

SECTION VI: CAPITAL STRUCTURE

CAPITAL STRUCTURE

Our Equity Share capital before the Issue and after giving effect to the Issue, as at the date of this prospectus, is set forth below:

(₹ in Lakhs except share data)

No.	Particulars	Aggregate Nominal Value	Aggregate Value at Issue Price
A.	Authorized Share Capital		
	2,00,00,000 Equity Shares of ₹5/- each	1,000.00	--
B.	Issued, Subscribed & Paid-up Share Capital prior to the Offer ⁽¹⁾		
	1,41,00,000 Equity Shares of ₹5/- each	705.00	--
C.	Present issue in terms of the prospectus ⁽²⁾		
	53,25,000 Equity Shares of ₹5/- each for cash at a price of ₹47/- per share aggregating to ₹ 2,502.75 lakhs	266.25	2,502.75
Which Comprises of			
D.	Reservation for Market Maker portion		
	2,67,000 Shares of ₹5/- each for cash at a price a ₹47/- per Equity Share aggregating to ₹ 125.49 lakhs	13.35	125.49
E.	Net Issue to the Public		
	50,58,000 Equity Shares of ₹5/- each for cash at a price a ₹47/- per Equity Share aggregating to ₹ 2,377.26 lakhs, out of which:	252.90	2,377.26
	25,38,000 Equity Shares of ₹5/- each for cash at a price a ₹47/- per Equity Share will be available for allocation for allotment to Individual Investors who applies for minimum application size of 2 lots	126.90	1,192.86
	25,20,000 Equity Shares of ₹5/- each for cash at a price a ₹47/- per Equity Share will be available for allocation for allotment to Other Investors who applies for more than 2 lots	126.00	1,184.40
F.	Paid up Equity capital after the Issue		
	1,94,25,000 Equity Shares of ₹5/- each	971.25	
G.	Securities Premium Account		
	Before the Issue		Nil
	After the Issue		2,236.50*

⁽¹⁾ Our Company has only one class of share, i.e., Equity Shares having face value of ₹5/- each and there are no partly paid-up Equity Shares or preference shares or convertible securities outstanding for conversion as on the date of this prospectus.

⁽²⁾ This Initial Public Offer has been authorized pursuant to a resolution of our Board of Directors dated September 11, 2025 and by special resolution passed under Section 62(1)(c) of the Companies Act, 2013 at the Extra Ordinary General Meeting of the members held on September 15, 2025.

* assuming full allotment

Notes to Capital Structure

1. Details of changes in Authorized Share Capital of our Company since incorporation:

Date of Shareholders approval	EGM/AGM/ Postal Ballot	Authorized Share Capital (₹)	Details of change
28-07-2009	On Incorporation	1,00,000	Incorporated with an Authorized Share Capital of ₹1,00,000 comprising of 10,000 Equity Shares of Face Value of ₹ 10/- each
03-10-2012	EGM	1,50,00,000	Increase in Authorized Share Capital from ₹1,00,000 comprising of 10,000 Equity Shares of Face Value of ₹ 10/- each to ₹1,50,00,000 comprising of 15,00,000 Equity Shares of Face Value of ₹10/- each
21-09-2024	AGM	10,00,00,000	Sub-division of Equity Shares of our Company having face value of ₹10/- each into Equity Shares. ₹5/- each. Pursuant to the subdivision the authorised share capital of the Company is as follows: “The authorised share capital of our Company is ₹1,50,00,000 comprising of 30,00,000 Equity Shares of Face Value of ₹5/- each”
			Increase in Authorized Share Capital from ₹1,50,00,000 comprising of 30,00,000 Equity Shares of Face Value of ₹5/- each to ₹ 10,00,00,000 comprising of 2,00,00,000 Equity Shares of Face Value of ₹5/- each

2. Equity shares capital history of our Company:

The following is the history of the equity share capital of our Company:

Date of Allotment	No. of Equity Shares	Face Value (In ₹)	Issue Price (In ₹)	Nature of Consideration	Nature of Allotment	Cumulative No. of Equity Shares	Cumulative Paid-up Capital (in ₹)
28-07-2009 ⁽ⁱ⁾	10,000	10.00	10.00	Cash	Subscription to MOA	10,000	1,00,000
18-10-2012 ⁽ⁱⁱ⁾	14,00,000	10.00	10.00	Cash	Further Issue	14,10,000	1,41,00,000
21-09-2024	Sub-division of Equity Share of our Company having face value of ₹10/- each into Equity Shares Equity Shares of ₹5/- each.					28,20,000	1,41,00,000
26-09-2024 ⁽ⁱⁱⁱ⁾	1,12,80,000	5.00	-	Nil	Bonus Issue	1,41,00,000	7,05,00,000

