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# LUXURY TIME LIMITED

CORPORATE IDENTITY NUMBER: U74900DL2008PLC182377

Our Company was originally incorporated as "Luxury Time Private Limited" a private limited company under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated August 22, 2008 issued by Registrar of Companies, Delhi & Haryana. Further, our Company was converted from a private limited company to public limited company pursuant to special resolution passed in the Extra-Ordinary General Meeting of the company dated January 13, 2025 and consequently, the name of our Company was changed from "Luxury Time Private Limited" to "Luxury Time Limited" and a fresh certificate of incorporation dated February 24, 2025 was issued to our Company by the Registrar of Companies, Central Registration Centre. The Corporate Identification Number of our Company is U74900DL2008PLC182377. For further details please refer to the chapter titled "History and Certain Corporate Matters" beginning on Page No. 148 of this Red Herring Prospectus.

Registered Office: 713, Pearls Omaxe Building, Tower- 2 Wazirpur, Netaji Subhash Place, Delhi - 110034, India  
Tel: +91 011 49060989; E-mail id: info@luxurytimeindia.com; Website: www.luxurytimeindia.com  
Contact Person: Mr. Pankaj Dulhani, Company Secretary and Compliance Officer;

## PROMOTERS OF OUR COMPANY: ASHOK GOEL AND PAWAN CHOCHAN

INITIAL PUBLIC OFFERING UPTO 22,84,800 EQUITY SHARES OF RS. 10/- EACH ("EQUITY SHARES") OF LUXURY TIME LIMITED ("LTI" OR THE "COMPANY") FOR CASH AT A PRICE OF RS. [•]/- PER EQUITY SHARE (THE "OFFER PRICE"), AGGREGATING TO RS. [•] LAKHS ("THE OFFER"), COMPRISING A FRESH OFFER OF UPTO 18,28,800 EQUITY SHARES AGGREGATING TO RS. [•] LAKHS BY OUR COMPANY ("FRESH OFFER") AND AN OFFER FOR SALE OF UPTO 4,56,000 EQUITY SHARES BY MR. ASHOK GOEL AND MR. PAWAN CHOCHAN ("THE PROMOTER SELLING SHAREHOLDERS") AGGREGATING TO RS. [•] LAKHS ("OFFER FOR SALE"). OUT OF THE OFFER, UPTO 2,14,400 EQUITY SHARES AGGREGATING TO RS. [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE OFFER LESS THE MARKET MAKER RESERVATION PORTION I.E. OFFER OF UPTO 20,70,400 EQUITY SHARES OF FACE VALUE OF RS. 10.00/- EACH AT AN OFFER PRICE OF RS. [•]/- PER EQUITY SHARE AGGREGATING TO RS. [•] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE 27.68% AND 25.08%, RESPECTIVELY OF THE POST OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

\*Subject to finalization of basis of allotment.

## DETAILS OF PROMOTER SELLING SHAREHOLDER, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION

NAME	TYPE	NUMBER OF THE SHARES OFFERED / AMOUNT IN ₹	WACA IN ₹ PER EQUITY SHARE*
Mr. Ashok Goel	Promoter Selling Shareholder	Upto 3,04,000 Equity Shares, aggregating up to ₹ [•] Lakhs	10.05
Mr. Pawan Chohan	Promoter Selling Shareholder	Upto 1,52,000 Equity Shares, aggregating up to ₹ [•] Lakhs	1.43

\*As Certified by M/s Santosh Ramanuj & Co., Chartered Accountants by their certificate dated November 22, 2025.

WACA: Weighted Average Cost of Acquisition on fully diluted basis

**PRICE BAND: ₹ 78/- TO ₹ 82/- PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH.**

**THE FLOOR PRICE IS 7.8 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 8.2 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.**

**THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE IS 11.21 TIMES AND AT THE CAP PRICE IS 11.78 TIMES.**

**BIDS CAN BE MADE FOR A MINIMUM OF 3200 EQUITY SHARES AND IN MULTIPLES OF 1600 EQUITY SHARES THEREAFTER.**

## BID/ISSUE PROGRAMME

**ANCHOR PORTION OFFER OPENS/CLOSES ON: WEDNESDAY, DECEMBER 03, 2025**

**BID/OFFER OPENS ON: THURSDAY, DECEMBER 04, 2025**

**BID/OFFER CLOSES ON: MONDAY, DECEMBER 08, 2025\*\* ^**

\*\*Our Company may in consultation with the BRLMs, consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations.

^ UPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date.

THE OFFER IS BEING MADE THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 AS AMENDED FROM TIME TO TIME (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE LIMITED (BSE SME)

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED. FOR THE PURPOSE OF THE OFFER, THE DESIGNATED STOCK EXCHANGE WILL BE BSE LIMITED

## BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

Our Company is engaged in the distribution, marketing, retailing, and after-sales servicing of Swiss luxury watches, as well as the distribution of watch service-related tools and equipment in India. Headquartered in New Delhi, we are supported by a team of seasoned professionals with expertise in luxury watch distribution, retail management, after-sales servicing, precision tools & machinery, and brand marketing.

Incorporated in 2008, we serve as the exclusive authorized distributor in India for Luxury Swiss watches brands — TAG Heuer, Zenith, Bomberg and Exaequo. In addition, we have entered into a joint venture with an Indian listed luxury watch retail company to operate exclusive mono-brand boutiques, currently managing two stores at the Mall of Asia, Bengaluru, and Palladium Mall, Mumbai.

