apply?

Please note that, in accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors (Except Anchor investors) applying in a public issue shall use only Application Supported by Blocked Amount (ASBA) facility for making payment. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019, Individual Investors who applies for minimum application size may use either Application Supported by Blocked Amount (ASBA) process or UPI payment mechanism by providing UPI ID in the Application Form which is linked from Bank Account of the investor.

Mode of Payment

Upon submission of an Application Form with the SCSB, whether in physical or electronic mode, each ASBA Applicant shall be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount, in the bank account maintained with the SCSB. Application Amount paid in cash, by money order or by postal order or by stock invest, or ASBA Application Form accompanied by cash, money order, postal order or any mode of payment other than blocked amounts in the SCSB bank accounts, shall not be accepted. After verifying that sufficient funds are available in the ASBA Account, the SCSB shall block an amount equivalent to the Application Amount mentioned in the ASBA Application Form till the Designated Date. On the Designated Date, the SCSBs shall transfer the amounts allocable to the ASBA Applicants from the respective ASBA Account, in terms of the SEBI Regulations, into the Public Issue Account. The balance amount, if any against the said Application in the ASBA Accounts shall then be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar to the Issue. The entire Application Amount, as per the Application Form submitted bythe respective ASBA Applicants, would be required to be blocked in the respective ASBA Accounts until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount against allocated shares to the Public Issue Account, or until withdrawal/failure of the Issue or until rejection of the ASBA Application, as the case may be.

Unblocking of ASBA Account

On the basis of instructions from the Registrar to the Issue, the SCSBs shall transfer the requisite amount against each successful ASBA Applicant to the Public Issue Account as per the provisions of section 40(3) of the Companies Act, 2013 and shall unblock excess amount, if any in the ASBA Account. However, the Application Amount may be unblocked in the ASBA Account prior to receipt of intimation from the Registrar to the Issue by the Controlling Branch of the SCSB regarding finalization of the Basis of Allotment in the Issue, in the event of withdrawal/failure of the Issue or rejection of the ASBA Application, as the case may be.

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RESTRICTION ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and FEMA. While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. Foreign investment is allowed up to 100% under automatic route in our Company.

The Government has from time to time made policy pronouncements on FDI through press notes and press releases. The Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India (DIPP), issued consolidates FDI Policy, which with effect from August 28, 2017 consolidates and supersedes all previous press notes, press releases and clarifications on FDI issued by the DIPP that were in force and effect as on August 27, 2017. The Government proposes to update the consolidated circular on FDI Policy once every year and therefore, the Consolidation FDI Policy will be valid until the DIPP issues an updated circular.

The transfer of shares by an Indian resident to a Non-Resident does not require the prior approval of the FIPB or the RBI, provided that (i) the activities of the investee company are under the automatic route under the Consolidated FDI Policy and transfer does not attract the provisions of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (ii) the non-resident shareholding is within the sectoral limits underthe Consolidated FDI Policy; and (iii) the pricing is in accordance with the guidelines prescribed by SEBI/RBI.

As per the existing policy of the Government of India, OCBs cannot participate in this Issue. The Equity Shares offered in the Issue have not been and will not be registered under the Securities Act and 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 the Securities Act and applicable U.S. state securities laws.

Accordingly, the Equity Shares are being offered and sold (i) within the United States to persons reasonably believed to be "qualified institutional investors" (as defined in Rule 144A under the Securities Act) pursuant to Rule 144A under the Securities Act or other applicable exemption under theSecurities Act and (ii) outside the United States in offshore transactions in reliance on Regulations under the Securities Act and the applicable laws of the jurisdictions where such offers and sales occur.

The above information is given for the benefit of the Applicants. Our Company and the BRLM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the Applications are not in violation of laws or regulations applicable to them.

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ISSUE STRUCTURE

This Issue has been made in terms of Regulation 229(2) of Chapter IX of SEBI ICDR Regulations whereby, our post-issue face value capital is more than ten crore rupees and upto twenty-five crore rupees. The Company shall issue specified securities to the public and propose to list the same on the Small and Medium Enterprise Exchange ("SME Exchange", in this case being the SME Platform of BSE Limited). For further details regarding the salient features and terms of This Issue, please refer to the chapter titled "Terms of the Issue" and "Issue Procedure" beginning on page 272 and 282 of this Draft Red Herring Prospectus.