(i) Allotment of 10,000 Equity Shares on Initial subscription to the Memorandum of Association dated 28-07-2009:

Sl. No.	Name of the allottee	Face Value (₹)	Issue Price (₹)	Nature of Allotment	Number of Equity Shares allotted
1	Tushar Agarwal	10.00	10.00	Subscription to MOA	5,000
2	Ashok Kothari	10.00	10.00	Subscription to MOA	5,000
Total					10,000

(ii) Further on 18-10-2012, Company has allotted 14,00,000 Equity Shares of Face Value Rs. 10/- each as per details given below:

Sl. No.	Name of the allottee	Face Value (₹)	Issue Price (₹)	Nature of Allotment	Number of Equity Shares allotted
1	Jitendra Garg	10.00	10.00	Further Issue	1,60,000
2	Niharika Garg	10.00	10.00	Further Issue	50,000
3	Priyanka Garg	10.00	10.00	Further Issue	50,000
4	Shanti Devi	10.00	10.00	Further Issue	50,000
5	Santosh Devi	10.00	10.00	Further Issue	50,000
6	Subhash Garg	10.00	10.00	Further Issue	50,000

Sl. No.	Name of the allottee	Face Value (₹)	Issue Price (₹)	Nature of Allotment	Number of Equity Shares allotted
7	Sumitra Garg	10.00	10.00	Further Issue	50,000
8	Ved Prakash Garg	10.00	10.00	Further Issue	50,000
9	Vishnu Kant Garg	10.00	10.00	Further Issue	50,000
10	Vipin Gupta	10.00	10.00	Further Issue	2,10,000
11	Manju Gupta	10.00	10.00	Further Issue	70,000
12	Vipin Gupta HUF	10.00	10.00	Further Issue	70,000
13	Vishesh Gupta	10.00	10.00	Further Issue	70,000
14	Vishnu Bansal	10.00	10.00	Further Issue	2,10,000
15	Vishnu Bansal HUF	10.00	10.00	Further Issue	70,000
16	Renu Bansal	10.00	10.00	Further Issue	70,000
17	Rishabh Bansal	10.00	10.00	Further Issue	70,000
Total					14,00,000

(iii) Further on 26-09-2024, Company has allotted 1,12,80,000 Equity Shares as Bonus Share in the ratio 4:1 i.e., Four Equity Shares for every One fully paid-up equity share held by existing shareholder of Face Value Rs. 5/- each as per details given below:

Sl. No.	Name of the allottee	Face Value (₹)	Issue Price (₹)	Nature of Allotment	Number of Equity Shares allotted
1	Neetu Daga	5.00	Nil	Bonus Issue	15,20,000
2	Vimal Kumar Ayush Pal Daga HUF	5.00	Nil	Bonus Issue	15,20,000
3	Vimal Kumar Deepak Pal Daga HUF	5.00	Nil	Bonus Issue	15,20,000
4	Deepak Pal Daga	5.00	Nil	Bonus Issue	21,12,000
5	Vimal Kumar Daga	5.00	Nil	Bonus Issue	21,04,000
6	Seema Daga	5.00	Nil	Bonus Issue	21,04,000
7	Deepak Pal Harsh Kumar Daga HUF	5.00	Nil	Bonus Issue	4,00,000
Total					1,12,80,000

As on the date of this prospectus, our Company does not have any preference share capital.

3. Equity shares issued for consideration other than cash:

As on the date of this prospectus, Our Company has not issued Equity shares for consideration other than cash except as mentioned below:

Date of Allotment	Number of Equity Shares allotted	Issue Price (In ₹)	Consideration	Reason for Allotment	Name of the Allottee	Benefit accruing to the company
26-09-2024	1,12,80,000	Nil	Nil	Bonus Issue	#	Capitalization of reserves

#For list of allottees, see note 2(3) of paragraph titled "Equity Share Capital History of our Company" mentioned above.

4. Revaluation of our assets:

We have not revalued our assets since inception and have not issued any Equity Shares (including bonus shares) by capitalizing any revaluation reserves.

5. If shares have been issued in terms of any scheme approved under section 230-234 of the Companies Act, 2013:

Our Company has not issued any Equity Shares in terms of any scheme approved under section 230-234 of the Companies Act, 2013.

Prospectus

6. If shares have been issued under one or more employee stock option schemes:

Our Company has not granted any options or allotted any Equity Shares under the ESOP Scheme as on the date of this prospectus.

7. Issue of Equity Shares in the last one year below the Issue Price:

<i>Date of Allotment</i>	<i>Number of Equity Shares allotted</i>	<i>Issue Price (In ₹)</i>	<i>Consideration</i>	<i>Reason for Allotment</i>	<i>Name of the Allottee</i>	<i>Benefit accruing to the company</i>
Nil						

#For list of allottees, see note 2(3) of paragraph titled “Equity Share Capital History of our Company” mentioned above.

