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[Please scan this QR Code to view the Addendum]

**DEEM
ROLL-TECH
LIMITED**

Deem-Roll Tech Limited

Corporate Identification Number: U27109GJ2003PLC042325

Registered Office: Survey No.110/1, P-1,110/2, Ganeshpura, Ta: Kadi Mahesana,Gujarat – 382 729, India

Corporate Office: C-3/301, Anushruti Apartment, Opp. New York Tower, Nr. Jain Mandir, S.G. Highway Ahmedabad Gujarat 380054 India

Tel No.: +91 9925196196; **Email:** accounts@deemrolls.com; **Website:** www.deemrolls.com

Contact Person: Alka Kumari, Company Secretary & Compliance Officer

THE ISSUE

INITIAL PUBLIC ISSUE* OF [●] EQUITY SHARES OF FACE VALUE ₹ 10/- EACH (“EQUITY SHARES”) OF DEEM ROLL-TECH LIMITED (“OUR COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [●] PER EQUITY SHARE) (“ISSUE PRICE”), AGGREGATING UP TO ₹ 3000.00 LAKHS (THE “ISSUE”). [●] EQUITY SHARES AGGREGATING TO ₹ [●] 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 ₹ 10/- EACH AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE AGGREGATING TO ₹ [●] 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. FOR FURTHER DETAILS, PLEASE REFER THE CHAPTER TITLED “TERMS OF THE ISSUE” ON PAGE 237 OF THIS DRAFT PROSPECTUS.

OUR COMPANY, IN CONSULTATION WITH THE LEAD MANAGER, MAY AT ITS DISCRETION, CONSIDER A PRE-IPO PLACEMENT AGGREGATING TO ₹ 300.00 LAKHS, PRIOR TO FILING OF THE PROSPECTUS WITH THE ROC. IF THE PRE-IPO PLACEMENT IS COMPLETED, IT WILL BE AT A PRICE TO BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE LEAD MANAGER AND THE FRESH ISSUE SIZE WILL BE REDUCED TO THE EXTENT OF SUCH PRE-IPO PLACEMENT, SUBJECT TO THE ISSUE COMPLYING WITH RULE 19(2)(B) OF THE SCRR.

**subject to finalisation of basis of allotment*

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10.00/- EACH AND THE ISSUE PRICE IS ₹ [●] PER EQUITY SHARE.

ADDENDUM TO THE DRAFT PROSPECTUS DATED SEPTEMBER 11, 2023: NOTICE TO THE INVESTORS (“THE ADDENDUM”)

This addendum (“Addendum”) should be read in conjunction with the Draft Prospectus dated September 11, 2023 filed with EMERGE Platform of NSE in relation to the Initial Public Issue of Deem Roll-Tech Limited.

In this regard, the Investor should note the following modifications/addition/update/shifting to the information disclosed in the Draft Prospectus:

1. In section I –General in the Chapter titled “*Definitions and Abbreviations*” beginning on page 2 of the Draft Prospectus has been updated and revised for the definition of (i) Company Secretary and Compliance Officer (ii) Issue / Issue Size/ Public Issue/ IPO and (iii) Pre-IPO Placement.
2. In section I –General in the Chapter titled “*Summary of Issue Document*” beginning on page 16 of the Draft Prospectus under the heading (i) Issue Size, (ii) Objects of the Issue, (iii) Pre-Issue Shareholding of Promoter, Promoter Group and Public (iv) Summary of Outstanding Litigations & Material Developments and (v) Details of Pre IPO-Placement
3. In section II - “*Risk Factors*” beginning on page 22 of the Draft Prospectus has been updated and revised with respect to Risk Factor 2,3, 10,11, 14, 18, 33, 34, 40, 41 and newly inserted 42.

4. In section III - Introduction in the Chapter titled ***“The Issue”*** beginning on page 43 of the Draft Prospectus has been updated and revised.
5. In section III - Introduction in the Chapter titled ***“General Information”*** beginning on page 50 of the Draft Prospectus has been updated and revised with respect to the details of Company Secretary and Compliance Officer.
6. In section III - Introduction in the Chapter titled ***“Capital Structure”*** beginning on page 58 of the Draft Prospectus has been updated and revised.
7. In section IV - Particulars of the issue in the Chapter titled ***“Objects of the Issue”*** beginning on page 77 of the Draft Prospectus has been updated to include the details of Objects of the Issue.
8. In section V – About the Company in the Chapter titled ***“Business Overview”*** beginning on page 112 of the Draft Prospectus with respect to (i) Our Equipment (ii) Export And Export Obligation (iii) Our Customers and Customer Contracts and (iv) Our Properties and (v) Corporate Social Responsibility (***“CSR”***) has been updated and revised.
9. In section V – About the Company in the Chapter titled ***“History and Certain Corporate Matters”*** beginning on page 142 of the Draft Prospectus under the heading ***“Acquisition or Divestments of Business / Undertakings, Mergers and Amalgamations, any Revaluation of Assets, etc. since its incorporation”*** has been updated and revised.
10. In section V – About the Company in the Chapter titled ***“Our Management”*** beginning on page 146 of the Draft Prospectus with respect to the (i) Brief Profile of our Promoter (ii) Corporate Social Responsibility (***“CSR”***) committee (iii) Management Organization Structure (iv) Brief Profile of Key Managerial Personnel and (v) Changes in Key Managerial Personnel and Senior Management Personnel during the last three (3) years has been updated and revised.
11. In section V – About the Company in the Chapter titled ***“Our Promoters and Promoter Group”*** beginning on page 163 of the Draft Prospectus has been updated and revised.
12. In section VI – Financial Information in the Chapter titled ***“Financial Indebtedness”*** beginning on page 216 of the Draft Prospectus, a new heading ***“Unsecured Borrowings”*** has been inserted.
13. In section VII – Legal and Other Information in the Chapter titled ***“Outstanding Litigation and Material Developments”*** beginning on page 219 of the Draft Prospectus has been updated and revised.
14. In section VIII – Issue Information, the Chapter titled ***“Terms of Issue”, “Issue Structure”*** and ***“Issue Procedure”*** beginning on page 237, 243 and 245 of the Draft Prospectus has been updated and revised with respect to the Pre IPO-Placement.

The above is to be read in conjunction with the Draft Prospectus and accordingly their references in the Draft Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges.

All capitalised terms used in this Addendum shall unless the context otherwise requires, have the same meanings as ascribed in the Draft Prospectus.

	<p>LEAD MANAGER TO THE ISSUE FEDEX SECURITIES PRIVATE LIMITED B 7, 3rd Floor, Jay Chambers, Dayaldas Road, Vile Parle - (East), Mumbai - 400 057, Maharashtra, India Tel No.: +91 81049 85249; Investor Grievance Email: mb@fedsec.in; Website: www.fedsec.in ; Contact Person: Saipan Sanghvi SEBI Registration No.: INM000010163</p>		<p>REGISTRAR TO THE ISSUE BIGSHARE SERVICES PRIVATE LIMITED Office No. S6 - 2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri - (East), Mumbai, - 400093, Maharashtra, India. Tel No: +91 22 6263 8200 Fax No: +91 22 6263 8299 E-mail Id: ipo@bigshareonline.com Website: www.bigshareonline.com Investor Grievance ID: investor@bigshareonline.com Contact Person: Babu Rapheal C. SEBI Registration No: INR000001385</p>
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Date: January 4, 2024

Place: Ahmedabad

DEEM-ROLL TECH LIMITED

On behalf of the Board of Directors

Sd/-

Jyoti Prasad Bhattacharya

Managing Director & CEO

DIN: 00340485

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SECTION - I – GENERAL
DEFINITION AND ABBREVIATIONS

CORPORATE RELATED TERMS

Term	Description
“Company Secretary and Compliance Officer”	The Company Secretary and Compliance Officer of our Company, being Alka Kumari.

CORPORATE RELATED TERMS

Term	Description
“Promoters”	The Promoters of our Company, being Jyoti Prasad Bhattacharya and Dev Jyotiprasad Bhattacharya as disclosed in “ <i>Our Promoter and Promoter Group</i> ” beginning on page 31 of this Draft Prospectus.

ISSUE RELATED TERMS

Term	Description
Addendum	The addendum dated January 4, 2024 to the Draft Prospectus
“Issue” / “Issue Size” / “Public Issue” / “IPO”	Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.
Pre-IPO Placement	Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR. Upon allotment of Equity Shares issued pursuant to the Pre- IPO Placement and after compliance with requirements prescribed under the Companies Act, our Company shall utilise the proceeds from such Pre-IPO Placement towards the objects of the Issue

SUMMARY OF ISSUE DOCUMENT

PROMOTERS

The Promoters of our Company are Jyoti Prasad Bhattacharya and Dev Jyotiprasad Bhattacharya.

ISSUE SIZE

*Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR. For further details, see “*The Issue*”, “*Issue Structure*”, and “*Issue Procedure*” on page 12, 43 and 45 of this Draft Prospectus.

OBJECTS OF THE ISSUE

**Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

PRE-ISSUE SHAREHOLDING OF PROMOTERS, PROMOTER GROUP AND PUBLIC

Particulars	Pre-Issue		Post-Issue*	
	Number of Equity Shares	Percentage (%) holding	Number of Equity Shares	Percentage (%) holding
Promoter (A)				
Jyoti Prasad Bhattacharya	53,16,102	91.07%	[●]	[●]
Dev Bhattacharya	69,630	1.19%	[●]	[●]
Total (A)	53,85,732	92.26%	[●]	[●]
Promoter Group (B)				
Madhuchhanda Bhattacharya	69,630	1.19%	[●]	[●]
Manjushree Bhattacharya	69,630	1.19%	[●]	[●]
Raima Bhattacharya	69,630	1.19%	[●]	[●]
Total (B)	2,08,890	3.58%	[●]	[●]
Public (C)				
Debashish choudhury	67,520	1.16%	[●]	[●]
Vivek Poddar	21,100	0.36%	[●]	[●]
Krishnendu Roy	21,100	0.36%	[●]	[●]
Supriyo Das	21,100	0.36%	[●]	[●]
Sami Ahmed	21,100	0.36%	[●]	[●]
Razi Ahmed	21,100	0.36%	[●]	[●]
Rajit Davidson	69,630	1.19%	[●]	[●]

Total (C)	2,42,650	4.16%	[•]	[•]
Total (A+B+C)	58,37,272	100%	[•]	[•]

*Subject to finalization of Basis of Allotment

SUMMARY OF OUTSTANDING LITIGATIONS & MATERIAL DEVELOPMENTS

A summary of pending legal proceedings and other material litigations involving our Company is provided below:

(₹ in Lakhs)

Nature of Cases	Number of outstanding cases	Amount Involved*
<i>Litigation involving our Company</i>		
Criminal proceedings against our Company	3	Not ascertainable [#]
Criminal proceedings by our Company	Nil	Nil
Material civil litigation against our Company	4	Not ascertainable [#]
Material civil litigation by our Company**	1	4.09
Actions by statutory or regulatory Authorities	1	3.60
Direct and indirect tax proceedings	14	19.11
<i>Litigation involving our Directors (other than Promoter)</i>		
Criminal proceedings against our Directors	Nil	Nil
Criminal proceedings by our Directors	Nil	Nil
Material civil litigation against our Directors	Nil	Nil
Material civil litigation by our Directors	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	3	4.05
<i>Litigation involving our Promoter</i>		
Criminal proceedings against our Promoter	2	Not ascertainable [#]
Criminal proceedings by our Promoter	Nil	Nil
Material civil litigation against our Promoter	1	53.84
Material civil litigation by our Promoter	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	1	44.15

*Not ascertainable at this stage for a certain matter as amount of compensation and/or fine may be adjudged upon the conclusion of the litigation and once the order is passed

For further details, please refer chapter titled “**Outstanding Litigations & Material Developments**” beginning on page 36 of this Draft Prospectus.

WEIGHTED AVERAGE PRICE AT WHICH THE EQUITY SHARES WERE ACQUIRED BY OUR PROMOTER IN THE ONE YEAR PRECEDING THE DATE OF THIS DRAFT PROSPECTUS

The weighted average price at which the equity shares were acquired by our Promoter in the one year preceding the date of this Draft Prospectus.