Present Issue Structure

Initial Public Offering up to 2,85,00,000 equity shares of Rs. 2/- each ("equity shares") of Brooks Restaurant and Banquets Limited BRBL "Company") for cash at a price of Rs. [●]/- per equity share (the "issue price"), aggregating to Rs. [●] lakhs ("the Issue"), comprising a fresh issue of up to 2,85,00,000 equity shares aggregating to Rs. [●] lakhs by our company ("fresh issue"). Out of the Issue, **[●]** equity shares aggregating to Rs. [●] lakhs will be reserved for subscription by market maker ("market maker reservation portion"). The Issue less the market maker reservation portion i.e. **[●]** equity shares of face value of Rs. 2/- each at an issue price of Rs. [●]/- per equity share aggregating to Rs. [●] lakhs is hereinafter referred to as the "Net Issue".

Particulars of the Issue	**Market Maker Reservation Portion**	**QIBs**	**Non – Institutional Investors**	**Individual Investors who applies for minimum application size**
Number of Equity Shares available for allocation	**[●]** Equity shares	[●] Equity shares	[●] Equity shares	[●] Equity shares
Percentage of Issue Size available for allocation	**[●]** of the Issue Size	Not more than 50.00% of the Net Issue size shall be available for allocation to QIBs. However, 5.00% of net QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation proportionately to Mutual Fund. Up to 60.00% of the QIB Portion may be available for allocation to Anchor Investors and 33.33% of the Anchor Investors Portion shall be available for allocation to domestic mutual funds and 6.67% for Life Insurance Companies (aggregating to 40%)	Not less than 15.00% of the Issue shall be available for allocation.	Not less than 35.00% shall be available for allocation.
Basis of Allotment	Firm Allotment	Proportionate as follows (excluding the Anchor Investor Portion: (a) up to [●] Equity Shares, shall be available for allocation on a proportionate basis to Mutual Funds only; and; (b) [●] Equity shares shall be allotted on a proportionate basis to all QIBs including	The allocation shall be as follows: (a) one third of the portion available to non-institutional investors shall be reserved for applicants with application size of	Allotment to each Individual investor who applies for minimum application size shall not be less than 2 lots, subject to availability of Equity Shares in their Portion and the

Particulars of the Issue	Market Maker Reservation Portion	QIBs	Non – Institutional Investors	Individual Investors who applies for minimum application size
		Mutual Funds receiving allocation as per (a) above [●] Equity Shares may be allocated on a discretionary basis to Anchor Investors For further details please refer to the section titled "Issue Procedure" beginning on page 282.	more than two lots and up to such lots equivalent to not more than ₹10 lakhs; (b) two thirds of the portion available to non-institutional investors shall be reserved for applicants with application size of more than ₹10 lakhs.	remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details see, "Issue Procedure" on page 282.
Mode of Application	All the applicants shall make the application (Online or Physical) through the ASBA Process only (including UPI mechanism for Individual Investors who applies for minimum application size using Syndicate ASBA).			
Minimum Bid Size	[●] Equity Shares in multiple of [●] Equity shares	Such number of Equity Shares and in multiples of [●] Equity Shares.	Such number of Equity Shares and in multiples of [●] Equity Shares.	[●] Equity Shares in multiple of [●] Equity shares Constituting minimum 2 lots so that the Bid amount exceeds Rs. 2,00,000.
Maximum Application Size	[●] Equity Shares	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Net Issue, subject to applicable limits.	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Net Issue, subject to applicable to the Bidder.	Such number of Equity Shares in multiples of [●] Equity Shares Constituting minimum 2 lots so that the Bid amount exceeds Rs. 2,00,000.
Mode of Allotment	Dematerialized Form			
Trading Lot	[●] Equity Shares, however, the Market Maker may accept odd lots if any in the market as required under the SEBI ICDR Regulations	[●] Equity Shares and in multiples thereof	[●] Equity Shares and in multiples thereof	[●] Equity Shares and in multiples thereof
Terms of Payment	Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder or by the Sponsor Bank through the UPI Mechanism that is specified in the ASBA Form at the time of submission of the ASBA Form.			

Note:

1. *In case of joint application, the Application Form should contain only the name of the First Applicant whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such First Applicant would be required in the Application Form and such First Applicant would be deemed to have signed on behalf of the joint holders.*
2. *Applicants will be required to confirm and will be deemed to have represented to our Company, the BRLM, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares in This Issue.*
3. *SCSBs applying in the Issue must apply through an ASBA Account maintained with any other SCSB.*

Lot Size

SEBI vide circular CIR/MRD/DSA/06/2012 dated February 21, 2012 (the Circular) standardized the lot size for Initial Public Offer proposing to list on SME exchange/platform and for the secondary market trading on such exchange/platform, as under:

Issue Price (in Rs. **)**	**Lot Size (No. of shares)**
Upto 14	10000
More than 14 upto 18	8000
More than 18 upto 25	6000
More than 25 upto 35	4000
More than 35 upto 50	3000
More than 50 upto 70	2000
More than 70 upto 90	1600
More than 90 upto 120	1200
More than 120 upto 150	1000
More than 150 upto 180	800
More than 180 upto 250	600
More than 250 upto 350	400
More than 350 upto 500	300
More than 500 upto 600	240
More than 600 upto 750	200
More than 750 upto 1000	160
Above 1000	100

Further to the Circular, at the initial public offer stage the Registrar to Issue in consultation with BRLM, our Company and BSE shall ensure to finalize the basis of allotment in minimum lots and in multiples of minimum lot size, as per the above given table. The secondary market trading lot size shall be the same, as shall be the initial public offer lot size at the application/allotment stage, facilitating secondary market trading.

*50% of the shares offered are reserved for applications below Rs.2.00 lakh and the balance for higher amount applications.

WITHDRAWAL OF THE ISSUE

In accordance with SEBI (ICDR) Regulations, the Company, in consultation with the Book Running Lead Manager, reserves the right to not to proceed with the Issue at any time before the Bid/Issue Opening Date, without assigning any reason thereof.

In case, the Company wishes to withdraw the Issue after Bid/ Issue Opening but before allotment, the Company will give public notice giving reasons for withdrawal of Issue. The public notice will appear in two widely circulated national newspapers (one each in English and Hindi) and one in regional newspaper, where the Registered office of the Company is situated.

The Book Running Lead Manager, through the Registrar to the Issue, will instruct the SCSBs, to unblock the ASBA Accounts within one Working Day from the day of receipt of such instruction. The notice of withdrawal will be issued in the same

newspapers where the pre-Issue advertisements have appeared and the Stock Exchange will also be informed promptly. If our Company withdraws the Issue after the Bid/ Issue Closing Date and subsequently decides to undertake a public offering of Equity Shares, our Company will file a fresh Draft Red Herring Prospectus with the stock exchange where the Equity Shares may be proposed to be listed. Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approval of the Stock Exchange, which our Company will apply for only after Allotment; and (ii) the registration of Draft Red Herring Prospectus/ Red Herring Prospectus with RoC.

JURISDICTION

Exclusive jurisdiction for the purpose of this Issue is with the competent courts/authorities in Ahmedabad.

BID/ISSUE PROGRAMME

Events	**Indicatives date**
Bid/Issue opening date	[●]
Bid/Issue closing date	[●]
Finalization of Basis of Allotment with the Designated Stock Exchange	On or before [●]
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account	On or before [●]
Credit of Equity Shares to Demat accounts of Allottees	On or before [●]
Commencement of trading of the Equity Shares on the Stock Exchange	On or before [●]

Applications and any revisions to the same will be accepted only between 10.00 a.m. to 5.00 p.m. (Indian Standard Time) during the Issue Period at the Application Centres mentioned in the Application Form, or in the case of ASBA Applicants, at the Designated Bank Branches except that on the Issue closing date when applications will be accepted only between 10.00 a.m. to 2.00 p.m.

In case of discrepancy in the data entered in the electronic book vis a vis the data contained in the physical bidform, for a particular bidder, the detail as per physical application form of that bidder may be taken as the final data for the purpose of allotment.

Standardization of cut-off time for uploading of applications on the issue closing date:

(a) A standard cut-off time of 3.00 PM for acceptance of applications.
(b) A standard cut-off time of 4.00 PM for uploading of applications received from other than Individual applicants applying for more than 2 lots i.e. QIBs, HNIs and employees (if any).

A standard cut-off time of 5.00 PM for uploading of applications received from only Individual investors who applies for minimum application size, which may be extended up to such time as deemed fit by Stock Exchange after taking into account the total number of applications received upto the closure of timings and reported by BRLM to the Exchange within half an hour of such closure.

Applications will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holiday).

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SECTION VIII - MAIN PROVISION OF ARTICLE OF ASSOCIATION

The Companies Act, 2013

(Company Limited by Shares)

ARTICLES OF ASSOCIATION

OF

BROOKS RESTAURANT AND BANQUETS LIMITED

I. The regulations contained in the table 'F' in Schedule | to the Companies Act, 2013 (hereinafter called the Act) shall not apply to the Company, except in so far as the same are written, contained or expressly made applicable in these Articles or by the said Act.

Interpretation

II. (*1*) In these regulations—

(*a*) "the Act" means the Companies Act, 2013,

(*2*) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.