IPO PREMIUM

8. Shareholding Pattern of our Company:

The table below presents the current shareholding pattern of our Company as on the date of this prospectus.

Category (I)	Category of shareholder (II)	Nos. Of shareholders (III)	No. of fully paid-up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C7)	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (Sb)	
								Class: X	Class: Y	Total								
A1	Promoter	7	1,41,00,000	-	-	1,41,00,000	100.00%	1,41,00,000	-	1,41,00,000	100.00%	-	100.00%	-	-	-	-	1,41,00,000
A2	Promoter Group	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
B	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
C	Non-Promoter-Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
C1	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
C2	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
		7	1,41,00,000	-	-	1,41,00,000	100.00%	1,41,00,000	-	1,41,00,000	100.00%	-	100.00%	-	-	-	-	1,41,00,000

As on date of this prospectus, 1 Equity share holds 1 vote.

As on date, we have only one class of Equity Shares of face value of Rs. 5/- each.

All Pre-IPO equity shares of our company will be locked-in as per regulations of SEBI ICDR prior to listing of shares on SME Platform of BSE Limited.

In terms of regulation 230(1)(d) of SEBI ICDR Regulation 2018, all specified securities held by promoters are dematerialized.

Our Company will file the shareholding pattern of our Company, in the form prescribed under Regulation 31 of the Listing Regulation, one day prior to the listing of the Equity shares. The Shareholding pattern will be uploaded on the website of BSE before commencement of trading of such Equity Share.

- (i) List of Major Shareholders holding 1% or more of the paid-up equity share capital aggregating to at least 80% of capital of our Company as on the date of the prospectus:

Sl. No.	Name of Shareholders	Number of Equity Shares	% of the Pre-Issue paid-up capital
1	Deepak Pal Daga	26,40,000	18.72%
2	Vimal Kumar Daga	26,30,000	18.65%
3	Seema Daga	26,30,000	18.65%
4	Neetu Daga	19,00,000	13.48%
5	Vimal Kumar Ayush Pal Daga HUF	19,00,000	13.48%
6	Vimal Kumar Deepak Pal Daga HUF	19,00,000	13.48%
7	Deepak Pal Harsh Kumar Daga HUF	5,00,000	3.55%
Total		1,41,00,000	100.00%

- (ii) List of Major Shareholders holding 1% or more of the paid-up equity share capital aggregating to at least 80% of capital of our Company as on a date 10 days before the date of the prospectus:

Sl. No.	Name of Shareholders	Number of Equity Shares	% of the Pre-Issue paid-up capital
1	Deepak Pal Daga	26,40,000	18.72%
2	Vimal Kumar Daga	26,30,000	18.65%
3	Seema Daga	26,30,000	18.65%
4	Neetu Daga	19,00,000	13.48%
5	Vimal Kumar Ayush Pal Daga HUF	19,00,000	13.48%
6	Vimal Kumar Deepak Pal Daga HUF	19,00,000	13.48%
7	Deepak Pal Harsh Kumar Daga HUF	5,00,000	3.55%
Total		1,41,00,000	100.00%

- (iii) List of Major Shareholders holding 1% or more of the paid-up equity share capital aggregating to at least 80% of capital of our Company as on a date 1 (one) year before the date of the prospectus:

Sl. No.	Name of Shareholders	Number of Equity Shares	% of the Pre-Issue paid-up capital
1	Deepak Pal Daga	26,40,000	18.72%
2	Vimal Kumar Daga	26,30,000	18.65%
3	Seema Daga	26,30,000	18.65%
4	Neetu Daga	19,00,000	13.48%
5	Vimal Kumar Ayush Pal Daga HUF	19,00,000	13.48%
6	Vimal Kumar Deepak Pal Daga HUF	19,00,000	13.48%
7	Deepak Pal Harsh Kumar Daga HUF	5,00,000	3.55%
Total		1,41,00,000	100.00%

- (iv) List of Major Shareholders holding 1% or more of the paid-up equity share capital aggregating to at least 80% of capital of our Company as on a date 2 (two) year before the date of the prospectus:

Sl. No.	Name of Shareholders	Number of Equity Shares	% of the Pre-Issue paid-up capital
1	Deepak Pal Daga	2,64,000	18.72%
2	Vimal Kumar Daga	2,63,000	18.65%
3	Seema Daga	2,63,000	18.65%
4	Neetu Daga	1,90,000	13.48%
5	Vimal Kumar Ayush Pal Daga HUF	1,90,000	13.48%
6	Vimal Kumar Deepak Pal Daga HUF	1,90,000	13.48%
7	Deepak Pal Harsh Kumar Daga HUF	50,000	3.55%
Total		14,10,000	100.00%