Name	Number of Equity Shares acquired in the one year preceding the date of this Draft Prospectus	Weighted Average Cost of Acquisition per Equity Share (in ₹)
Jyoti Prasad Bhattacharya	40,56,362	Nil [^]
Dev Jyotiprasad Bhattacharya	53,130	Nil [^]

**As certified by Statutory Auditor M/S S N Shah & Associates., Chartered Accountants, pursuant to their certificate dated January 3, 2024.*

*[^]The acquisition price is Nil since these Equity Shares were allotted pursuant to a bonus issue. For details, please refer to chapter titled "Capital Structure" on page **Error! Bookmark not defined.** of this Draft Prospectus.*

AVERAGE COST OF ACQUISITION

The average cost of acquisition per Equity Share to our Promoter as at the date of this Draft Prospectus is:

Name	Number of Equity Shares held	Average Cost of Acquisition per Equity Share (in ₹)
Jyoti Prasad Bhattacharya	53,16,102	6.48
Dev Jyotiprasad Bhattacharya	69,630	20.60

**As certified by Statutory Auditor M/S S N Shah & Associates., Chartered Accountants, pursuant to their certificate dated January 3, 2024.*

DETAILS OF PRE-ISSUE PLACEMENT

Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

SECTION II: RISK FACTORS

2. ***Activities involving our manufacturing process can be dangerous and can cause injury to people or property in certain circumstances. A significant disruption at any of our Manufacturing Units may adversely affect our production schedules, costs, sales and ability to meet customer demand.***

Our business operations are subject to hazards such as risk of equipment failure, work accidents, fire or explosion and require individuals to work under potentially dangerous circumstances or with flammable materials. Although we employ safety procedures in the operation of our manufacturing units and maintain what we believe to be adequate insurance, and although there have not been any instances of equipment failure, work accidents, fire or explosion or any other such accidents, there is a risk that an accident or death may occur in one of our manufacturing units. An accident may result in destruction of property or equipment, environmental damage, manufacturing or delivery delays, or may lead to suspension of our operations and/or imposition of liabilities. Any such accident may result in litigation, the outcome of which is difficult to assess or quantify, and the cost to defend litigation can be significant. As a result, the costs to defend any action or the potential liability resulting from any such accident or death or arising out of any other litigation, and any negative publicity associated therewith, may have a negative effect on our business, financial condition, results of operations, cash flows and prospects. In particular, if operations at our Manufacturing Units were to be disrupted as a result of any significant workplace accident, equipment failure, natural disaster, power outage, fire, explosion, adverse weather conditions, labour dispute, obsolescence or other reasons, our financial performance may be adversely affected as a result of our inability to meet customer demand or committed delivery schedules for our products. Interruptions in production may also increase our costs and reduce our sales, and may require us to make substantial capital expenditures to remedy the situation or to defend litigation that we may become involved in as a result, which may negatively affect our profitability, business, financial condition, results of operations, cash flows and prospects.

3. ***Developments in the competitive environment in the steel industry, such as expansion in production capacity of our competitors, consolidation among our competitors, could have a material adverse effect on our competitive position and hence our business, financial condition, results of operations or prospects.***

We believe that we are one of the leading manufacturers of steel and alloy Rolls in India having integrated steel plants and enjoying a strong brand identity and recall amongst end customers. We have derived 17.95%, 16.47%, and 22.55% of our gross profit from sale of our products for Fiscal 2023, Fiscal 2022 and Fiscal 2021. Owing to the competitive nature of the steel industry, we compete with various steel producers, who manufacture wide range of steel products. We do not enter into long term contracts with our customers, therefore, any substitution of our products with that of our competitors may lead to a decline in our customers thereby affecting our revenue.

Some of our competitors may have an edge over us due to various factors, such as easy access to raw materials, greater economies of scale, a greater number of integrated manufacturing units and greater presence in certain markets. We believe we can compete with our competitors; however, we are not in a position to guarantee that we will be able to effectively compete and maintain our market share. Our ability to maintain and increase our market share in the competitive market depends on various factors such as, our effective marketing initiatives, our ability to enhance our production capacity and improve our manufacturing process, expansion of our product portfolio and adapt to changes in technology and customer requirements. If we fail in competing and maintaining the market share of our products, the same could have a material adverse effect on our financial condition, business and prospects.

We operate in an extremely competitive environment; therefore, we may also face competition from new companies that are emerging which may attempt to obtain a share in our existing markets. Our competitors may also resort to acquisitions, mergers, and investments in product development and capacity expansion in the future. If the trend towards consolidation continues, we may be placed in a disadvantageous competitive position relative to other companies in the industry and our business, results of operations, financial condition and prospects could be materially and adversely affected.

10. ***Any defect in our products may result in our orders being cancelled and we could become liable to customers, suffer adverse publicity and incur substantial costs which in turn could affect us adversely.***

Any defect in our products could result in cancellation of our orders for manufacturing and selling the products. In case our products are found to be defective, the same could result in a claim against us for damages. Although, we attempt to maintain quality standards, and although there have not been any instances of cancellation of our orders due to defects, we cannot assure that all our products would be of uniform quality. Any defect in our products and claims by our customers against our products could adversely affect the value of our brand, and our sales could diminish. Further, our business is dependent on the trust of our customers in the quality of our products and delivery of services. Any negative publicity regarding our Company, brand, or products, including those arising from a drop in quality of materials from our vendors, mishaps resulting from the use of our products could affect our reputation and our results from operations. In the event the products sold by us are defective or sub-standard for any reason, including due to human errors at any stage of manufacturing, our customers may pursue claims or actions against us within the warranty period, which could materially and adversely affect our business, financial conditions and results of operations.

11. Delays or defaults in client payments could affect our operations. We may be subject to working capital risks due to delays or defaults in payment by clients, which may restrict our ability to procure raw materials and make payments when due.

In the ordinary course of business, we extend credit to our customers typically up to 45 days as part of our standard payment terms. Consequently, we are exposed to the risk of the uncertainty regarding the receipt of the outstanding amounts. Set out below are the details of our Trade Receivables and Trade Receivables Turnover ratio as at March 31, 2023, March 31, 2022 and March 31, 2021:

Particulars	March 31, 2023	March 31, 2022	March 31, 2021
Trade Receivables (₹ in lakh)	1,926.50	1,575.23	1,264.65
Trade Receivables Turnover Ratio*	5.90	6.46	2.09

*Trade Receivables Turnover Ratio = Revenue from operations / Average trade receivables.

We have not written off any bad debts in Fiscal 2023. Our results of operations and profitability depend on the credit worthiness of our customers. We cannot assure that these counterparties will always be able to pay us in a timely fashion, or at all. While there have been no instances of major delays or major defaults in payments by the Company's customers in the last three Fiscals, or in the current Fiscal until the date of this Draft Prospectus, that have materially impacted the Company's business and operations, we cannot assure you that we will not face a situation in the future which would materially impact us. Any adverse change in the financial condition of our customers may adversely affect their ability to make payments to us. Default or delays in payments by a significant portion of our customers may have an adverse effect on our business, results of operations, financial condition, cash flows and future prospects.

In addition, any delay or failure on our part to supply the required quantity or quality of products, within the time, to our customers may in turn cause delay in payment or refusal of payment by the customer. Such defaults/delays by our customers in meeting their payment obligations to us may have a material effect on our business, financial condition and results of operations.

14. We are subject to various laws and regulations. If we fail to obtain, maintain or renew the licenses, permits and approvals required to operate our business, or fail to comply with applicable laws, our business, results of operations and financial condition may be adversely affected.

We operate in a highly regulated industry and our operations are subject to extensive laws and regulations. Our business requires us to obtain and renew from time to time, certain approvals, licenses, registrations and permits. Certain of our approvals are subject to expiry and once they expire, we cannot guarantee that we will receive the renewed approvals in a timely manner or at all. We cannot give any assurance that we will receive the renewed certificate in a timely manner. In addition, we require certain approvals, licenses, registrations and permissions under various regulations, guidelines, circulars and statutes regulated by the Government of India, the State Governments and certain other regulatory and government authorities, for operating our business. See "**Government and Other Statutory Approvals – Material approvals obtained in relation to our business and operations**" on page 223 of this Draft Prospectus for further details. We are unable to trace copies of certain licenses obtained by us such the consent to establish for our Manufacturing Unit 1, Manufacturing Unit 2 and Manufacturing Unit 3.

Further, our professional tax registration and enrolment certificates are still in the old name of the Company i.e. Deem Roll-Tech Private Limited. Our Company is in the process of making an application for change in name of the same. Our Company based on legal opinion, have formed a view that certain intimation/ licenses / approvals are not required. However, in case, the regulatory authorities deem that our Company ought to have obtained such approvals, our Company may have to obtain such licences/approvals and may also be subject to certain penalties or fines, if any. Further, there has been instance of delayed payment to statutory authority with respect to GST, PF and ESIC. We set out such instances of delayed payment to statutory authority with respect to GST, PF and ESIC below:

A. Instances of delay in Provident fund:

There have been following instances of delay in payment of provident fund

a. for the state of Gujarat for the month of :-

February 2019, April 2020, May 2020, October 2020, February 2021, March 2021, May 2021, June 2021, September 2021, October 2021 and December 2021.

b. for the State of West Bengal for the month of :-

February 2019, April 2020, May 2020, October 2020, February 2021, March 2021, May 2021 and June 2021.

B. Instances of delay in ESIC:

There have been instances of delay in payment of ESIC for the state of Gujarat for the month of April 2018, May 2019, March 2020, April 2020, May 2020, June 2020, July 2020, August 2020, September 2020, October 2020, February 2021 and October 2021.

C. Instances of delay in GST Returns:

There have been following instances of delay in filing of GST Returns

a. for the state of Gujarat for the month of :-

July 2017, August 2017, September 2017, October 2017, November 2017, December 2017, January 2018, February 2018, March 2018, April 2018, May 2018, June 2018, July 2018, August 2018, November 2018, March 2019, June 2019, July 2019, November 2019, March 2020, May 2020 and April 2022.

b. for the State of West Bengal for the month of :-

July 2017, August 2017, September 2017, October 2017, November 2017, April 2018, July 2019, February 2020, March 2020, April 2020, May 2020, June 2020, July 2020, August 2020, October 2020, April 2021, May 2021, July 2021, August 2021, October 2021, December 2021, January 2022 and April 2022.

While we have undertaken certain steps such as engaging third party consultant to assist the Company to file the return within time to avoid delays in future, we cannot assure you to that we will be able to pay our statutory dues timely, or at all, in the future

Failure by us to renew, maintain or obtain the required permits or approvals at the requisite time may result in the interruption of our operations and may have an adverse effect on our business, financial condition and results of operations. Further, the approvals, licenses, registrations and permits issued to us may be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. Further, any violation of the environmental laws and regulations may result in fines, criminal sanctions, revocation of operating permits, or shutdown of our manufacturing facility. While there have been no instances in the past where any approvals, licenses, registrations and permits issued to us were suspended or revoked, we cannot assure you that the relevant authorities would not suspend or revoke any of our approvals, licenses, registrations and permits. 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. In the event that we are unable to obtain such approvals in a timely manner or at all, our business operations may be materially and adversely affected.

18. There are outstanding legal proceedings involving our Company, its Directors, and its Promoter.

There are outstanding legal proceedings involving our Company, its Directors, and its Promoter. These proceedings are pending at different levels of adjudication before various authorities. For further details, please refer to the chapter titled "**Outstanding Litigation and Material Developments**" beginning on page 36 of this Draft Prospectus. The details of such outstanding litigations as at the date of the Draft Prospectus are as follows:

(Rs. in lakhs)

Nature of Cases	Number of outstanding cases	Amount Involved*
Litigation involving our Company		
Criminal proceedings against our Company	3	Not ascertainable [#]
Criminal proceedings by our Company	Nil	Nil
Material civil litigation against our Company	4	Not ascertainable [#]
Material civil litigation by our Company**	1	4.09
Actions by statutory or regulatory Authorities	1	3.60
Direct and indirect tax proceedings	14	19.11
Litigation involving our Directors (other than Promoters)		
Criminal proceedings against our Directors	Nil	Nil

Nature of Cases	Number of outstanding cases	Amount Involved*
Criminal proceedings by our Directors	Nil	Nil
Material civil litigation against our Directors	Nil	Nil
Material civil litigation by our Directors	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	3	4.05
<i>Litigation involving our Promoters</i>		
Criminal proceedings against our Promoters	2	Not ascertainable [#]
Criminal proceedings by our Promoters	Nil	Nil
Material civil litigation against our Promoters	1	53.84
Material civil litigation by our Promoters	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	1	44.15

[#]Not ascertainable at this stage for a certain matter as amount of compensation and/or fine may be adjudged upon the conclusion of the litigation and once the order is passed

Our Company had received a notice under section 276C (2) of the Income Tax Act, 1961 (“IT Act”) dated January 25, 2017 bearing number Pr.CIT-1/ABD/Pros/DRTL/16-17 from the Commissioner of Income Tax-1, Ahmedabad (“CIT”) whereby the CIT requested to show cause as to why prosecution under section 276C(2) of the IT Act should not be launched against the Company for failure to furnish the liable tax on time.