Share capital and variation of rights

III. 1. Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

2. (*i*) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be

Provided,—

(*a*) One certificate for all his shares without payment of any charges; or
(*b*) Several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.
(*ii*) Every certificate shall specify the shares to which it relates and the amount paid-up thereon.
(*iii*) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

3. (*i*) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(*ii*) The provisions of Articles (*2*) and (*3*) shall *mutatis mutandis* apply to debentures of the company.

4. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5 (*i*) The company may exercise the powers of paying commissions conferred by sub-section (*6*) of section 40, provided that the rate per cent. or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rule made thereunder.

(*ii*) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

(*iii*) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

6. (*i*) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(*ii*) To every such separate meeting, the provisions of these regulations relating general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further share ranking *pari passu* therewith

8. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

Lien

9. (*i*) The company shall have a first and paramount lien—

(*a*) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and

(*b*) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

Provided that the Board of directors may at any time declare any share to wholly or in part exempt from the provisions of this clause.

(*ii*) The company's lien, if any, on a share shall extend to all dividend bonuses declared from time to time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made—

(*a*) unless a sum in respect of which the lien exists is presently payable; or

(*b*) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11. (*i*) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.

(*ii*) The purchaser shall be registered as the holder of the shares comprised in any such transfer.

(*iii*) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

12. (*i*) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(*ii*) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares

13. (*i*) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call

.

(*ii*) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.

(*iii*) A call may be revoked or postponed at the discretion of the Board

.

14. A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16. (*i*) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent. per annum or at such lower rate, if any, as the Board may determine.

(*ii*) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (*i*) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(*ii*) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board—

(*a*) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and

(*b*) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent. per annum, as may be agreed upon between the Board and the member paying the sum in advance.

TRANSFER AND TRANSMISSION OF SHARES AND DEBENTURES

Register of Transfers/Transmission

19. The Company shall keep a book to be called "the Register of Transfer/Transmission" and therein shall be fairly and distinctly entered the particular of every transfer or transmission of any shares.

Form of the transfer

20. The instrument of transfer shall be in writing and the provisions of section 56 of the Act and any statutory modification thereof for the time being shall be duly complied with in respect of all transfers of shares and the registration thereof.

To be signed by transferor and transferee

21. Every such instrument of transfer shall be signed by both the transferor and transferee and the transferor shall be deemed to remain the holder of such share until the name of the transferee is entered in the register of members in respect thereof.

Directors may refuse to register transfer/transmission

22.

i. Subject to the provisions of the Act, the Directors may at their own absolute and un- controllable discretion and by reason, subject to the right of appeal conferred by the Act decline to register or acknowledge any transfer of shares not being a fully paid share and the right of refusal shall not be affected by the circumstances that the proposed transferee is already a member of the Company. Provided that registration of a transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Company on any account whatsoever except a lien on the shares.

ii. Nothing in section 56 of the Act shall prejudice this power to refuse or register the transfer of, or the transmission by operation of law of the right to, any shares or interest of a member in, or debentures of, the Company.

iii. If the Company refuses, whether in pursuance of any power under these articles or otherwise, to register any such transfer or transmission of right, it shall, within 30 days from the date on which the instrument of transfer or the intimation of such transmission, as the case may be, was delivered to the Company, send notice of refusal to the transferee and the transferor or to the person giving intimation of such transmission as the case may be.

Transfer of shares or Transmission

23. i) An application of registration of the transfer of shares may be made either by the transferor or the transferee provided that where such application is made by the transferor, no registration shall be undertaken in the case of partly paid shares, the transfer shall not be registered, unless the Company gives notice of the application to the transferee and subject to the provisions of clause (iv) the Company shall unless objection is made by the Transferee, within two weeks from the date of receipt of the notice, enter in the Register of Members the name of the transferee in the same manner and subject to the same conditions as in the application for registration was
made by the transferee.

ii) For the purpose of clause (i) notice to the transferee shall be deemed to have been duly given if sent by prepaid registered post to the transferee at the address given in the instrument of transfer and shall be deemed to have been delivered at the time at which it would have been delivered to him in the ordinary course of post.

iii) A Company shall not register a transfer of securities of the Company, or the interest of a member in the Company in the case of a Company having no share capital, other than the transfer between persons both of whose names are entered as holders of beneficial interest in the records of a depository, unless a proper instrument of transfer, in such form as may be prescribed, duly stamped, dated and executed by or on behalf of the transferor and the transferee and specifying the name, address and occupation, if any, of the transferee has been delivered to the Company by the transferor or the transferee within a period of sixty days from the date of execution, along with the certificate relating to the securities, or if no such certificate is in existence, along with the letter of allotment of securities:

Provided that where the instrument of transfer has been lost, the Company may register the transfer on such terms as to indemnity as the Board may think fit.

iv) If the Company refused to register the transfer of any shares, the Company within 30 days from the date on which the instrument of transfer lodged with the Company send to the transferee and the transferor notice of the refusal as provided in Article 22.

v) Nothing in clause (iii) above shall prejudice any power of the Company to register, on receipt of an intimation of transmission of any right to securities by operation of law from any person to whom such right has been transmitted. Nothing in this article shall prejudice any power of the Company to refuse to register the transfer of any share.