9. Proposal or intention to alter our capital structure within a period of 6 months from the date of opening of the Issue:

Our Company does not have any intention or proposal to alter our capital structure within a period of 6 months from the date of opening of the Issue by way of split or consolidation of the denomination of Equity Shares or further issue of Equity Shares (including issue of securities convertible into exchangeable, directly or indirectly, for our Equity Shares) whether preferential or bonus, rights, further public issue or qualified institutions placement or otherwise. However, our Company may further issue Equity Shares (including issue of securities convertible into Equity Shares) whether preferential or otherwise after the date of the opening of the Issue to finance an acquisition, merger or joint venture or for regulatory compliance or such other scheme of arrangement or any other purpose as the Board may deem fit, if an opportunity of such nature is determined by its Board of Directors to be in the interest of our Company after obtaining relevant approvals.

10. The Details of Shareholding of Promoter of Our Company;

Capital Build-up of our Promoter in our Company: The current promoters of our Company are (i) Mr. Vimal Kumar Daga, (ii) Mr. Deepak Pal Daga, (iii) Mrs. Seema Daga, (iv) Mrs. Neetu Daga, (v) M/s. Vimal Kumar Ayush Pal Daga HUF (vi) M/s. Vimal Kumar Deepak Pal Daga HUF and (vii) M/s. Deepak Pal Harsh Kumar Daga HUF.

Pursuant to Regulation 236 of SEBI (ICDR) Regulations 2018, minimum promoters' contribution should be not less than 20% of the post Issue equity share capital of our Company. As on the date of this prospectus, our Promoters collectively hold 1,41,00,000 Equity Shares, which constitutes 100.00% of the pre-IPO issued, subscribed and paid-up Equity Share capital of our Company and approximately 72.59% of the post-IPO issued, subscribed and paid-up Equity Share capital assuming full allotment of the shares offered in IPO. The Details are as under:

Particulars	Pre-Issue Shareholding		Post-Issue Shareholding	
	Number of Shares	Percentage holding	Number of Shares	Percentage holding
Promoters				
Deepak Pal Daga	26,40,000	18.72%	26,40,000	13.59%
Vimal Kumar Daga	26,30,000	18.65%	26,30,000	13.54%
Seema Daga	26,30,000	18.65%	26,30,000	13.54%
Neetu Daga	19,00,000	13.48%	19,00,000	9.78%
Vimal Kumar Ayush Pal Daga HUF	19,00,000	13.48%	19,00,000	9.78%
Vimal Kumar Deepak Pal Daga HUF	19,00,000	13.48%	19,00,000	9.78%
Deepak Pal Harsh Kumar Daga HUF	5,00,000	3.55%	5,00,000	2.57%
Total Promoters Shareholding	1,41,00,000	100.00%	1,41,00,000	72.59%

All the Equity Shares allotted and held by our Promoter were fully paid at the time of allotment itself. Further, none of the Equity Shares held by our Promoters are subject to any pledge.

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

i) Deepak Pal Daga

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	50,000	10.00	12.20	Cash	Transfer from Niharika Garg	0.35%	0.26%	No
31-08-2019	50,000	10.00	12.20	Cash	Transfer from Priyanka Garg	0.35%	0.26%	No
28-09-2019	1,64,000	10.00	12.20	Cash	Transfer from Jitendra Garg	1.16%	0.84%	No
21-09-2024	5,28,000	5.00	-	NA	Sub division of shares	3.74%	2.72%	No
26-09-2024	21,12,000	5.00	-	Nil	Bonus Issue	14.98%	10.87%	No
Total	26,40,000					18.72%	13.59%	

Prospectus

ii) Vimal Kumar Daga

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	50,000	10.00	12.20	Cash	Transfer from Sumitra Garg	0.35%	0.26%	No
28-09-2019	2,13,000	10.00	12.20	Cash	Transfer from Vipin Gupta	1.51%	1.10%	No
21-09-2024	5,26,000	5.00	-	NA	Sub division of shares	3.73%	2.71%	No
26-09-2024	21,04,000	5.00	-	Nil	Bonus Issue	14.92%	10.83%	No
Total	26,30,000					18.65%	13.54%	

iii) Seema Daga

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	50,000	10.00	12.20	Cash	Transfer from Ved Prakash Garg	0.35%	0.26%	No
28-09-2019	2,13,000	10.00	12.20	Cash	Transfer from Vishnu Kumar	1.51%	1.10%	No
21-09-2024	5,26,000	5.00	-	NA	Sub division of shares	3.73%	2.71%	No
26-09-2024	21,04,000	5.00	-	Nil	Bonus Issue	14.92%	10.83%	No
TOTAL	26,30,000					18.65%	13.54%	