Subsequently, the CIT on February 23, 2017 passed an order bearing number CIT/ABD-1/DRTL/279/2015-16 held that the Company the failing to pay the liable tax on time had utilized government funds in an unauthorized manner and directed Nilabhra Dasgupta, Deputy Commissioner of Income Tax, Circle-1(1)(2), Ahmedabad (“DCIT”) to file necessary complaint in the appropriate court against the assessee, Deem Roll-Tech Limited under section 276C(2) of the IT Act. Accordingly, DCIT has filed a criminal complaint against the Company before the Hon’ble Court of Additional Chief Metropolitan Magistrate at Ahmedabad bearing criminal case number 20463/2017. The DCIT prayed for issuance of appropriate process under section 276C (2) r.w.s. 278B of the IT Act against the Company, Jyoti Prasad Bhattacharya, Ranjit Dey, Piyush Kanti Dey. The matter is presently pending and the next date of hearing was listed on February 02, 2024.

. Section 276C provides for punishment in the case of wilful attempt to evade tax, penalty or interest or under-reporting of income. As per section 276C if a person wilfully attempts to evade tax, penalty or interest or under-reports his income, then in addition to any penalty that may be imposable on him under any other provision of the Act, he shall be punished as follows: (i) with rigorous imprisonment which shall not be less than 6 months but which may extend to seven years and with fine where tax sought to be evaded exceeds Rs. 25 lakhs. If an adverse order is passed against the Company, the Company may be liable to a fine which is not determinable at this juncture and the Directors shall be liable to be proceeded against and punished in accordance with the provisions of this IT Act. Further, the penalty if levied under the other provisions of the Income tax act shall be such amount as the Assessing Officer may direct, and in the case of a continuing default, such further amount or amounts as the Assessing Officer may, from time to time, direct, so, however, that the total amount of penalty does not exceed the amount of tax in arrears, ie, Rs. 31.82 lakhs.ss

The Company is unable to ascertain the amount involved at this juncture as amount of compensation and/or fine including any imprisonment, which may be adjudged upon the conclusion of the litigation and once the order is passed. However, in the event an adverse order is passed against our Company, it may have a material and/or financial impact on the business of the Company.

We may be required to devote management and financial resources in the defense or prosecution of such legal proceedings. Should any new developments arise, including a change in Indian laws or rulings against us by the appellate courts or tribunals, we may face losses and we may have to make further provisions in our financial statements, which could increase our expenses and our liabilities. Decisions in such proceedings, adverse to our interests, may have a material adverse effect on our business, cash flows, financial condition, and results of operations. Failure to successfully defend these or other claims, or if our current provisions prove to be inadequate, our business and results of operations could be adversely affected. Even if we are successful

in defending such cases, we will be subject to legal and other costs relating to defending such litigation, and such costs could be substantial. In addition, we cannot assure you that similar proceedings will not be initiated in the future. Any adverse order or direction in these cases by the concerned authorities, even though not quantifiable, may have an adverse effect on our reputation, brand, business, results of operations and financial condition.

For further details, please refer to "*Outstanding Litigation and Material Developments*" on page 36 of this Draft Prospectus.

23. Our Promoters and Promoter Group will, even after the culmination of this Issue, continue to be our largest Shareholders and can influence the outcome of resolutions, which may potentially involve conflicts of interest with the other Equity Shareholders.

Currently, our Promoters and members of the Promoter Group hold nearly the entire paid-up Equity Share Capital of our Company and they will continue to hold majority of our Equity Share Capital after the completion of this Issue. While there is no shareholder agreement in place between our Promoters and/or members of the Promoter Group, they will nevertheless, collectively, will have the ability to significantly influence our corporate decision-making process. This will include the ability to appoint Directors on our Board and the right to approve significant actions at the Board and at the Shareholders meetings, including the issue of Equity Shares and dividend payments, business plans, mergers and acquisitions, any consolidation or joint venture arrangements and any amendment to the constitutional documents. We cannot assure you that the interest of our Promoters and members of the Promoter Group in any such scenario will not conflict with the interest of other Shareholders or with our interests. Any such conflict may adversely affect our ability to execute our business strategy or to operate our business effectively or in the best interests of the other Shareholders of our Company.

33. Our operations could be adversely affected by strikes, work stoppages, demands for increased wages or any other kind of employee dispute.

While we have never had a labour strike in the past and none of our full-time employees are in a union and we believe we enjoy a good relationship with our workforce, there can be no assurance that we may not experience disruptions in our operations due to disputes or other problems with our work force such as work stoppages, labour strikes, increased wage demands or any other kind of employee dispute that could adversely affect our business and results of operations. These actions are impossible for us to predict or control and any such event could adversely affect our business, results of operations and financial condition.

34. We are unable to trace some of our historical records and there are certain discrepancies in records available with us as well as our filings with the RoC. There have been certain instances of non-compliances, including with respect to certain secretarial/ regulatory filings for corporate actions taken by our Company in the past. Consequently, we may be subject to regulatory actions and penalties for any such non-compliance and our business, financial condition and reputation may be adversely affected.

Our Company has not been able to trace records of certain forms that were required to be filed by our Company with the RoC in the past. For instance, we are unable to trace certain share transfer forms (SH-4) prior to the year 2015 and the same are not available in the records of our Company. We cannot assure you that the abovementioned forms will be available in the future.

Further, in the past, certain filings and corporate authorizations made by our Company have not been made in strict compliance of the Companies Act, 2013 and or the Secretarial Standards, such as certain mandatory attachments required to be attached to the forms filed with the RoC were not attached. For instance, consent of Auditor was inadvertently not attached to e-form ADT-1 form filed in e-form GNL-2 for the year 2014. Additionally, certain forms filed by our Company in the past had factual inaccuracies or were not made in the manner required under the Companies Act, 1956, the Companies Act, 2013, which related to, amongst others, incorrect references to the relevant provisions of the Companies Act, 1956 and the Companies Act, 2013 and typographical error in recording of names of allottees in the forms and resolutions. For instance, there was a typographical error in the list of allottees and number of shares allotted in the form form 2 filed for the allotment dated March 25, 2012 and the annual return attached to form 20B for the year 2008 was not in legible form. Further, we cannot assure you that our Company has filed all forms in a timely manner or at all, in the past. We also cannot assure you that the statutory authorities will not impose any penalty and if imposed that such penalty will not have a material adverse effect on our business, operations and financial results.

40. Any variation in the utilization of the Net Proceeds as disclosed in this Draft Prospectus shall be subject to certain compliance requirements, including prior approval of the shareholders of our Company.

We propose to utilize the Net Proceeds towards funding capital expenditure towards expansion of our existing Manufacturing Unit at Plot No. 110/1,110/2, New Survey No. 202, Village Ganeshpura, Mehsana, Gujarat, India ("Manufacturing Unit 2") and funding our working capital requirements and general corporate purposes. For further details of the proposed objects of the Issue, see "Objects of the Issue" beginning on page 77 of this Draft Prospectus. However, these objects of our Company have not been appraised by any bank, financial institution or other independent agency and are based on management estimates.

At this stage, we cannot determine with any certainty if we would require the Net Proceeds to meet any other expenditure or fund any exigencies arising out of the competitive environment, business conditions, economic conditions or other factors beyond our control. In accordance with the Companies Act, 2013 and the SEBI ICDR Regulations, we cannot undertake any variation in the utilization of the Net Proceeds as disclosed in this Draft Prospectus without obtaining the approval of shareholders of our Company through a special resolution. In the event of any such circumstances that require us to vary the disclosed utilization of the Net Proceeds, we may not be able to obtain the approval of the shareholders of our Company in a timely manner, or at all. Any delay or inability in obtaining such approval of the shareholders of our Company may adversely affect our business or operations.

Further, our Promoter would be required to provide an exit opportunity to the shareholders of our Company who do not agree with our proposal to modify the objects of the Issue, at a price and manner as prescribed by SEBI. Additionally, the requirement to provide an exit opportunity to such dissenting shareholders of our Company may deter our Promoter from agreeing to the variation of the proposed utilization of the Net Proceeds, even if such variation is in the interest of our Company.

Further, we cannot assure you that the Promoter will have adequate resources at their disposal at all times to enable them to provide an exit opportunity. In light of these factors, we may not be able to vary the objects of the Issue to use any unutilized proceeds of the Issue, if any, even if such variation is in the interest of our Company. This may restrict our Company's ability to respond to any change in our business or financial condition, if any, which may adversely affect our business and results of operations.

41. Our Company has mortgaged its immovable properties including factory land against the manufacturing facility availed by us.

Our Company has mortgaged its immovable properties including its factory land and building to secure our credit facilities. Further, if we fail to service our debt obligations, the lenders have the right to enforce the security created in respect of our secured borrowings. If the lenders choose to enforce security and dispose our assets to recover the amounts due from us, our business, results of operations and financial condition may be adversely affected.

42. Our Promoters, have mortgaged their personal properties and provided personal guarantees for our borrowings to secure our credit facilities. Our business, financial condition, results of operations, cash flows and prospects may be adversely affected by the revocation of all or any of the personal provided by our Promoter in connection with our Company's borrowings.

Mr. Jyoti Prasad Bhattacharya, our Promoter have mortgaged ~~their~~ his personal properties and provided personal guarantees for our borrowings to secure our credit facilities. If any of these guarantees are revoked, our lenders may require alternative guarantees or collateral or cancellation of such facilities, entailing repayment of amounts outstanding under such facilities. If we are unable to procure alternative guarantees satisfactory to our lenders, we may need to seek alternative sources of capital, which may not be available to us at commercially reasonable terms or at all, or to agree to more onerous terms under our financing agreements, which may limit our operational flexibility. Accordingly, our business, financial condition, results of operations, cash flows and prospects may be adversely affected by the revocation of all or any of the personal and/or corporate guarantees provided by our Promoter in connection with our Company's borrowings. For further details, please see "Financial Indebtedness" on page 216 of the Draft Prospectus.

SECTION - III –INTRODUCTION

THE ISSUE

^ Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

GENERAL INFORMATION

COMPANY SECRETARY & COMPLIANCE OFFICER

Alka Kumari is our Company Secretary and Compliance Officer. Her contact details are as follows:

Alka Kumari

Survey No.110/1, P-1,110/2

Ganeshpura, Ta:Kadi Mahesana

Gujarat 382729 India

Tel No: +91 8511006469

Email: cs@deemrolls.com.

CAPITAL STRUCTURE

Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

1. Shareholding Pattern of our Company

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

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I - Our Shareholding Pattern

Category (I)	Category of Shareholder (II)	No. 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 No of Shares held (VII = IV + V + VI)	Shareholding as a % of total No. of Shares (calculated as per SCRR,1957 (As a % of (A + B + C2) (VIII)	Number of Voting Rights held in each Class of securities (IX)		No of underlying outstanding convertible securities (incl. Warrants) (X)	Shareholding as a % assuming full convertible securities (as a % of diluted share capital (As a % of (A + B + C2) (XI = VII + X)	Number of Locked in shares (XII)		No. of shares Pledged or Otherwise Encumbered (XIII)		No. of Equity shares held in Demat Form (XIV)
								No of voting Right	Total as % of (A+B+C)			No (a)	As a % of total shares held (b)	No (a)	As a % of total shares held (b)	
A	Promoter(s) and Promoter Group	5	55,94,622	--	--	55,94,622	95.84	55,24,992	95.84	--	--	--	--	--	--	55,94,622
B	Public	7	2,42,650	--	--	2,42,650	4.16	2,42,650	4.16	--	--	--	--	--	--	2,42,650
C	Non-Promoter Non-Public	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--
C1	Shares Underlying DRs	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--
C2	Shares held by Employee Trusts	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--
	Total (A+B+C)	12	58,37,272	--	--	58,37,272	100.00	58,37,272	100.00	--	--	--	--	--	--	58,37,272

Note:

As on the date of this Draft Prospectus 1 Equity Share holds 1 vote

PAN of the Shareholders will be provided by our Company prior to Listing of Equity Shares on the Stock Exchange.