$ vi) Notwithstanding anything contained in these Articles, any equity shares or other specified securities of the Company which are subject to lock-in requirements under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, and in respect of which creation of lock-in is not feasible due to pledge or encumbrance, shall, for the duration of such lock-in period, be marked as 'non-transferable' by the Depositories in accordance with applicable laws, circulars and guidelines issued by SEBI and/or the Depositories.

During the period such securities are marked as non-transferable, no transfer or disposal thereof shall be permitted or recognised, except as permitted under applicable law. The Company shall be authorised to issue necessary instructions and intimations to the Depositories and concerned pledgees or lenders for giving effect to this provision.

Custody of instrument of transfer

24. The instrument of transfer shall after registration be retained by the Company and shall remain in its custody. All instruments of transfer which the Directors may decline to register, shall be returned to the persons depositing the same. The Directors may cause to be destroyed all the transfer deeds lying with the Company after such period as they may determine.

Closure of Register of Transfer and of Members

25. The Directors shall be empowered, on giving not less than seven days' notice or such less period as may be specified by SEBI, by advertisement in a newspaper circulating in the district in which the Registered Office of the Company is situated, to close the Transfer Books, the Register of Members, the Register of Debenture holders at such time or times, and for such period or periods, not exceeding thirty days at a time and not exceeding in the aggregate forty-five days in each Year, as it may seem expedient.

Title of shares to deceased holder

26. Subject to the provisions of the Securities and Exchange Board of India Act and Rules & Regulations notified thereunder, the executors or administration of a deceased member (whether Christian, Hindu, Mohamedan, Parsi or otherwise not being one or two or more joint holders) or the holder of a succession certificate shall be the only persons whom the Company will be bound to recognize as having any title to the shares registered in the name of such member and the Company shall not be bound to recognize such executors or administrators or holders of a succession certificate unless they shall have first obtained probate or letters of administration or a succession certificate as the case may be, from a duly constituted competent court in India, provided that in any case where the Directors in their absolute discretion think fit, the Directors may dispense with the production of probate or letters of administration or a succession certificate and under the said Article register the name of any person who claims to be absolutely entitled to the shares standing in the name of a deceased member, as a member.

Registration of persons entitled to shares otherwise than by transfer-"Transmission clause"

27. Any persons becoming entitled to any share in consequence of the death, lunacy, bankruptcy or insolvency of any member or by any lawful means other than by a transfer in accordance with these presents, may with the consent of the Directors upon producing such evidence that the sustains that character in respect of which he proposes to act
under this article or of his title as the Directors shall require, either be registered himself as a member in respect of such shares or elect to have some person nominated by him and approved by Directors registered as a member in respect of such shares provided nevertheless that if such person shall elect to have his nominee registered, he shall testy his election by executing in favor of his nominee an instrument of transfer in accordance with the provision herein contained and until he does so he shall not be freed from any liability in respect of such shares. A transfer of the shares or other interest in the Company of a deceased member made by his legal representative shall although the legal representative is not himself a member, be as valid as if he had been member at that time of the execution of the instrument of transfer. This Article shall not prejudice the provision of Articles 22 and 29.

Forfeiture of Unclaimed Dividends

28. The Company will not forfeit unclaimed dividends before the claim becomes barred by law and that such forfeiture, when effected, will be annulled in appropriate cases.

Refusal to register nominee

The Board shall have the same right to refuse to register a person entitled by transmission to any shares or his nominee as if he were the transferee named in an ordinary transfer presented for registration.