iv) Neetu Daga

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	70,000	10.00	12.20	Cash	Transfer from Manju Gupta	0.50%	0.36%	No
31-08-2019	70,000	10.00	12.20	Cash	Transfer from Vipin Gupta HUF	0.50%	0.36%	No
28-09-2019	50,000	10.00	12.20	Cash	Transfer from Shanti Devi	0.35%	0.26%	No
21-09-2024	3,80,000	5.00	-	NA	Sub division of shares	2.70%	1.96%	No
26-09-2024	15,20,000	5.00	-	Nil	Bonus Issue	10.78%	7.82%	No
TOTAL	19,00,000					13.48%	9.78%	

v) *Vimal Kumar Ayush Pal Daga HUF*

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	70,000	10.00	12.20	Cash	Transfer from Vishesh Gupta	0.50%	0.36%	No
31-08-2019	70,000	10.00	12.20	Cash	Transfer from Rishabh Bansal	0.50%	0.36%	No
28-09-2019	50,000	10.00	12.20	Cash	Transfer from Subhash Garg	0.35%	0.26%	No
21-09-2024	3,80,000	5.00	-	NA	Sub division of shares	2.70%	1.96%	No
26-09-2024	15,20,000	5.00	-	Nil	Bonus Issue	10.78%	7.82%	No
TOTAL	19,00,000					13.48%	9.78%	

vi) *Vimal Kumar Deepak Pal Daga HUF*

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	70,000	10.00	12.20	Cash	Transfer from Vishnu Kumar Bansal HUF	0.50%	0.36%	No
31-08-2019	70,000	10.00	12.20	Cash	Transfer from Renu Bansal	0.50%	0.36%	No
28-09-2019	50,000	10.00	12.20	Cash	Transfer from Santosh Devi	0.35%	0.26%	No
21-09-2024	3,80,000	5.00	-	NA	Sub division of shares	2.70%	1.96%	No
26-09-2024	15,20,000	5.00	-	Nil	Bonus Issue	10.78%	7.82%	No
TOTAL	19,00,000					13.48%	9.78%	

vii) *Deepak Pal Harsh Kumar Daga HUF*

Date of Allotment/ Acquisition/ Sale	Number of Equity Shares	Face Value (₹)	Issue/ Transfer Price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Pre-issue Share Holding%	Post-issue Share Holding%	Pledge
31-08-2019	50,000	10.00	12.20	Cash	Transfer from Vishnu Kant Garg	0.35%	0.26%	No
21-09-2024	1,00,000	5.00	-	NA	Sub division of shares	0.71%	0.51%	No
26-09-2024	4,00,000	5.00	-	Nil	Bonus Issue	2.84%	2.06%	No
TOTAL	5,00,000					3.55%	2.57%	

Note: All the Equity Shares held by our Promoter were fully paid up as on the respective dates of acquisition of such Equity Shares and there are no partly paid-up Equity Shares as on the date of filing of this prospectus.

11. As on date of this prospectus, our Company has 7 (Seven) shareholders.

12. The aggregate shareholding of the Promoter and Promoter Group and of the directors of the promoter, where the promoter is a body corporate:

The Aggregate shareholding of the Promoters & Promoter Group is as under:

Particulars	Pre-Issue Shareholding		Post-Issue Shareholding	
	Number of Shares	Percentage holding	Number of Shares	Percentage holding
Promoters				
Deepak Pal Daga	26,40,000	18.72%	26,40,000	13.59%
Vimal Kumar Daga	26,30,000	18.65%	26,30,000	13.54%
Seema Daga	26,30,000	18.65%	26,30,000	13.54%
Neetu Daga	19,00,000	13.48%	19,00,000	9.78%
Vimal Kumar Ayush Pal Daga HUF	19,00,000	13.48%	19,00,000	9.78%
Vimal Kumar Deepak Pal Daga HUF	19,00,000	13.48%	19,00,000	9.78%
Deepak Pal Harsh Kumar Daga HUF	5,00,000	3.55%	5,00,000	2.57%
Total Promoters Shareholding (A)	1,41,00,000	100.00%	1,41,00,000	72.59%
Promoter Group	-	-	-	-
Total Promoters Group Shareholding (B)	-	-	-	-
Total Promoters & Promoters Group (A+B)	1,41,00,000	100.00%	1,41,00,000	72.59%

13. The aggregate number of specified securities purchased or sold by the promoter group and/or by the directors of the company and their relatives in the preceding six months:

Nil

14. There are no financing arrangements whereby the promoter group, the directors of the company which is a promoter of the issuer, the directors of the issuer and their relatives have financed the purchase by any other person of securities of the issuer other than in the normal course of the business of the financing entity in the six months immediately preceding the date of filing of the offer document.