Our Company will file shareholding pattern of our Company, in the form prescribed under Regulation 31 of the SEBI Listing Regulations, one day prior to the listing of the Equity Shares. The Shareholding pattern will be uploaded on the website of EMERGE platform of NSE Limited before commencement of trading of such equity shares.

7. The shareholding pattern of our Promoter, Promoter Group and Public before and after the Issue is set forth below:

Particulars	Pre-Issue		Post-Issue*	
	Number of Equity Shares	Percentage (%) holding	Number of Equity Shares	Percentage (%) holding
Promoter (A)				
Jyoti Prasad Bhattacharya	53,16,102	91.07%	[●]	[●]
Dev Bhattacharya	69,630	1.19%	[●]	[●]
Total (A)	53,85,732	92.26%	[●]	[●]
Promoter Group (B)				
Madhuchhanda Bhattacharya	69,630	1.19%	[●]	[●]
Manjushree Bhattacharya	69,630	1.19%	[●]	[●]
Raima Bhattacharya	69,630	1.19%	[●]	[●]
Total (B)	2,08,890	3.58%	[●]	[●]
Public (C)				
Debashish choudhury	67,520	1.16%	[●]	[●]
Vivek Poddar	21,100	0.36%	[●]	[●]
Krishnendu Roy	21,100	0.36%	[●]	[●]
Supriyo Das	21,100	0.36%	[●]	[●]
Sami Ahmed	21,100	0.36%	[●]	[●]
Razi Ahmed	21,100	0.36%	[●]	[●]
Rajit Davidson	69,630	1.19%	[●]	[●]
Total (C)	2,42,650	4.16%	[●]	[●]
Total (A+B+C)	58,37,272	100%	[●]	[●]

*Subject to finalization of Basis of Allotment

10. History of the Equity Share capital held by our Promoter

As on the date of this Draft Prospectus, our Promoters holds 53,85,732 Equity Shares, equivalent to 92.26 % of the issued, subscribed and paid-up Equity Share capital of our Company.

a. Capital built-up of our Promoter:

Name of the Promoter: Dev Jyotiprasad Bhattacharya								
Date of allotment / Transfer	No. of Equity Shares	Nature of Consideration	Face Value (₹)	Issue / Acquisition / Transfer Price per Equity Share (₹) ⁽ⁱ⁾	Nature of transaction	Cumulative No. of Equity Shares	Percentage of the pre-Issue capital (in %)	Percentage of the post-Issue capital (in %)
January 5, 2008	100	Cash	10	10	Further Allotment	100	0.00	[●]
June 18, 2014*	100	N.A.	10	Nil	Transfer to Jyoti Prasad Bhattacharya through gift	Nil	0.00	[●]
September 26, 2018	8,250	Cash	10	87	Transfer from samirabanu	8,250	0.14	[●]
September 26, 2018	8,250	Cash	10	87	Transfer from Komal Parikh	16,500	0.14	[●]
July 4, 2023	53,130	Other than cash	10	N.A.	Bonus Issue	69,630	0.91	[●]
Total	69,630						1.19	

*Our Company has been unable to trace the share transfer forms in relation to transfers made prior to or during 2014. Accordingly, reliance has been placed on the Company's annual returns, the register of members, the register of transfers and board resolutions noting the transfers, where available Forms for some of the above-mentioned allotments are not available with the Company. Details in respect of share allotments have been inserted based on allotment registers and limited information available with the Company. Please refer to "Risk Factors" on page 6 of this Draft Prospectus

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

Name of the Promoters	No. of Equity Shares held	Average cost of Acquisition (in ₹) *
Jyoti Prasad Bhattacharya	53,16,102	6.48
Dev Jyotiprasad Bhattacharya	69,630	20.60

*As certified by Statutory Auditor M/S S N Shah & Associates., Chartered Accountants, pursuant to their certificate dated January 3, 2024.

13. Details of Promoter contribution locked in for three (3) years:

- ii. Pursuant to the Regulations 236 and 238 of SEBI ICDR Regulations, an aggregate of at least 20% of the post Issue Equity Share capital of our Company held by our Promoter shall be considered as promoter's contribution ("Minimum Promoter's Contribution") and shall be locked-in for a period of three years from the date of Allotment in this Issue.
- iii. As on date of this Draft Prospectus, our Promoters holds 53,85,732 Equity Shares constituting [●] % of the post-Issue Paid-up Equity Share Capital of our Company, which are eligible for the Promoter's Contribution.
- iv. Our Promoters have consented to include such number of Equity Shares held by him as may constitute of the post issue Equity Share capital of our Company as Minimum 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 Draft Prospectus until the commencement of the lock-in period specified above. Details of the Equity Shares forming part of Promoter Contribution and his lock-in details are as follows*:

Name of Promoters	Date of Allotment/ Acquisition and when made fully paid-up	Nature of Acquisition	No. of Equity Shares	Face Value (in ₹)	Issue Price per Equity share (in ₹)	% of Pre-Issue Equity share capital	% of Post Issue Equity share Capital	Lock in Period
Jyoti Prasad Bhattacharya	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]
Dev Jyotiprasad Bhattacharya	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]
Total			[●]			[●]		[●]

**To be included in the Prospectus.*

- v. The Minimum Promoters' Contribution has been brought in to the extent of not less than the specified minimum lot and from the persons defined as 'promoter' under the SEBI ICDR Regulations. All the Equity Shares, which are being locked-in are not ineligible for computation of Minimum Promoters' Contribution under Regulation 237 of the SEBI ICDR Regulations and are being locked in for 3 years as per Regulation 238(a) of the SEBI (ICDR) Regulations i.e. for a period of three years from the date of allotment of Equity Shares in this Issue.
- vi. In this computation, as per Regulation 237 of the SEBI ICDR Regulations, our Company confirms that the Equity Shares which are being locked-in as Minimum Promoters' Contribution do not consist of:
- Equity Shares acquired during the three (3) years preceding the date of filing of this Draft Prospectus for consideration other than cash and revaluation of assets or capitalization of intangible assets involved in such transactions or resulting from a bonus issue by utilization of revaluation reserves or unrealized profits of our Company or from bonus issue against Equity Shares which are ineligible for computation of minimum Promoters' contribution;
 - Equity Shares acquired by our Promoters during the preceding one (1) year, at a price lower than the price at which Equity Shares are being issued to the public in the Issue;
 - The Equity Shares held by the Promoters that are subject to any pledge or any other form of encumbrance
- vii. Our Company has not been formed by the conversion of a partnership firm or a limited liability partnership firm into a company and hence, no Equity Shares have been issued in the one year immediately preceding the date of this Draft Prospectus pursuant to conversion from a partnership firm;
- viii. As on the date of this Draft Prospectus, the Equity Shares held by our Promoters are in dematerialised form.

14. Equity Shares locked-in for one year other than Minimum Promoters' Contribution.

Pursuant to regulation 238(b) and 239 of the SEBI (ICDR) Regulations, other than the Equity Shares held by our Promoters, which will be locked-in as Minimum Promoters' Contribution for three years, all pre-Issue equity shares constituting [●] Equity Shares shall be subject to lock-in for a period of one year from the date of Allotment in this Issue.

15. Transferability of Locked in Equity Shares

- In terms of Regulation 243 of SEBI ICDR Regulations, the Equity Shares held by Promoters prior to the Issue and locked in as per Regulation 238 of the SEBI (ICDR) Regulations may be transferred to 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 the transferee and such transferee shall not be eligible to transfer them till the lock-in period stipulated has expired.
- Further, pursuant to Regulation 243 of 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 SEBI ICDR Regulations, along with the Equity Shares proposed to be transferred, provided that lock-in on such Equity

Shares will continue for the remaining period with the transferee and such transferee shall not be eligible to transfer such Equity Shares till the lock-in period stipulated under SEBI ICDR Regulations has ended, subject to compliance with SEBI Takeover Regulations, as applicable.

16. Pledge of Locked in Equity Shares

In terms of Regulation 242 of the SEBI ICDR Regulations, the locked-in Equity Shares held by our Promoters can be pledged 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 or a systemically important non-banking finance company or a housing finance company, subject to the following:

- a. If the Equity Shares are locked-in in terms of clause (a) of Regulation 238 of the SEBI ICDR Regulations, the loan has been granted by such bank or institution for the purpose of financing one or more of the objects of the Issue and the pledge of Equity Shares is one of the terms of sanction of the loan;
- b. If the Equity Shares are locked-in in terms of clause (b) of Regulation 238 of the SEBI ICDR Regulations, the pledge of Equity Shares is one of the terms of sanction of the loan.

Provided that such lock-in shall continue pursuant to the invocation of the pledge and such transferee shall not be eligible to transfer the Equity Shares till the lock-in period stipulated in these regulations has expired.

19. As on the date of this Draft Prospectus, none of the Equity Shares held by our Promoters / Promoter Group are subject to any pledge.
20. None of the persons/entities comprising our Promoter Group, our Directors or their relatives have financed the purchase by any other person of securities of our Company other than in the normal course of the business of any such entity/individual or otherwise during the period of six (6) months immediately preceding the date of this Draft Prospectus.
23. Our Company, our Promoters, our Directors and the Lead Manager have not entered into any buy-back and/or standby and/or similar arrangements for the purchase of Equity Shares being issued through the Issue from any person.
24. All transactions in Equity Shares by our Promoters and members of our Promoter Group between the date of filing of this Draft Prospectus and the date of closing of the Issue shall be reported to the Stock Exchange within 24 hours of such transactions.
25. Our Promoters and the members of our Promoter Group shall not participate in this Issue.
27. No person connected with the Issue, including, but not limited to, the Lead Manager, the members of the Syndicate, our Company, Directors, Promoters and member of our Promoter Group shall issue any incentive, whether direct or indirect, in the nature of discount, commission, and allowance, or otherwise, whether in cash or kind or services or otherwise to any Applicant.

SECTION - IV – PARTICULARS OF THE ISSUE

OBJECTS OF THE ISSUE

Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

SCHEDULE OF IMPLEMENTATION AND DEPLOYMENT OF NET PROCEEDS

We propose to deploy the Net Proceeds for the aforesaid purposes in accordance with the estimated schedule of implementation and deployment of funds as set forth in the table below: (₹ in Lakhs)

Particulars	Amount to be funded from Net Proceeds	Estimated utilization of Net Proceeds in Fiscal 2024	Estimated utilization of Net Proceeds in Fiscal 2025
Funding capital expenditure towards expansion of our existing manufacturing facility at Plot No. 110/1,110/2, New Survey No. 202, Village Ganeshpura, Mehsana, Gujarat, India (“Manufacturing Unit 2”)	Upto 2000.00	Upto 2000.00	Nil
Funding our Working Capital Requirements	Upto 500.00	Upto 300.00	Upto 200.00
General corporate purposes*	[●]	[●]	[●]
Net Proceeds of the issue	[●]	[●]	[●]

*To be finalised upon determination of Issue Price and updated in the Prospectus. The amount utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds.

DETAILS OF THE OBJECTS OF THE FRESH ISSUE

- A. *Funding capital expenditure towards expansion of our existing manufacturing facility at Plot No. 110/1,110/2, New Survey No. 202, Village Ganeshpura, Mehsana, Gujarat, India (“Manufacturing Unit 2”);*

Building

Building work for the expansion mainly includes factory shed, utilities, under-ground water tank, office building and electric substation, among others. The total estimated cost for building and civil works is ₹ 951.00 lakhs. Our Company has received quotation dated January 02, 2024 which is valid upto March 02, 2024 from M/s. Akurai PEB LLP for the site development and civil works.

Nature of works	Area in mtrs.	Rate per mtrs. (in ₹)	(₹ in Lakhs)
Factory Shed	4181 m ²	22745	951.00

Our Promoter, Directors and Key Managerial Personnel or Senior Management Personnel do not have any interest in engineering, procurement and construction of the building work as above.