Nomination Facility

29. a) Every holder of Shares in, or holder of Debentures of the Company may, at any time, nominate, in the prescribed manner, a person (hereinafter in this Article means "an Individual") to whom his Shares in, or Debentures of, the Company shall vest in the event of his death.

b) Where the Shares in or Debentures of, the Company are held by more than one person jointly, the joint-holders may together nominate, in the prescribed manner, a person to whom all the rights in the Shares or Debentures of the Company shall vest in the event of death of all the joint-holders.

c.) Notwithstanding anything contained in any other law for the time being in force or in any disposition, whether testamentary or otherwise, in respect of such Shares in, or Debentures of the Company, where a nomination made in the prescribed manner purports to confer on any person the right to vest the Shares in, or Debentures of, the Company, the nominee shall, on the death of Shareholder or holder of Debentures of the Company or, as the case may be, on the death of the joint-holders become entitled to all the rights in the Shares or Debentures of the Company or as the case may be, all the joint-holders, in relation to such Shares in, or Debentures of the Company to the exclusion of all the other Persons, unless the nomination is varied or cancelled in the prescribed manner.

d.) Where the nominee is a minor, it shall be lawful for the holder of the Shares or Debentures, to make the nomination and to appoint, in the prescribed manner, any person to become entitled to Shares in or Debentures of the Company, in the event of his death, during the minority.

e.) Any person who become a nominee by virtue of the provisions of Section 72 of the Act, upon the production of such evidence as may be required by the Board and subject as hereinafter provided elect either;

i. To be registered himself as holder of the Share or Debenture, as the case may be, or

ii. To make such Transfer of the Share or Debenture, as the deceased Shareholder or Debenture holder, as the case maybe, could have made.

f.) If the person being a nominee, so becoming entitled, elects to be registered as holder of the Share or Debenture, himself as the case may be, he shall deliver or send to the Company notice in writing signed by him stating that he so elects and such notice shall be accompanied with the death certificate of the deceased shareholder or debenture holder, as the case may be.

g.) All the limitations, restrictions and provisions of the Act relating to the right to Transfer and registration of Transfers of Shares or Debentures shall be applicable to any such notice or Transfer as aforesaid as if the death of the Member had not occurred and the notice or Transfer were signed by that shareholder or debenture holder, as the case may be.

h.) A person, being a nominee, becoming entitled to a Share or Debenture by reason of the death of the holder shall be entitled to the same Dividends and other advantages to which he would be entitled if he were the registered holder of the Shares or Debenture, except that he shall not, before registering a Member in respect of his Share or Debenture, be entitled in respect of it to exercise any right conferred by membership in relation to the meetings of the Company.

i.) Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to Transfer the Share or Debenture, and if the notice is not complied with within ninety days, the Board may thereafter, withhold payment of all Dividends, bonuses or other monies payable in respect of the Share or Debentures, until the requirements of the notice have been complied with.

Board may require evidence of transmission

30. Every transmission of a share shall be verified in such manner as the Directors may require and the Company may refuse to register any such transmission until the same be so verified or until or unless in indemnity by giving to the Company with regard to such registration which the Director at their discretion shall consider sufficient, provided nevertheless that there shall not be any obligation on the Company or the Directors to accept any indemnity.

The Company not liable for disregard of a notice prohibiting registration of transfer

31. The Company shall incur no liability whatsoever in consequence of its registering or giving effect to any transfer thereof (as shown or appearing in the register of members) to the prejudice of persons having or claiming any equitable right, title or interest to or in the same shares not withstanding that the Company may have had notice of such equitable right, title or interest or notice prohibiting registration of such transfer and may entered such notice or refereed there to in any book of the Company and the Company shall not be bound or required to regard or attend or give effect to any notice which may be given to it of any equitable right, title or interest or be under any liability whatsoever for refusing or neglecting so to do though it may have been entered or referred to in some book of the Company but the come shall nevertheless be at liberty to regard and to any such notice and give effect hereto, if the Directors shall so think fit.

Transfer of Debentures

32. The provision of these articles shall mutatis mutandis apply to the transfer or transmission by operation of the law, of debentures of the Company.

Dematerialisation of Shares

33. The Company shall be entitled to admit securities issued by the Company to any Depository and to offer securities in a dematerialised form in pursuance to the Depositories Act, 1996.
Every person subscribing to securities offered by the Company, and every Member, Debenture Holder or Debenture Stock Holder shall have the option to either hold the securities in the form of security certificates or to hold the securities with a Depository. Where any Member or Debenture Holder or Debenture Stock Holder surrenders his certificate of securities held in the Company in accordance with Section 6 of the Depositories Act, 1996, and the Securities & Exchange Board of India (Depositories and Participants) Regulations, 1996, the Company shall cancel the certificate and substitute in its records the name of the relevant Depository and inform the Depository accordingly.
The Company shall maintain a record of certificates of securities that have been so dematerialised. Such persons who hold their securities with a Depository can at any time opt out of the Depository, if permitted by the law, and the Company shall in such manner and within such time as prescribed by law, issue to such persons the requisite certificates of securities.
If a person opts to hold his Security with a Depository, the Company shall intimate such Depository the details of allotment of the Security, and on receipt of the information, the Depository shall enter in its record the name of the allottee as the Beneficial Owner of the Security.