15. Promoter's Contribution:

(i) Details of Promoter's Contribution Locked-in of Equity Shares for Three (3) Years

Pursuant to Regulation 236 of SEBI (ICDR) Regulations 2018, minimum promoters' contribution should be not less than 20% of the post Issue equity share capital of our Company.

Provided that Promoters' contribution shall be computed on the basis of the post-issue expanded capital:

(a) assuming full proposed conversion of convertible securities into equity shares – Not Applicable

(b) assuming exercise of all vested options, where any employee stock options or stock appreciation rights are outstanding at the time of initial public offer – Not Applicable

Further, in terms of Regulation 238(a) of SEBI ICDR Regulations, minimum promoter's contribution will be locked-in for a period of three years from the date of Allotment or date of commencement of commercial production, whichever is later and the Equity Shares held by Promoter of our Company in excess of minimum promoter's contribution will be locked-in a phased manner i.e. (i) 50% of promoters' holding in excess of minimum promoters' contribution shall be locked in for a period of two years from the date of allotment and (ii) remaining 50% 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.

As on the date of this prospectus, our Promoters collectively hold 1,41,00,000 Equity Shares constituting 72.59% of the Post offer issued, subscribed and paid-up Equity Share capital of our Company, out of which 38,85,000 equity shares being 20.00% of the post Issue equity share capital of our Company are eligible for the Promoters' Contribution margin.

An aggregate of minimum 20.00% of the post-issue capital, held by our Promoters shall be considered as Promoters' Contribution ("Minimum Promoters' Contribution") and locked-in for a period of three years from the date of allotment. The lock-in of the Promoters' Contribution would be created as per applicable law and procedure and details of the same shall also be provided to the Stock Exchange before listing of the Equity Shares.

Our Promoters have granted their consents to include such number of Equity Shares held by them as may constitute minimum 20.00% of the post-issue Equity Share Capital of our Company as Promoters' Contribution and have agreed not to sell or transfer or pledge or otherwise dispose of in any manner, the Promoters' Contribution from the date of filing of this prospectus until the completion of the lock-in period specified above.

The details of lock-in of shares for 3 (three) years are as under:

Date of Allotment / Acquisition	Date when made fully paid up	Nature of Allotment / Transfer	No. of Equity Shares	Face Value	Issue Price/ Transfer price	% of Pre Issue Equity Share Capital	% of Post Issue Equity Share Capital	Lock in Period
Deepak Pal Daga								
26-09-2024	26-09-2024	Bonus Issue	7,27,404	₹5.00	Nil	5.16%	3.74%	3 Years
Vimal Kumar Daga								
26-09-2024	26-09-2024	Bonus Issue	7,24,649	₹5.00	Nil	5.14%	3.73%	3 Years
Seema Daga								
26-09-2024	26-09-2024	Bonus Issue	7,24,649	₹5.00	Nil	5.14%	3.73%	3 Years
Neetu Daga								
26-09-2024	26-09-2024	Bonus Issue	5,23,511	₹5.00	Nil	3.71%	2.70%	3 Years
Vimal Kumar Ayush Pal Daga HUF								
26-09-2024	26-09-2024	Bonus Issue	5,23,511	₹5.00	Nil	3.71%	2.70%	3 Years
Vimal Kumar Deepak Pal Daga HUF								
26-09-2024	26-09-2024	Bonus Issue	5,23,511	₹5.00	Nil	3.71%	2.70%	3 Years
Deepak Pal Harsh Kumar Daga HUF								
26-09-2024	26-09-2024	Bonus Issue	1,37,765	₹5.00	Nil	0.98%	0.71%	3 Years
Total			38,85,000			27.55%	20.00%	

38,85,000 Pre-IPO equity shares of our company held by Our Promoters will be locked-in for 3 (three) years as mentioned above prior to listing of shares.

In terms of Regulation 237 of SEBI ICDR Regulations, our Company confirms that none of the Equity Shares forming part of minimum promoter's contribution –

- Are acquired by our Promoter during preceding three financial years;
 - For consideration other than cash and where revaluation of assets or capitalization of intangible assets was involved; or
 - Through bonus issue of Equity Shares made by utilizing the revaluation reserves or unrealized gain or through bonus issue against equity shares which are ineligible for minimum promoter's contribution;
- Are pledged by our Promoter with any creditor;
- Consist of Equity Shares acquired by our Promoter during preceding one year at a price lower than the Issue Price.
- The price per share for determining securities ineligible for minimum promoters' contribution, has been determined after adjusting the same for corporate actions such as share split, bonus issue, etc. undertaken by the issuer.

Our Company was incorporated under the Companies Act, 2013 and was not incorporated by converting the partnership firm(s) or LLP(s).

The Promoters have severally confirmed that the Equity Shares are eligible in terms of Regulation 237 of SEBI (ICDR) Regulations and that they have not been prohibited from dealings in securities market and the Equity Shares are free from any lien, encumbrance or third-party rights. The Promoters have also severally confirmed that they are the legal and beneficial owners of the Equity.