Plant & Machinery:

Our Company proposes to acquire plant and machineries at an estimated cost of ₹ 1151.78 lakhs. Our Company has identified the type of plant and machinery to be purchased for the proposed expansion of our Manufacturing Unit 2 and obtained quotations from various vendors but we are yet to place order for 100% of the plant and machinery. The detailed list of plant & machinery to be acquired by our Company is provided below:

Sr. No.	Machine Name	Qty	Total Cost* (₹ in lakhs)	Vendor	Date of Quotation/ Purchase Order	Validity
1.	20 ton Gearless Pouring Ladle	1	13.21	Qingdao Hezhi Machinery Co. Ltd.	January 3, 2024	March 3, 2024

2.	JKFE PV 06	1	4.40	J.K. Foundry Engineers	January 2, 2024	March 02, 2024
3.	JKFE SILMIX 600	1	14.50	J.K. Foundry Engineers	January 2, 2024	March 02, 2024
4.	Orange Peel Grab 2.5 CBM	1	20.36	Apical Engineering & Solutions Pvt. Ltd.	January 2, 2024	February 16, 2024
5.	"Tacklers" Double Girder E.O.T Cranes	1	192.06	Techno Industries	January 3, 2024	March 3, 2024
6.	Electronic Digital Crane Scale	1	25.92	EHP India	January 4, 2024	February 18, 2024
7.	Induction Holding System	1	204.49	Electrotherm	January 2, 2024	March 02, 2024
8.	Dust Collection System	1	51.67	Techflow Enterprises Pvt. Ltd	January 4, 2024	March 04, 2024
9.	30T Gas Fired Vertical Pre heater	1	20.30	The Wesman Engineering Co. Pvt. Ltd.	January 3, 2024	March 03, 2024
10.	20T Shake out Machine	1	47.20	The Wesman Engineering Co. Pvt. Ltd.	January 3, 2024	March 03, 2024
11.	Vertical CCM for producing Rings	1	205.90	Sinya Metallurgical Technologies Co.Ltd	January 1, 2024	March 01, 2024
12.	Chillers	1	113.28	Sinya Metallurgical Technologies Co.Ltd	January 1, 2024	March 01, 2024
13.	Heat Treatment Furnace	1	235.41	AFECO heating Systems	January 2, 2024	April 01, 2024
14.	Trinocular Inverted Metallurgical Microscope	1	3.08	TME Testing & Measuring Equipments	January 1, 2024	February 14, 2024
TOTAL			1151.78			

**including taxes*

B. Funding our working capital requirements

Expected working capital requirements

The estimates of the working capital requirements for the Financial Year ended March 31, 2024 and March 31, 2025 has been prepared based on the management estimates of current and future financial performance. The projection has been prepared using set of assumptions that include assumptions about future events and management's action that are not necessarily expected to occur.

On the basis of our existing working capital requirements and estimated working capital requirements, our Board pursuant to its resolution dated August 28, 2023 has approved the projected working capital requirements for Financial Year ended March 31, 2024 and March 31, 2025 with the assumptions and justifications for holding levels, and the proposed funding of such working capital requirements, as set forth below:

(₹ in lakhs)

Sr. No.	Particulars	As at March 31, 2025 (Projected)	As at March 31, 2024 (Estimated)
I	Current assets		
	Trade receivables	3750.00	2883.10
	Inventories	2900.00	2250.00
	Short Term Loans & Advances	1149.14	1148.13
	Other Current Assets	Nil	59.28
	Total Current Assets (A)	7799.14	6340.51
II	Current liabilities		
	Trade payables	1250.00	950
	Other Current Liabilities	336.09	305.49
	Short term provisions	410.00	311.04
	Total current liabilities (B)	1996.09	1566.53
	Net working capital (A – B)	5803.05	4773.98
III	Sources of funds		
	Borrowings	2000	2000
	Internal accruals / Equity	3603.05	2473.98
	IPO Proceeds	Upto 200.00	Upto 300.00
	Total Means of Finance	5803.05	4773.98

Assumptions for our estimated working capital requirement:

The table below sets forth the details of holding levels (in days) for Fiscal 2020, Fiscal 2021, Fiscal 2022 as well as projections for Fiscal 2023, Fiscal 2024 and Fiscal 2025:

(in days)

Particulars	Holding Levels (March 31, 2025)	Holding Levels (March 31, 2024)	Holding Levels (March 31, 2023)	Holding Levels (March 31, 2022)	Holding Levels (March 31, 2021)
	Projected	Estimated	Actual	Actual*	Actual*
Inventories	90	90	93	80	140
Trade receivables	70	70	68	63	72
Short Term Loans & Advances	28	36	29	30	23
Other Current Assets	0	2	3	2	4
Total Current Assets (A)	188	197	193	175	240
Current Liabilities (excluding borrowings and income tax liabilities)					
Trade payables	30	30	45	57	86
Short term provisions	10	10	9	7	4

Particulars	Holding Levels (March 31, 2025)	Holding Levels (March 31, 2024)	Holding Levels (March 31, 2023)	Holding Levels (March 31, 2022)	Holding Levels (March 31, 2021)
	Projected	Estimated	Actual	Actual*	Actual*
Other Current Liabilities	8	9	13	20	26
Total current liabilities (B)	48	49	67	84	116
Working Capital Cycle (A-B)	140	148	126	91	123

*As certified by Statutory Auditor S N Shah & Associates, Chartered Accountants through their certificate dated September 11, 2023

A. Justification

Inventories	Inventories are maintained by our Company depending upon the demand and delivery schedules. We have assumed Inventories turnover days to be around 90 days for Fiscal 2024 and 90 days for FY 2025. The Holding levels of the inventories were 140 days in Fiscal 2021 and 80 days in Fiscal 2022. The business operations during the said periods were impacted by Covid-19. However, the holding level was reduced to 80 days in Fiscal 2022. The Holding levels of the inventories were 93 days in Fiscal 2023.
Trade Receivable	We have maintain holding level for trade receivable. The Holding levels of the trade receivable were 72 days in Fiscal 2021, 63 days in Fiscal 2022 and 68 days in Fiscal 2023. We have been able to maintain the trade receivables around normalcy during the previous three Fiscals 2023, 2022 and 2021 irrespective of the Covid-19 impact.
Short Term Loans & Advances	Short term loan and advance consist of balance with government authorities, advance to employees etc. The holding level of Short Term Loans & Advances of our Company were 29 days in Fiscal 2023, 30 days in Fiscal 2022, 23 days in Fiscal 2021.
Other Current Assets	Our Company had maintained holding level of other current assets at 3 days in Fiscal 2023, 2 days in Fiscal 2022, 4 days in Fiscal 2021.
Trade Payable	For Fiscal 2024 and Fiscal 2025, we expect to utilize proceeds of the issue to rationalize the creditors payment days and thus intends to get benefits of better pricing by offering faster payment terms. The holding level of our creditors payment period had come down from 86 days in Fiscal 2021 to 57 days in Fiscal 2022 and to 45 days in Fiscal 2023.
Other Current liabilities	This consists of amounts payable to employees and towards other expenses and are assumed to be having payment cycle as per the terms and conditions prevailing for each such financial liability. The holding level of other financial liabilities has ranged 13 days in Fiscal 2023, 20 days in Fiscal 2022 and 26 days in Fiscal 2021.
Short term provision	The holding levels of short term provision has ranged of 9 days in Fiscal 2023, 7 days in Fiscal 2022 and 4 days in Fiscal 2021.

The increase in working capital is on account of increase in revenue from operations estimated for the FY 2024 and 2025. The higher sales in FY 2025 is also attributable to the expansion of production capacity which shall commence manufacturing in FY 2025. Further, the increase in net working capital is also due to rationalization of trade payable to 30 days in FY 2024 and 2025 as against 45 days in FY 2023. This is in line with the strategy of the company to reduce the trade payable over the years, for e.g., the trade payable have reduced to 45 days in 2023 from 86 days in 2021.

We believe that our growth in revenue for FY 2024 and 2025 would be both organic and also attributable to the proposed expansion and investment in plant & machinery out of proceeds received from IPO. We further believe that the expansion should result in improvement in process and value addition. Thus, resulting in increase in revenue from operations and profitability of the Company.

BUSINESS OVERVIEW

Our Equipment

The details of key plant and machineries in our Manufacturing Units are given herein below:

Sr. No.	Description (including make, model etc)	Quantity	Automated / Manual	Status
Manufacturing Unit 1				
1	Small Lathe Machines-Swing 460mm, Length 2080mm	4	Manual	owned
2	Medium Lathe Machines-Swing 700-760mm, Length 2080mm	2	Manual	owned
3	Pillar Drill Machine-50 MM Spindle Dia	1	Manual	owned
4	Induction Furnace-1 Ton	2	Manual	owned
5	Induction Furnace-3 Tons	1	Manual	owned
6	Heat Treatment Furnace-30 Tons	1	Manual	owned
7	Heat Treatment Furnace-80 Tons	1	Manual	owned
8	CC Machine	1	Manual	owned
Manufacturing Unit 2				
1.	Small Lathe Machines-Swing 350-600 MM	20	Manual	owned
2.	Medium Lathe Machines-Swing 601-850 MM	10	Manual	owned
3.	Large Lathe Machines-Swing 851-1100 MM	5	Manual	owned
4.	Very Large Lathe Machines-Swing 1101-1350 MM	2	Manual	owned
5.	Small CNC Lathe Machine-Swing 650MM, Length 3000 MM	1	Automatic	owned
6.	Medium Lathe Machines-Swing 830MM, Length 2900 MM	2	Automatic	owned
7.	Large Lathe Machines-Swing 1050MM, Length 3300 MM	1	Automatic	owned
8.	Small Vertical Turret Lathe Machine-Swing 500MM,Length 400MM	1	Manual	owned
9.	Large Vertical Turret Lathe Machine-Swing 1060MM,Length 600MM	1	Manual	owned
10.	Small Horizontal Boring Machine-70 MM Spindle Dia	1	Manual	owned
11.	Medium Horizontal Boring Machine-80 MM Spindle Dia	3	Manual	owned
12.	Large Horizontal Boring Machine-90 MM Spindle Dia	2	Manual	owned
13.	Very-Large Horizontal Boring Machine-100 MM Spindle Dia	3	Manual	owned
14.	Vertical Milling Machine-70 MM Spindle Dia	1	Manual	owned
15.	Shaper Machine-24.5 Inch	1	Manual	owned
16.	Small Cylindrical Grinding Machine-Swing 550 MM, Length 1900 MM	1	Manual	owned
17.	Medium Cylindrical Grinding Machine-Swing 850 MM, Length 3000 MM	1	Manual	owned
18.	Large Cylindrical Grinding Machine-Swing 1120 MM, Length 5000 MM	1	Manual	owned
19.	Bore Grinding Machine	1	Manual	owned
20.	Radial Drill Machine-95 MM Spindle Dia	1	Manual	owned
21.	Pillar Drill Machine-50 MM Spindle Dia	1	Manual	owned
22.	Engraving Machine	1	Manual	owned
23.	Induction Furnace-6 Tons	2	Manual	owned
24.	Induction Furnace-12 Tons	1	Manual	owned

Sr. No.	Description (including make, model etc)	Quantity	Automated / Manual	Status
25.	Heat Treatment Furnace-80 Tons Capacity	1	Manual	owned
26.	Diesel Generator-250KVA/200KW 3 Phase CPCII	1	Manual	owned
27.	CC Machine	1	Manual	owned
Manufacturing Unit 3				
1.	Small Lathe Machines-Swing 350-600 MM	9	Manual	owned
2.	Medium Lathe Machines-Swing 601-700 MM	4	Manual	owned
3.	Medium Horizontal Boring Machine-80 MM Spindle Dia	1	Manual	owned
4.	Large Horizontal Boring Machine-90 MM Spindle Dia	1	Manual	owned
5.	Very-Large Horizontal Boring Machine-100 MM Spindle Dia	2	Manual	owned
6.	Vertical Milling Machine-70 MM Spindle Dia	2	Manual	owned
7.	Shaper Machine-24.5 Inch	1	Manual	owned
8.	Small Cylindrical Grinding Machine-Swing 450 MM, Length 1800 MM	1	Manual	owned
9.	Medium Cylindrical Grinding Machine-Swing 590 MM Length 2600 MM	1	Manual	owned
10.	Radial Drill Machine-70 MM Spindle Dia	1	Manual	owned
11.	Induction Furnace-3 Tons	2	Manual	owned
12.	Induction Furnace-1 Tons	1	Manual	owned
13.	Heat Treatment Furnace-20 Tons Capacity	2	Manual	owned
14.	Dry Oven-15 Tons Capacity	1	Manual	owned

EXPORT AND EXPORT OBLIGATION

Our Company export our products to more than 10 (ten) countries. Some of the key geographies to which our Company export its products include USA, Germany, Europe, Middle East, Oman, Saudi Arabia, South Africa, Nepal and Bangladesh. During the Fiscal 2023, Fiscal 2022 and Fiscal 2021, sales from exports of our Company, as a percentage of revenue from operations of our Company were 20.00%, 16.91% and 16.56%, respectively.