Forfeiture of shares

34. If a member fails to pay any call, or installment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.

35. The notice aforesaid shall—

(*a*) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and

(*b*) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

36. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect

.

(*i*) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.

(*ii*) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

37. (*i*) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.

(*ii*) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

38. (*i*) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(*ii*) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(*iii*) The transferee shall thereupon be registered as the holder of the share; and

(*iv*) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

39. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

40. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

41. Subject to the provisions of section 61, the company may, by ordinary resolution,—

(*a*) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

(*b*) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(*c*) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(*d*) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.

42. Where shares are converted into stock,—

(*a*) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:

Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(*b*) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(*c*) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.

43. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law,—

(*a*) its share capital;

(*b*) any capital redemption reserve account; or

(*c*) any share premium account.

Capitalisation of profits

44. (*i*) The company in general meeting may, upon the recommendation of the Board, resolve—

(*a*) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and

(*b*) that such sum be accordingly set free for distribution in the manner specified in clause (*ii*) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(*ii*) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (*iii*), either in or towards—

(*A*) paying up any amounts for the time being unpaid on any shares held by such members respectively;

(*B*) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;

(*C*) partly in the way specified in sub-clause (*A*) and partly in that specified in sub-clause (*B*);

(*D*) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;

(*E*) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

45. (*i*) Whenever such a resolution as aforesaid shall have been passed, the Board shall—

(*a*) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and

(*b*) generally do all acts and things required to give effect thereto.

(*ii*) The Board shall have power—

(*a*) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and

(*b*) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;

(*iii*) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

46. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meetings

47. All general meetings other than annual general meeting shall be called extraordinary general meeting.

48. (*i*) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(*ii*) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at general meetings

49. (*i*) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(*ii*) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

50. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

51. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

52. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

53. In case of a One Person Company—

(*i*) the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the minutes book maintained under section 118;

(*ii*) such minutes book shall be signed and dated by the member;

(*iii*) the resolution shall become effective from the date of signing such minutes by the sole member.

Adjournment of meeting

54. (*i*) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.

(*ii*) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(*iii*) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(*iv*) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

55. Subject to any rights or restrictions for the time being attached to any class or classes of shares,—

(*a*) on a show of hands, every member present in person shall have one vote; and

(*b*) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.

56. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

57. (*i*) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(*ii*) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

58. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

59. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

60. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

61. (*i*) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(*ii*) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

Proxy

62. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

63. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

64. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Board of Directors

65. The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.

66. (*i*) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(*ii*) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them—

(*a*) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or

(*b*) in connection with the business of the company.

67. The Board may pay all expenses incurred in getting up and registering the company.

68. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that (section) make and vary such regulations as it may thinks fit respecting the keeping of any such register.

69. All cheques, promissory notes, drafts, *hundis*, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.

70. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

71. (*i*) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

(*ii*) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Proceedings of the Board

72. (*i*) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(*ii*) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

73. (*i*) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.

(*ii*) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

74. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

75. (*i*) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

(*ii*) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

76. (*i*) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

(*ii*) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

77. (*i*) A committee may elect a Chairperson of its meetings.

(*ii*) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

78. (*i*) A committee may meet and adjourn as it thinks fit.

(*ii*) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

79. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

80. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

81. In case of a One Person Company—

(*i*) where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118;

(*ii*) such minutes book shall be signed and dated by the director;

(*iii*) the resolution shall become effective from the date of signing such minutes by the director.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

82. Subject to the provisions of the Act,—

(*i*) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(*ii*) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

83. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

Dividends and Reserve

84. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

85. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

86. (*i*) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.

(*ii*) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

87. (*i*) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.

(*ii*) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.

(*iii*) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

88. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

89. (*i*) Any dividend, interest or other monies payable in cash in respect of shares maybe paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

(*ii*) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

90. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

91. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

92. No dividend shall bear interest against the company.

Accounts

93. (*i*) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.

(*ii*) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.

Winding up

94. Subject to the provisions of Chapter XX of the Act and rules made thereunder—

(*i*) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(*ii*) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

(*iii*) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity

95. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

This space has been left blank intentionally.