All the Equity Shares held by our Promoters were fully paid up as on the respective dates of acquisition of such Equity Shares. Our Promoters have confirmed to our Company and the Lead Manager that the Equity Shares held by our Promoters have been financed from their personal funds, as the case may be, and no loans or financial assistance from any bank or financial institution has been availed of by them for such purpose.

(ii) Details of Equity Shares Locked-in for two (2) years and one (1) year

In excess of minimum 20% of the post-Issue shareholding of our Company held by the Promoter (locked in for three years as specified above), the balance pre-issue share capital of our Company held by promoters shall be locked in for a period as provided in clause 238(b) of SEBI (ICDR) Regulations 2018 which is as follows:

- a. 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
- b. 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.

Further, in terms of Regulation 239 of SEBI ICDR Regulations, entire pre-Issue equity shares capital of our Company held by persons other than our Promoter will be locked-in for a period of one year from the date of Allotment in the Issue.

The details of lock-in of shares for 2 (two) years and 1 (one) year are as under:

Name of Shareholders	Category	No of Shares Held	Lock-in for 3 Years	Lock-in for 2 Years	Lock-in for 1 Year
Deepak Pal Daga	Promoter	26,40,000	7,27,404	9,56,298	9,56,298
Vimal Kumar Daga	Promoter	26,30,000	7,24,649	9,52,676	9,52,675
Seema Daga	Promoter	26,30,000	7,24,649	9,52,676	9,52,675
Neetu Daga	Promoter	19,00,000	5,23,511	6,88,245	6,88,244
Vimal Kumar Ayush Pal Daga HUF	Promoter	19,00,000	5,23,511	6,88,245	6,88,244
Vimal Kumar Deepak Pal Daga HUF	Promoter	19,00,000	5,23,511	6,88,245	6,88,244
Deepak Pal Harsh Kumar Daga HUF	Promoter	5,00,000	1,37,765	1,81,118	1,81,117
Total		1,41,00,000	38,85,000	51,07,503	51,07,497

(iii) Other requirements in respect of lock-in

➤ **Inscription or recording of non-transferability:**

In terms of Regulation 241 of the SEBI (ICDR) Regulations, 2018, our Company confirms that certificates of Equity Shares which are subject to lock in shall contain the inscription "Non-Transferable" and specify the lock-in period and in case such equity shares are dematerialized, the Company shall ensure that the lock in is recorded by the Depository.

➤ **Pledge of Locked-in Equity Shares**

Pursuant to Regulation 242 of the SEBI ICDR Regulations, the locked-in Equity Shares held by the Promoter, as specified above, can be pledged with any scheduled commercial banks or public financial institutions or systemically important non-banking finance company or housing finance company as collateral security for loans granted by such scheduled commercial banks or public financial institutions or systemically important non-banking finance company or housing finance company, subject to fulfilment of following conditions:

- i. In respect of Equity Shares which are locked-in in terms of clause (a) of regulation 238, the loan has been granted by such scheduled commercial bank or public financial institution or systemically important non-banking finance company or housing finance company to our Company or our Subsidiary (ies) for the purpose of financing one or more of the objects of the Issue and the pledge of the Equity Shares is one of the terms of the sanction of the loan.

- ii. In respect of Equity Shares which are locked-in in terms of clause (b) of regulation 238, the pledge of the Equity Shares is one of the terms of the sanction of the loan;

➤ **Transfer of Locked-in Equity Shares**

In terms of Regulation 243 of the SEBI (ICDR) Regulations, 2018 and subject to provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as applicable;

- a) The Equity Shares held by our Promoters and locked in as per Regulation 238 of the SEBI (ICDR) Regulations, 2018 may be transferred to another Promoters or any person of the Promoters' Group or to a new promoter(s) or persons in control of our Company, subject to continuation of lock-in for the remaining period with transferee and such transferee shall not be eligible to transfer them till the lock-in period stipulated has expired.
- b) The equity shares held by persons other than promoters and locked in as per Regulation 239 of the SEBI (ICDR) Regulations, 2018 may be transferred to any other person (including Promoter and Promoters' Group) holding the equity shares which are locked-in along with the equity shares proposed to be transferred, subject to continuation of lock-in for the remaining period with transferee and such transferee shall not be eligible to transfer them till the lock-in period stipulated has expired.

(iv) Sale/Purchase by Promoter Group and/or by directors of Company which is promoter of our company and/or by the director of our company and their immediate relatives during six months preceding the date of this prospectus:

There is no other Sale/Purchase by Promoter Group and/or by directors of Company which is promoter of our company and/or by the director of our company and their immediate relatives during six months preceding the date of this prospectus except as mentioned in this chapter and prospectus.