OUR CUSTOMERS AND CUSTOMER CONTRACTS

We have a well-diversified customer base spread across iron and steel rolling mills, who purchase our products as consumables and also across manufacturers of iron and steel rolling mills (“OEM”). Except with few customers, we do not have any long term agreements with any of our customers and we supply our Rolls based on tender or against PO. While we do not have any long term contracts with majority of our customers, we enjoy a long-standing relationship with many of our customers. Our top five customer (excluding customers’ contributing to revenue from scrap sales), as per our Restated Financial Statements, contributed to revenue from operations of ₹ 3928.00 lakhs, ₹ 3553.38 lakhs and ₹ 2670.29 lakhs, which constituted 38.00%, 38.75% and 41.86% for the Fiscal 2023, Fiscal 2022 and Fiscal 2021, respectively. We supply our Rolls in the domestic market and also export them to more than 10 countries. Our revenue from export is ₹ 2067.69 lakhs, ₹ 1,550.50 lakhs and ₹ 1056.27 lakhs, which constituted 20.00%, 16.91% and 16.56% of our revenue from operations for the Fiscal 2023, Fiscal 2022 and Fiscal 2021, respectively.

OUR PROPERTIES

Immovable Properties

We own and lease certain properties for our corporate operations and office. The brief details of some of the material properties owned/leased by our Company are set out below:

Sr. No	Details of the Property	Area in sq. mtrs.	Date of Agreement/ Tenure of Agreement	Owned/ Leased/Rental	Owner/ Lessor	Consideration/Lease Rental/License Fees (₹ in lakhs)	Purpose Used
1.	Plot No. 1006/1007, Chhatral GIDC, Chhatral, Tal. Kalol, Gandhinagar, Gujarat India ("Manufacturing Unit 1")	3856.26	December 15, 2005 for 99 years	Leased	GIDC Chhatral	4.82	Factory Land
2.	Plot No. 110/1,110/2, New Survey No., 202,201,204,203 Village Ganeshpura, Mehsana, Gujarat, India ("Manufacturing Unit 2" and Registered Office)	4856	May 26, 2008	Owned	N.A.	2.30	Factory Land and Registered office
		4647	April 18, 2019		N.A.	66.00	
		4682	May 21, 2019		N.A.	49.00	
		2250	February 3, 2020		N.A.	50.00	
		4758	May 25, 2008		N.A.	2.20	
3.	Chinsurah Dhaniyakali Road, Betamore, PS Dadpur, Hoogly, West Bengal India ("Manufacturing Unit 3")	2,791.74	February 4, 2010	Owned	N.A.	4.20	Factory Land
		606.90	February 4, 2010		N.A.	2.38	
		1,051.96	February 4, 2010		N.A.	4.73	
		3,681.86	February 4, 2010		N.A.	18.00	
		2,144.38	May 9, 2011		N.A.	9.50	
4.	C-3/301, Anushruti	96.15	February 10, 2021 –	Rental (leave & license)	Abheshing Rabari and	0.22 per month	Corporate Office

Sr. No	Details of the Property	Area in sq. mtrs.	Date of Agreement/ Tenure of Agreement	Owned/ Leased/Rental	Owner/ Lessor	Consideration/Lease Rental/License Fees (₹ in lakhs)	Purpose Used
	Apartment, Opp New York Tower, S.G. Highway Ahmedabad Gujarat 380054 India (Corporate Office)		January 31, 2024		Laxmiben Rabari		

CORPORATE SOCIAL RESPONSIBILITY (“CSR”)

In terms of section 135 and Schedule VII of the Companies Act, 2013, our Board of Directors has constituted CSR Committee, which has developed a CSR policy by way of which our Company will strive to meet our commitment towards the community by committing our resources and energies to social development. Our focus areas include education, environment, health and sports promotion.

HISTORY AND CERTAIN CORPORATE MATTERS

ACQUISITION OR DIVESTMENTS OF BUSINESS / UNDERTAKINGS, MERGERS AND AMALGAMATIONS, ANY REVALUATION OF ASSETS, ETC. SINCE ITS INCORPORATION

Except the revaluation reserve created for the revaluation of land as disclosed in Chapter titled “*Restated Financial Statements*” on page 186 of this Draft Prospectus, our Company has not made any material acquisitions or divestments of business/ undertakings, mergers, amalgamation, any revaluation of assets, etc. since its incorporation.

DETAILS OF GUARANTEES GIVEN TO THIRD PARTIES BY THE PROMOTERS WITH RESPECT TO THE EQUITY SHARES OF THE COMPANY

As on the date of this Draft Prospectus, no guarantee has been issued by our Promoters with respect to the Equity Shares of the Company.

OUR MANAGEMENT

Brief Biographies of our Directors

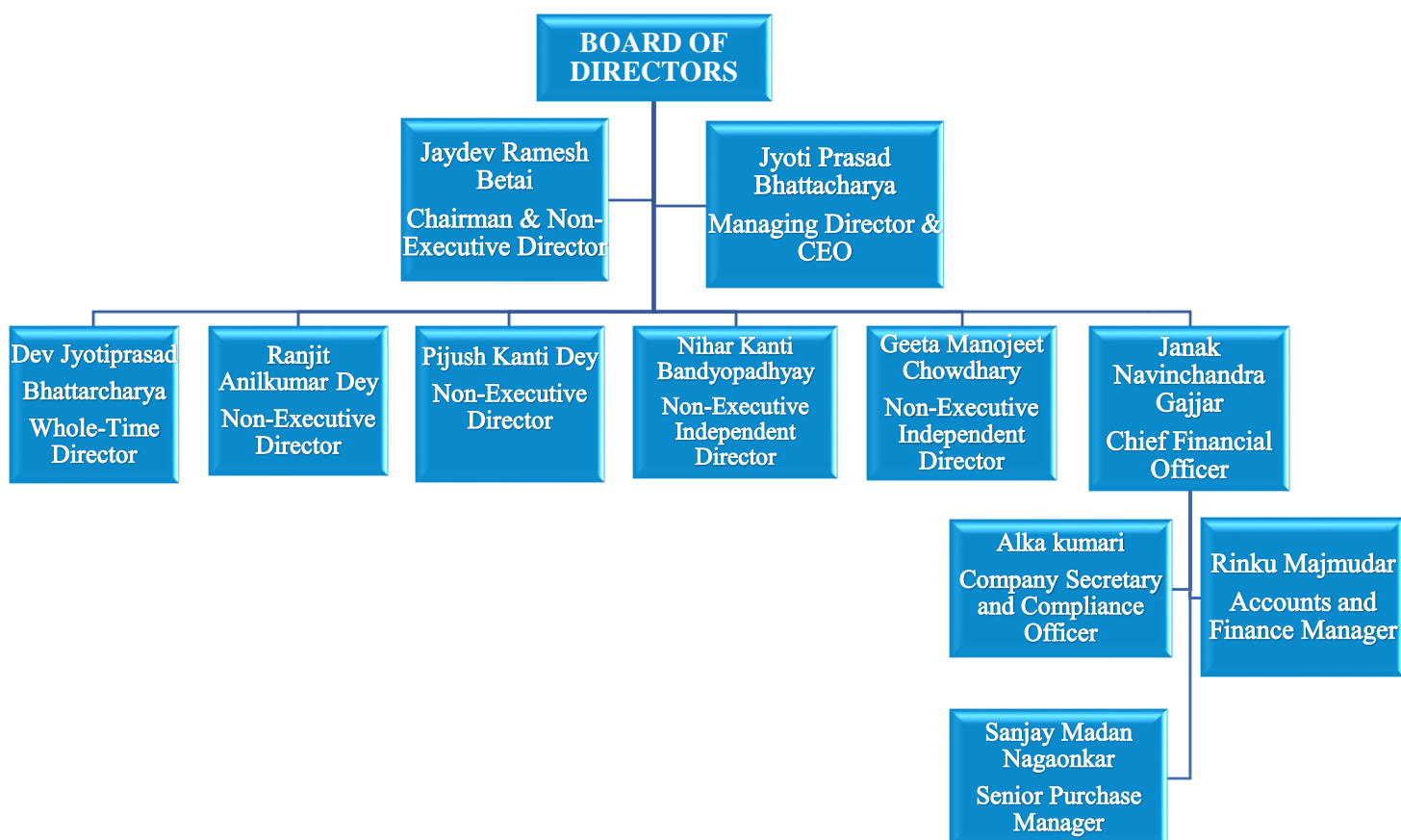
Geeta Manojee Chowdhury is the Non-Executive Independent Director of the Company. She holds a bachelor of engineering degree from the University of Burdwan. She also holds a certificate of diploma in architecture and maintenance. She has been associated with our Company since September 2018. She has an experience of 12 years in the field of Sales & Marketing and Design. She also holds 6 years of experience in Human Resource.

V. Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee was constituted by our Board through its resolution dated November 13, 2019 and was last reconstituted pursuant to a resolution passed by our Board on July 31, 2023.

Management Organization Structure:

The following chart depicts our Management Organization Structure:



Our Key Managerial Personnel and Senior Management Personnel

Brief Profile of Key Managerial Personnel:

Alka Kumari, Company Secretary & Compliance Officer

Alka Kumari, aged 36 years is Company Secretary & Compliance Officer of our Company. She was appointed by our Board of Directors w.e.f December 1, 2023. She is an Associate member of the Institute of Company Secretaries of India. She has more than 10 years of experience in field of secretarial, corporate and compliance affairs.

Alka Kumari has been appointed as Company Secretary w.e.f. December 1,2023 and Compliance Officer w.e.f December 7, 2023. Hence, she has not received remuneration during preceding Financial Year 2022-2023.

Changes in Key Managerial Personnel and Senior Management Personnel during the last three (3) years

There has been no change in Key Managerial Personnel and Senior Management Personnel during the last three (3) years

Sr. No.	Name of KMP/ Senior Management Personnel	Date of event	Reason
1.	Dev Jyotiprasad Bhattacharya	April 25, 2023	Appointed as Additional Whole-time Director
		June 22, 2023	Change in Designation to Whole-time Director
2.	Janak Navinchandra Gajjar	May 23, 2023	Appointed as Chief Financial Officer
3.	Shweta Rameshlal Talreja	July 4, 2023	Appointed as Company Secretary and Compliance Officer.
4.	Sanjay Madan Nagaonkar	July 26, 2022	Appointed as Senior Purchase Manager
5.	Shweta Rameshlal Talreja	November 30, 2023	Cessation as Company Secretary and Compliance Officer.
6.	Alka Kumari	December 1, 2023 And December 7 2023	Appointed as Company Secretary and Compliance Officer.

OUR PROMOTERS AND PROMOTER GROUP

OUR PROMOTERS

Jyoti Prasad Bhattacharya and Dev Jyotiprasad Bhattacharya are the Promoters of our Company. As on the date of this Draft Prospectus, our Promoters hold in aggregate 53,85,732 Equity Shares of face value Rs. 10.00/- each, representing 92.26 % of the issued, subscribed and paid-up Equity Share Capital of our Company. For details of the build-up of our Promoters' shareholding in our Company, please refer to the chapters titled "*Capital Structure – Shareholding of our Promoters*" beginning on page no. **Error! Bookmark not defined.** of this Draft Prospectus.

BRIEF PROFILE OF OUR PROMOTERS ARE AS FOLLOWS:



Jyoti Prasad Bhattacharya, aged 64 years. He is one of the Promoters of the Company.

Date of Birth: October 11, 1959

Address: P/4, Shyam Towers, Parthsarathi Avenue, Shyamal Crossroad, Ahmedabad-380015, Gujarat

Permanent Account Number: ADPPB2016B

For the complete profile of Jyoti Prasad Bhattacharya along with the details of his experience in the business, educational qualifications, positions / posts held in the past and other directorships, special achievements, business and other activities, please refer to the chapter title "*Our Management - Brief profile of our Directors*" beginning on page 29 of this Draft Prospectus.



Dev Jyotiprasad Bhattacharya, aged 34 years. He is one of the Promoters of the Company.

Date of Birth: December 20, 1989

Address: P/4, Shyam Towers, Parthsarathi Avenue, Shyamal Crossroad, Ahmedabad-380015, Gujarat

Permanent Account Number: AOFPB9028J

For the complete profile of Dev Jyotiprasad Bhattacharya along with the details of his experience in the business, educational qualifications, positions / posts held in the past and other directorships, special achievements, business and other activities, please refer to the chapter title "*Our Management - Brief profile of our Directors*" beginning on page 29 of this Draft Prospectus.