SECTION IX- OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts (not being contracts entered into in the ordinary course of business carried on by our Company or contracts entered into more than two (2) years before the date of filing of this Draft Red Herring Prospectus) which are or may be deemed material have been entered or are to be entered into by our Company. These contracts, copies of which will be attached to the copy of the Draft Red Herring Prospectus to be delivered to the RoC for filing and the documents for inspection referred to hereunder, may be inspected at the Registered office: Survey No. 240, TP No. 72, Opp. Pavitra Enclave, Tragad, Ahmedabad City, Gujarat 382470, India from the date of filing this Draft Red Herring Prospectus with RoC to Issue Closing Date on working days from 10.00 a.m. to 5.00 p.m.

MATERIAL CONTRACTS

1. Issue Agreement/ Memorandum of Understanding dated August 24, 2026, between our company and the Book Running Lead Manager.
2. Agreement dated August 24, 2026, between our company and the Registrar to the Issue.
3. Banker to the Issue Agreement dated [●] among our Company, the Book Running Lead Manager, The Banker to the Issue/PublicIssue Bank/Sponsor Bank, and the Registrar to the Issue.
4. Underwriting Agreement dated [●] between our company and the Underwriters.
5. Market making Agreement dated [●] between our company, the Book Running Lead Manager and the Market Maker.
6. Agreement among NSDL, our company and the registrar to the issue dated April 24, 2026.
7. Agreement among CDSL, our company and the registrar to the issue dated April 24, 2026.

MATERIAL DOCUMENTS FOR THE ISSUE

1. Certified true copy of Certificate of Incorporation, the Memorandum of Association and Articles ofAssociation of our Company, as amended.
2. Resolutions of the Board of Directors dated June 02, 2026, in relation to the Issue and other related matters.
3. Shareholders' resolution dated June 02, 2026, in relation to the Issue and other related matters.
4. Consents of Directors, Company Secretary and Compliance Officer, Chief Financial Officer, Statutory Auditors, the Book Running Manager, Registrar to the Issue, Peer review Auditor, Legal Advisor and Market Maker to act in their respective capacities.
5. Peer Review Auditors Report dated September 03, 2026 on Restated Consolidated Financial Statements of our Company for the Financial years ended on March 31, 2026, 2025 and 2024.
6. The Report dated September 03, 2026 from the Peer Reviewed Auditors of our Company, confirming the Statement of Possible Tax Benefits available to our Company and its Shareholders as disclosed in this Draft Red Herring Prospectus.
7. The Greenfield Project Report dated August 17, 2026, by Hitesh Parekh, Chartered and Consulting Civil Engineer for setting up of new manufacturing facility.
8. Copy of approval from BSE SME vide letter dated [●] to use the name of BSE in This Offer document for listing of Equity Shares on SME Platform of BSE Limited.
9. Due Diligence Certificate submitted to SEBI dated September 19, 2026 from Book Running Lead Manager to the Issue.
10. Key Performance Indicator Certificate provided by M/s Talati & Talati LLP Chartered Accountants dated September 19, 2026.
11. Resolution passed by the Audit Committee dated September 03, 2026 for the Key Performance Indicator.
12. The Industry Report dated September 03, 2026 by Dun & Bradstreet Information Services India Private Limited ("Dun & Bradstreet Report") on "Industry Report on Integrated Hospitality & Event Solutions in India".
13. Site Visit Report dated September 16, 2026, by Book Running Lead Manager to the Issue.

Any of the contracts or documents mentioned in this Draft Red Herring Prospectus may be amended or modified at any time if so required in the interest of our Company or if required by other parties, without reference to the shareholders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

SECTION X - DECLARATION

We, hereby declare that, all the 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 Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Draft Red Herring Prospectus is contrary to the provisions of Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations/guidelines issued, as the case may be. We further certify that all the statements made in this Draft Red Herring Prospectus are true and correct.

Signed by the Directors of our Company					
S. No.	**Name**	**Category**	**Designation**	**DIN/PAN**	**Signature**
1.	Ronak Vasantbhai Patel	Executive	Managing Director and Chairman	07203116	Sd/-
2.	Amitkumar Govindbhai Patel	Non-Executive	Non-Executive Director	06626585	Sd/-
3.	Jimit Amitbhai Patel	Non-Executive	Non-Executive Director	09509637	Sd/-
4.	Mamta Tripathi	Non-Executive	Independent Director	08528138	Sd/-
5.	Garima Rajput	Non-Executive	Independent Director	10192459	Sd/-
Signed by the "Chief Financial Officer" and "Company Secretary and Compliance Officer" of the Company					
6.	Mr. Supal Arvindkumar Brahmakshatriya	Full-time	Chief Financial Officer	AJQPB8081P	Sd/-
7.	Mr. Simer Singh Bhatia	Full-time	Company Secretary and Compliance Officer	DQQPB2347C	Sd/-

Place: Ahmedabad

Date: September 19, 2026