16. Our Company, its Directors, Promoters or the Lead Manager have not entered into any buy-back or standby arrangements for the purchase of the Equity Shares of our Company.
17. Our Company is in compliance with the Companies Act, 2013 with respect to issuance of securities since inception till the date of filing of Prospectus except as otherwise mentioned in "**Risk Factors**" beginning on Page 24 of Prospectus, if any.
18. The Equity Shares issued pursuant to this Issue shall be fully paid-up.
19. The Lead Manager and its associates do not hold any Equity Shares in our Company as on the date of filing this prospectus.
20. There are no options granted or equity shares issued under any scheme of employee stock option or employee stock purchase of issuer, in the preceding three years (separately for each year) and on a cumulative basis for all options or equity shares issued prior to the date of the prospectus.
21. There are no outstanding warrants, options or rights to convert debentures, loans or other instruments into Equity Shares as on the date of this prospectus.

Other miscellaneous disclosures:

1. None of the Equity Shares of our Company are subject to any pledge as on the date of this prospectus.
2. None of the shareholding of the Promoters & Promoter Group is subject to lock-in as on date of this prospectus.
3. Except as disclosed in the chapter titled "**Our Management**" on page no. 161 of this prospectus, none of our directors or Key Managerial Personnel or Senior Management holds any Equity Shares in our Company.
4. None of our Promoters, Promoter Group, our directors and their relatives has entered into any financing arrangements or financed the purchase of the Equity shares of our Company by any other person during the period of six (6) months immediately preceding the date of filing of the prospectus.
5. We hereby confirm that there will be no further issue of capital whether by the way of issue of bonus shares, preferential allotment, right issue or in any other manner during the period commencing from the date of the prospectus until the Equity shares offered have been listed or application money unblocked on account of failure of issue.

Prospectus

6. Our Company undertakes that there shall be only one (1) denomination for the Equity Shares of our Company, unless otherwise permitted by law. Our Company shall comply with such disclosure and accounting norms as specified by SEBI from time to time.
7. Our Company has not issued Equity Shares out of Revaluation Reserves.
8. Our Company shall comply with such disclosures and accounting norms as may be specified by BSE, SEBI and other regulatory authorities from time to time.
9. Our Company has not made any public issue of any kind or class of securities of our Company within the immediately preceding two (2) years prior to filing this prospectus.
10. Our Company has not raised any bridge loan against the proceeds of this issue.
11. Our Company, Directors, Promoters or members of our Promoter Group shall not make any payments, direct or indirect, discounts, commissions, allowances or otherwise under this Issue except as disclosed in this prospectus.
12. Our Company has not revalued its assets since incorporation.
13. An over-subscription to the extent of 10% of the Net Issue can be retained for the purpose of rounding off to the nearest integer during finalizing the allotment, subject to minimum allotment, which is the minimum application size in this Issue. Consequently, the actual allotment may go up by a maximum of 10% of the Net Issue, as a result of which, the post-issue paid up capital after the Issue would also increase by the excess amount of allotment so made. In such an event, the Equity Shares held by the Promoter and subject to three (3) years lock- in shall be suitably increased; so as to ensure that 20% of the post Issue paid-up capital is locked in.
14. 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 Lead Manager and Designated Stock Exchange. Such inter-se spill over, if any, would be effected in accordance with applicable laws, rules, regulations and guidelines.
15. In case of over-subscription in all categories the allocation in the issue shall be as per the requirements of SEBI (ICDR) Regulations.
16. The unsubscribed portion in any reserved category (if any) may be added to any other reserved category.
17. The unsubscribed portion if any, after such inter se adjustments among the reserved categories shall be added back to the net offer to the public portion.
18. There are no Equity Shares against which depository receipts have been issued.
19. Other than the Equity Shares, there is no other class of securities issued by our Company.
20. This issue is being made through Fixed Price method.
21. This Issue is being made in terms of Section IX of the SEBI (ICDR) Regulations 2018, as amended from time to time. The Issue is being made through the Fixed Price method and hence, as per Regulation 253, sub regulation (3) of SEBI (ICDR) Regulations 2018, the allocation in the net issue to public category shall be made as follow:
 - (a) Minimum 50% to the individual investors who applies for minimum application size; and
 - (b) remaining to:
 - ii. other than individual investors who applies for more than minimum application size; and
 - iii. other investors including corporate bodies or institutions; irrespective of the number of specified securities applied for;

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

Prospectus

Explanation: For the purpose of Regulation 253, sub-Regulation (3), if the category of individual investors who applies for minimum application size is entitled to more than fifty percent of the issue size on proportionate basis, such individual investors shall be allocated that higher percentage.

22. None of the members of our Promoters and Promoter Group will participate in the Issue.

IPO PREMIUM