Our Company confirms that the Permanent Account Number (PAN), Bank Account Number(s), Aadhar Card Number, Driving License Number and Passport Number(s) of our Promoters shall be submitted to the Stock Exchange at the time of filing this Draft Prospectus.

CHANGE IN MANAGEMENT AND CONTROL OF OUR COMPANY

Our Promoters are the original Promoters of the Company and there have not been any change in the management or control of our Company in the five years immediately preceding the date of this Draft Prospectus.

OTHER VENTURES OF OUR PROMOTERS

Other than as disclosed in the chapter titled *“Our Promoters and Promoter Group”* beginning on page 31 of this Draft Prospectus, our Promoters are not involved in any other ventures.

CONFIRMATIONS

Our Promoters have confirmed that they have not been identified as wilful defaulter or fraudulent borrower by the RBI or any other governmental authority.

Our Promoters have not been declared as a fugitive economic offender under the provisions of section 12 of the Fugitive Economic Offenders Act, 2018.

No violations of securities law have been committed by our Promoters or members of our Promoter Group or any Group Companies in the past or are currently pending against them. Neither any of our Promoters nor members of our Promoter Group or persons in control of or on the boards of bodies corporate forming part of our Group Companies or the Companies with which our Promoters are or were associated as a Promoter, Director or person in control, 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.

EXPERIENCE OF OUR PROMOTERS IN THE BUSINESS OF OUR COMPANY

For details in relation to experience of our Promoters in the business of our Company, please refer to the chapter titled *“Our Management – Brief Biographies of our Directors”* beginning on page 29 of this Draft Prospectus.

INTEREST OF PROMOTERS

Interest in Promotion of our Company

Our Company is promoted by Jyoti Prasad Bhattacharya and Dev Jyotiprasad Bhattacharya who hold 91.07% and 1.19% respectively of the pre issue Equity Shares of our Company respectively as of the date of this Draft Prospectus.

Our Promoters are interested in our Company to the extent (1) that they have promoted our Company; (2) of their respective shareholding, the shareholding of their relatives and entities in which the Promoters are interested and which hold Equity Shares in our Company and the dividend payable upon such shareholding, if any, and other distributions in respect of the Equity Shares held by them, their relatives or such entities, if any; (3) employment related benefits paid by our Company i.e. remuneration and reimbursement of expenses payable to them in such capacity of Directors and Key Managerial Personnels of our Company; and (4) personal guarantees and mortgage given by Mr. Jyoti Prasad Bhattacharya, our Promoter and some of the member of promoter group. For further details, please refer to the heading *“Summary of Related Party Transactions”* in chapter titled *“Summary of Issue Document”*, *“Capital Structure”*, *“History and Certain Corporate Matters”* and *“Financial Indebtedness”* beginning on pages 3, **Error! Bookmark not defined.**, 29 and 32, respectively of this Draft Prospectus.

Interest in the properties of our Company

Except as mentioned in the chapters titled *“Business Overview”*, *“Our Management”* and *“Restated Financial Statement”* beginning on pages 25, 29 and **Error! Bookmark not defined.** respectively of this Draft Prospectus, neither of the Promoters nor any members of the Promoter group have any interest in any property acquired by or proposed to be acquired by our Company since incorporation.

Business Interest

Except as stated otherwise in this Draft Prospectus, we have not entered into any contract, agreements or arrangements in which our Promoters are directly or indirectly interested and no payments have been made to them in respect of the contracts, agreements or arrangements which are proposed to be made with them including the personal guarantee given by Mr. Jyoti Prasad Bhattacharya, our Promoter other than in the normal course of business. For further details, please refer to heading *“Related Party Transactions”* in the chapter titled *“Restated Financial Statements”* beginning on page **Error! Bookmark not defined.** of this Draft Prospectus.

Interest of Promoters in acquisition of land, construction of building and supply of machinery, etc

As on the date of filing of the Draft Prospectus, our Promoters are not interested in any transaction for acquisition of land, construction of buildings and supply of machinery.

COMMON PURSUITS OF OUR PROMOTERS

Our Promoters are not involved with any ventures which are in the same line of activity or business as that of our Company.

PAYMENT OF AMOUNTS OR BENEFITS TO THE PROMOTERS OR PROMOTER GROUP DURING THE LAST TWO YEARS

Except as stated in the Chapter titled “*Restated Financial Statements*” and “*Our Management*” beginning on page **Error! Bookmark not defined.** and 29 of this Draft Prospectus, there has been no payment of benefits to our Promoters or Promoter Group during the two years preceding the date of this Draft Prospectus.

MATERIAL GUARANTEES

Our Promoters have not given any material guarantees to any third parties with respect to Equity Shares as on the date of this Draft Prospectus.

COMPANIES WITH WHICH OUR PROMOTERS HAVE DISASSOCIATED IN THE LAST THREE (3) YEARS

Our Promoters have not disassociated themselves from any companies, firms or entities during the last three years preceding the date of this Draft Prospectus.

OUR PROMOTER GROUP

Our Promoter Group in terms of Regulations 2(1) (pp) of the SEBI (ICDR) Regulations 2018, are as under:

- a. *The natural persons who are part of the Promoter Group (due to their relationships with our Promoters), other than our Promoter, are as follows:*

Relationship with Promoter	Jyoti Prasad Bhattacharya	Dev Jyotiprasad Bhattacharya
Father	-	Jyoti Prasad Bhattacharya
Mother	-	Madhuchhanda Bhattacharya
Brother	Bhaskar Bhattacharya	-
Sister	Bijoya Bhattacharya	Raima Bhattacharya
Spouse	Madhuchhanda Bhattacharya	Manjushree Bhattacharya
Son	Dev Bhattacharya	N.A.
Daughter	Raima Bhattacharya	Tarani Bhattacharya
Father in-Law	-	Vipin Purohit
Mother-in-Law	-	Promila Purohit
Sister-in-Law	-	Siddhika Purohit

- b. *Our Promoter Group as defined under Regulation 2(1) (pp) of SEBI ICDR Regulations 2018 includes entities, companies, firms, proprietorships and HUFs which form part of our Promoter Group are as follows:*

- i. Diacut Rolls Private Limited
- ii. M/s Diacut Machining

FINANCIAL INDEBTEDNESS

Unsecured Borrowings

Below are the details of unsecured borrowings availed by the Company as on August 19, 2023 :-

Sr. No.	Particulars	Rs. in lakhs
1.	Banks	15.46
2.	Other parties	45.00
	Total	60.46

SECTION VII – LEGAL AND OTHER INFORMATION
OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

I. Litigation involving our Company

A. Litigation filed against our Company

1. Criminal proceedings

i. Nilabhra Dasgupta vs. Deem Roll Tech Limited, Jyoti Prasad Bhattacharya, Ranjit Dey and Piyush Kanti Dey – CC 20643 of 2017

Our Company had received a notice under section 276C (2) of the Income Tax Act, 1961 (“**IT Act**”) dated January 25, 2017 bearing number Pr.CIT-1/ABD/Pros/DRTL/16-17 from the Commissioner of Income Tax-1, Ahmedabad (“**CIT**”) whereby the CIT requested to show cause as to why prosecution under section 276C(2) of the IT Act should not be launched against the Company for failure to furnish the liable tax on time.

Subsequently, the CIT on February 23, 2017 passed an order bearing number CIT/ABD-1/DRTL/279/2015-16 held that the Company the failing to pay the liable tax on time had utilized government funds in an unauthorized manner and directed Nilabhra Dasgupta, Deputy Commissioner of Income Tax, Circle-1(1)(2), Ahmedabad (“**DCIT**”) to file necessary complaint in the appropriate court against the assessee, Deem Roll-Tech Limited under section 276C(2) of the IT Act. Accordingly, DCIT has filed a criminal complaint against the Company before the Hon'ble Court of Additional Chief Metropolitan Magistrate at Ahmedabad bearing criminal case number 20463/2017. The DCIT prayed for issuance of appropriate process under section 276C (2) r.w.s. 278B of the IT Act against the Company, Jyoti Prasad Bhattacharya, Ranjit Dey, Piyush Kanti Dey. The matter is presently pending and the next date of hearing was listed in December 18, 2023.

ii. SRC Metalicks Private Limited vs. Deem Roll-Tech Limited and Others – CS – 200121/2014

SRC Metalicks Private Limited (“**Complainant**”) has filed an application bearing CS - 200121/2014 for a direction in terms of the provisions of Section 156(3) of the Code of Criminal Procedure, 1973 for offence punishable under Sections 420/120B of the Indian Penal Code against Deem Roll-Tech Limited (“**DRTL**”) and its Directors (collectively, “**Defendants**”) before the Court of the Learned Chief Metropolitan Magistrate, Kolkata (“**Court**”). The Complainant, being a company engaged in the business of manufacture of Iron and Steel goods, was in need of adamite rolls. DRTL approached the Complainant for the supply of such materials and the Complainant accepted the proposal. Vide letter dated October 9, 2009, DRTL confirmed the orders placed before them by the Complainant and raised an invoice to that effect. The Complainant claims that it paid a sum of Rs. 7,00,000 as advance towards supply of the rolls, however, no supply of the said rolls was made by DRTL. It is alleged by the Complainant that DRTL has neither supplied the goods nor refunded the money paid in advance, despite writing letters demanding return of the same. The Complainant further claims that it sent its representatives to talk with the Defendants and allege that the Defendants did not have any ultramodern facilities for production of adamite rolls and that the Defendants did not have any infrastructure or technological know-how to manufacture/prepare such goods. The Complainant alleges that the Defendants made false representations in order to obtain the advanced sum of Rs. 7,00,000 thereby causing wrongful gain for themselves and consequent wrongful loss to the Complainant, thus committing offences punishable under Section 420/120B of the Indian Penal Code. Hence, the Complainant has prayed to the court that it may pass a direction upon the Officer-in-Charge, Hare Street Police Station in terms of the provisions of Section 156(3) of the Code of Criminal Procedure to conduct investigation into the averments made in the said complaint after treating the said complaint as First Information Report. The matter is currently pending.

iii. Magma Fincorp Limited vs. Deem Roll-Tech Limited and Jyoti Prasad Bhattacharya - Case No. C/7049/2014

Magma Fincorp Limited (“**Magma**”) has filed a criminal complaint bearing number C/7049/2014 before the Hon'ble Chief Metropolitan Magistrate at Calcutta against Deem Roll Tech Limited (“**DRTL**”) and Jyoti Prasad Bhattacharya (“**JPB**”) (DRTL and JPB collectively, the “**Accused**”). The Accused, towards full and/or part

relinquishment of their legal debt amounting to Rs. 1,14,089 towards Magma which bounces with remark 'Exceeds Arrangement'. Hence, Magma filed this criminal complaint against the Accused. The matter is presently pending.

2. Outstanding actions by regulatory and statutory authorities

i. *The Regional Director ESI Corporation versus M/s Deem Roll Tech Limited Order U/s 45- A of the E.S.I. ACT, 1948*

The Regional Director ESI Corporation has passed an order dated March 16, 2016 against Deem Roll Tech Limited ("DRTL") directing DRTL to comply with the provisions of ESI Act and to pay a contribution under section 45A of the E.S.I.C Act amounting to Rs. 3,60,360 for the period of April 1, 2015 to July 31, 2015.

DRTL has filed an appeal against the said order. For further details, please see, "*Outstanding Litigation and Material Developments - Litigation filed by our Company - Deem Roll Tech Limited versus The Regional Director ESI Corporation - APPLN- ESI/14/2017*" on page 220 of this Draft Prospectus.

3. Material civil proceedings

iv. *Akshit Enterprises Private Limited vs. Deem Roll-Tech Limited – FAO-CARB/38/2023*

Akshit Enterprises Private Limited ("**Appellant**") has filed an appeal bearing FAO-CARB/38/2023 under Section 37 of Arbitration and Conciliation Act, 1996 read with Section 19 of Micro Small and Enterprises Development Act, 2006 against Deem Roll-Tech Limited ("**DRTL**") before the High Court of Punjab and Haryana at Chandigarh. DRTL and the Appellant have been engaged in business since long and regular supply of ferro silicon & nickel magnesium was made to DRTL on sales basis till October 9, 2018. The Appellant claims that as on October 31, 2018, an amount of Rs. 49,77,986 was outstanding in the account of the Appellant towards DRTL against the material supplied on sales basis. Along with the principal amount, the Appellant claims that the total interest on delayed payment is calculated Rs. 4,44,276 up to November 30, 2018, which brings the total amount to Rs. 54,22,262.

The Appellant filed its claim petition before the Haryana Micro and Small Enterprises Facilitation Council at Chandigarh on January 23, 2019 and on failure of conciliation, the matter was referred for adjudicating the claim to Ld. Sole Arbitrator, Sh. S.P. Singh, Distt & Session Judge (Retd.) Karnal ("**Arbitrator**"). On September 19, 2019, the Arbitrator was pleased to pass an award against the Appellant and dismiss the claim of the Appellant. An objection was then filed by the Appellant against the impugned award dated September 19, 2019 before the Ld. Additional District Judge at Sonapat ("**Ld. Court**"). Via Order dated November 5, 2022, the Ld. Court dismissed the objection petition filed by the Appellant. Hence, the Appellant has instituted this appeal, praying for, inter alia, (i) set aside the impugned order dated November 5, 2022 passed by the Ld. Court in Case No. ARB/325/2019; (ii) set aside the arbitration award dated September 19, 2019 passed by the Arbitrator in Arbitration reference case No. 898 of 2019; and (iii) call for records of the Ld. Court arbitration record from the Haryana Micro & Small Enterprises Facilitation Council at Panchkula. The matter is currently pending.

B. *Litigation filed by our Company*

2. Material civil proceedings

ii. *Raval Naileshkumar Baldevbhai vs. Deem Roll-Tech Limited - Case No. LC/23/2022*

Raval Naileshkumar Baldevbhai ("**RNB**") has filed a case against Deem Roll-Tech Limited ("**DRTL**") bearing case number LC/23/2022 before the Hon'ble Labour Court, Kalol. RNB has filed this case against DRTL having been removed by DRTL from its services and to be reinstated to his place of work. The matter is presently pending and the next date of hearing is January 3, 2024.

3. Tax proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable
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(Rs. in lakhs)		
Direct Tax	13	18.92
Indirect Tax	1	0.19
Total	14	19.11

*Includes the following tax proceedings:

1. Fringe benefit tax (“**FBT**”) demand pertaining to the assessment year 2009-10 vide intimation u/s 115_WE dated August 17, 2010 amounting to Rs. 5,13,916 (FBT amounting to Rs. 4,21,063 along with interest under sections 115WJ5 and 115WJ3 amounting to Rs. 71,587 and Rs. 21,266, respectively). Our Company made a payment amounting to Rs. 6,19,139 (inclusive of interest) on March 25, 2011 against the FBT demand. Our Company also made an application under section 154 along with a copy of the paid challan for the deletion of demand. However, till date the outstanding tax demand persists. Our Company has also submitted a grievance reminder dated February 8, 2021 to the Assistant Commissioner of Income-tax seeking deletion of the demand along with refund of adjustments wrongly made from the refunds due to the Company for assessment years 2016-17, 2017-18 and 2018-19.

2. Inclusive of outstanding tax demand amounting to Rs. 3,23,900 on account of erroneous calculation of the book profits by the department. Our Company has submitted a rectification application under section 154 for the deletion of demand of Rs. 3,23,903.

3. Inclusive of TDS demands for the financial years 2009-10, 2010-11, 2012-13, 2013-14, 2014-15, 2015-16, 2016-17, 2017-18, 2018-19, 2020-21 and 2021-22 amounting to 10,54,850 on various accounts such as interest on late payment, short deduction, late fee and interest, additional late payment interest against the processing of latest correction, late filing fee etc.

#Includes GST demand bearing number ZD190422005920P amounting to Rs. 18,750. Our Company has made the requisite payments and has filed Form GST ASMT-11 on August 24, 2022 seeking disposal of proceedings under the notice.

II. Litigation involving our Directors (other than Promoter)

C. Tax proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (in Rs. lakhs)
Direct Tax	3	4.05
Indirect Tax	Nil	Nil
Total	3	4.05

*Inclusive of outstanding tax demands against our Directors, namely Pijush Kanti Dey and Jaydev Ramesh Betai.

III. Litigation involving our Promoters

A. Litigation filed against our Promoters

1. Criminal proceedings

- i. **Nilabhra Dasgupta vs. Deem-Roll Tech Limited, Jyoti Prasad Bhattacharya, Ranjit Dey and Piyush Kanti Dey – CC 20643 of 2017**

For details, please see “Outstanding Litigation and Material Developments – Litigation Involving our Company – Criminal Proceedings - Nilabhra Dasgupta vs. Deem Roll Tech Limited, Jyoti Prasad Bhattacharya, Ranjit Dey and Piyush Kanti Dey – CC 20643 of 2017” on page 219 of this Draft Prospectus.

- ii. **Magma Fincorp Limited vs. Deem Roll-Tech Limited and Jyoti Prasad Bhattacharya - Case No. C/7049/2014**

For details, please see “Outstanding Litigation and Material Developments – Litigation Involving our Company – Criminal Proceedings - ii. Magma Fincorp Limited vs. Deem Roll-Tech Limited and Jyoti Prasad Bhattacharya - Case No. C/7049/2014” on page 219 of this Draft Prospectus.

C. Tax proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (in Rs. lakhs)
Direct Tax	1	44.15
Indirect Tax	Nil	Nil
Total	1	44.15

**Inclusive of outstanding tax demands against our Promoter, namely Dev Jyotiprasad Bhattacharya.*

OTHER REGULATORY AND STATUTORY DISCLOSURES

PRICE INFORMATION AND THE TRACK RECORD OF THE PAST ISSUES HANDLED BY THE LEAD MANAGER

For details regarding the price information and track record of the past issue handled by Fedex Securities Private Limited, as specified in the circular reference CIR/CFD/DIL/7/2015 dated October 30, 2015, issued by SEBI, please refer Annexure "A" and the website of Lead Manager at www.fedsec.in

Annexure A

DISCLOSURE OF PRICE INFORMATION OF PAST ISSUES HANDLED BY FEDEX SECURITIES PRIVATE LIMITED

TABLE 1

Sr. No	Issue Name	Issue Size (Cr)	Issue Price (₹)	Listing date	Opening price on listing date	+/- % change in closing price, [+/- % change in closing benchmark]- 30 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 90 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 180 th calendar days from listing
MAINBOARD IPO ISSUES								
--								
SME IPO ISSUES								
1.	Moxsh Overseas Educon Limited	10.42	153	December 30, 2022	131.00	-28.76% (-0.09%)	-48.37% (-4.12%)	-24.84% (4.79%)
2.	Lead Reclaim and Rubber Products Limited	487.50	25	February 21, 2023	27.50	28.00% (-4.21%)	118.60% 5.78%	95.00% 8.79%
3.	Pattech Fitwell Tube Components Limited	12.00	50.00	April 21, 2023	55.00	52.00% (3.29%)	27.90% (12.53%)	20.00% 12.41%
4.	Yasons Chemex Care Limited	20.57	40.00	August 03, 2023	32.00	(8.00%) (0.28%)	(28.88%) (-1.56%)	Not Applicable
5.	Pramara Promotions Limited	15.27	63.00	September 13, 2023	111.00	39.68% (1.38%)	53.97% 4.62%	Not Applicable
6.	Kundan Edifice Limited	25.22	91.00	September 26, 2023	75.00	(23.13%) (2.76%)	Not Applicable	Not Applicable
7.	Oneclick Logistics	9.90	99.00	October 11, 2023	140.00	(30.91%) (2.10%)	Not Applicable	Not Applicable

Sr. No	Issue Name	Issue Size (Cr)	Issue Price (₹)	Listing date	Opening price on listing date	+/- % change in closing price, [+/- % change in closing benchmark]- 30 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 90 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 180 th calendar days from listing
	India Limited							
8.	Sharp Chucks and Machines Limited	16.84	58.00	October 12, 2023	66.00	43.71% (1.86%)	Not Applicable	Not Applicable
9.	Committed Cargo Care Limited	24.94	77.00	October 18, 2023	82.00	(11.95%) 0.48%	Not Applicable	Not Applicable
10.	KK Shah Hospital	8.78	45.00	November 6, 2023	56.10	84.00% 6.68%	Not Applicable	Not Applicable

Sources: All share price data is from www.bseindia.com and www.nseindia.com

Note:

1. Opening price information as disclosed on the website of the Designated Stock Exchange.
2. Change in closing price over the issue/offer price as disclosed on Designated Stock Exchange.
3. For change in closing price over the closing price as on the listing date, the CNX NIFTY or S&P BSE SENSEX is considered as the Benchmark Index as per the Designated Stock Exchange disclosed by the respective Issuer at the time of the issue, as applicable.
4. In case 30th/90th/180th day is not a trading day, closing price on BSE/NSE of the next trading day has been considered.
5. In case 30th/90th/180th days, scrips are not traded then last trading price has been considered.
6. This disclosure is restricted to last 10 issues handled by the Lead Manager.

TABLE 2: SUMMARY STATEMENT OF DISCLOSURE

Financial year	Total no. of IPO	Total funds Raised (₹ Cr)	Nos of IPOs trading at discount on 30 th Calendar Day from listing date			Nos of IPOs trading at premium on 30 th Calendar Day from listing date			Nos of IPOs trading at discount on 180 th Calendar Day from listing date			Nos of IPOs trading at premium on 180 th Calendar Day from listing date		
			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%
2020-21	*2	49.64	-	-	1	-	-	1	-	-	1	1	-	-
2021-22	**5	153.99	1	-	2	1	-	1	1	1	-	-	1	2
2022-23	***7	131.26	-	1	1	1	2	2	-	-	3	3	-	1
2023.-24	****3	133.52	-	-	1	1	1	-	-	-	-	-	-	-

*The script of Atam Valves Limited and Rangoli Tradecomm Limited were listed on October 06, 2020 and March 22, 2021 respectively.

** The script of Rajeshwari Cans Limited, Kuberan Global Edu Solutions Limited, Aashka Hospitals Limited, Euro Panel Products Limited and Wherrelz IT Solutions Limited were listed on April 15, 2021, May 05, 2021, September 01, 2021, December 24, 2021 and December 29, 2021 respectively.

*** The scripts of Sunrise Efficient Marketing Limited, Le Merite Exports Limited, Kesar India Limited, Virtuoso Optoelectronics Limited, Tapi Fruit Processing Limited, Moxsh Overseas Educon Limited and Lead Reclaim and Rubber Products Limited were listed on April 12, 2022, May 09, 2022, July 12, 2022, September 15, 2022, September 22, 2022, December 30, 2022 and February 21, 2023 respectively.

**** The script of Pattech Fitwell Tube Components Limited, Yasons Chemex Care Limited and Pramara Promotions Limited were listed April 21, 2023, August 03, 2023 and September 13, 2023, respectively, and have not completed 180 calendar days. The scripts of Kundan Edifice Limited, Oneclick Logistics India Limited, Sharp Chucks and Machines Limited, Committed Cargo Care Limited and KK shah Hospitals were listed on September 26, 2023, October 11, 2023, October 12, 2023, October 18, 2023 and November 6, 2023 respectively, and have not completed 90 calendar days.

SECTION VIII – ISSUE INFORMATION

TERMS OF ISSUE

Authority for the Issue

Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

ISSUE STRUCTURE

Our company, in consultation with the Lead Manager, may at its discretion, consider a pre-IPO placement aggregating to ₹ 300.00 lakhs, prior to filing of the Prospectus with the Roc. If the pre-IPO placement is completed, it will be at a price to be decided by our company in consultation with the lead manager and the fresh issue size will be reduced to the extent of such pre-IPO placement, subject to the issue complying with Rule 19(2)(b) of the SCRR.

ISSUE PROCEDURE

Investors can contact the Company Secretary and Compliance Officer (Alka Kumari) 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.

DEEM ROLL-TECH LIMITED Survey No.110/1, P1,110/2, Ganeshpura, Ta: Kadi Mahesana Gujarat 382729 India Tel No: +91 9925196196 Email: accounts@deemrolls.com . Website: www.deemrolls.com	BIGSHARE SERVICES PRIVATE LIMITED Office No S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai -400093 Tel No: 022-6263 8200 Fax No: 022-6263 8299 E-mail Id: ipo@bigshareonline.com Website: www.bigshareonline.com Investor Grievance Id: investor@bigshareonline.com Contact Person: Mr. Babu Rapheal C. SEBI Registration No: INR000001385
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