Our business operates across five integrated verticals:

1. Watch Distribution (B2B)
2. Direct-to-Consumer (D2C) & E-commerce Sales
3. After-Sales Services
4. Branding, PR & Marketing Support
5. Tools & Machinery Distribution

We maintain a retail of 70+ points of sale (POS) nationwide, including mono-brand boutiques, multi-brand outlets (MBOs), and digital platforms. Our network spans all major metros and key cities such as Delhi, Mumbai, Bengaluru, Hyderabad, Ahmedabad, Pune, Surat, Kolkata, Chennai, Coimbatore, Chandigarh, Ludhiana, Cochin, and Lucknow.

In the after-sales vertical, we operate two service centers in Mumbai and Delhi, supported by a network of 20+ authorized and dealer-operated facilities across India. We also act as an authorized service provider and spare parts authorized distributor for multiple Swiss luxury watch brands, providing technical support, training, and certification to ensure global standards of service.

In the tools and machinery vertical, we are the exclusive authorized distributor in India for Luxury Swiss Watches tool manufacturers—Bergeon and Horotec—specializing in watchmaking and jewellery-making equipment. Our clientele includes large-format watch manufacturers, national jewellery chains, and independent service professionals.

Over the years, we have built long-standing partnerships with global luxury brands while adapting their retail and marketing strategies for the Indian market. Our strategic priorities include premium brand positioning, public relation and merchandising, event activations, and adoption of digital technology for operations and customer engagement.

For further details, please refer to chapter titled "Our Business" beginning on Page No. 120 of this Red Herring Prospectus.

## ALLOCATION OF THE ISSUE

• QIB PORTION: NOT MORE THAN 50.00% OF THE NET ISSUE • INDIVIDUAL INVESTOR PORTION: NOT LESS THAN 35.00% OF THE NET ISSUE

• NON-INSTITUTIONAL PORTION: NOT LESS THAN 15.00% OF THE NET ISSUE • MARKET MAKER PORTION: UP TO 2,14,400 EQUITY SHARES OR 9.38% OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE OFFER, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE OFFER AVAILABLE IN ANY MANNER.

In accordance with the recommendation of the Independent Directors of our Company, pursuant to their resolution dated November 22, 2025, The above provided price band is justified based on quantitative factors/KPIs disclosed in the "Basis for Offer Price" section beginning on page no. 95 of the Red Herring Prospectus vis-à-vis the weighted average cost of acquisition (WACA) of primary and secondary transaction(s) as applicable disclosed in the "Basis for offer Price" section beginning on page no 92 of the Red Herring Prospectus and provided below in the advertisement.

FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "OFFER PROCEDURE" BEGINNING ON PAGE 227 OF THE RED HERRING PROSPECTUS. A COPY OF THE RED HERRING PROSPECTUS IS DELIVERED TO THE REGISTRAR OF COMPANIES, DELHI & HARYANA. AS REQUIRED UNDER SECTION 26 AND 32 OF THE COMPANIES ACT, 2013.

## RISKS TO INVESTORS

Summary description of key risk factors based on materiality

- Our business is significantly dependent on a single Swiss company, and any deterioration in this relationship may adversely affect our operations, financial condition and results of operations.
- If we cannot maintain and expand our existing client base, our business, financial condition, cash flows and results of operations may be adversely affected.
- Our business is heavily dependent on our B2B watch distribution segment, and any adverse developments in this segment could materially affect our revenues and profitability.
- We have had negative cash flows from Operating activities in the past in some of the recent years.
- Our Company has in the past not complied with the certain provisions of the Companies Act, 2013.
- We currently hold distribution rights in India for certain brands, but there can be no assurance that such will continue in the future.
- We currently operate the authorized e-commerce platform for TAG Heuer in India, and any loss of this right could adversely affect our business and financial condition.
- Our business and sales are significantly concentrated in a few states and stores, and any adverse development affecting these locations may materially impact our results of operations.
- Our business depends on careful selection and management of our retailer network, and any missteps in retailer selection may adversely affect our brand positioning, average selling price, and long-term growth.
- Our business is dependent on the experience and leadership of our directors, and any loss of their services could adversely affect our operations, financial condition, and results of operations.

Details of suitable ratios of the company for the latest full financial year

1. Basic and Diluted Earnings per Share (EPS) as adjusted for changes in capital (Post Bonus)

Period / Year ended	Basic and Diluted EPS (in ₹)	Weight
FY 2024-25	6.96	3
FY 2023-24	3.29	2
FY 2022-23	4.22	1
Weighted Average	5.28	
Period Year Ended September 30, 2025	3.13*	

\*Not Annualised

Note:

- i. The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- ii. The face value of each equity share is Rs. 10.00
- iii. Basic EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the year.
- iv. Diluted EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the year for diluted EPS.
- v. Weighted average number of Equity Shares is the number of Equity Shares outstanding at the beginning of the year adjusted by the number of Equity Shares issued during the year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of the total number of days during the year.
- vi. The above statement should be read with significant accounting policies and notes on Restated Financial Statements as appearing in the Financial Statements.
- vii. The EPS has been calculated in accordance with AS 20 Earnings Per Share (EPS) issued by Institute of Chartered Accountants of India.

2. Net Asset Value (NAV) per Equity Share

Particulars	NAV per Share (₹)
As on March 31, 2025	29.35
As on March 31, 2024	21.81
As on March 31, 2023	18.51
As on September 30, 2025	32.47
Net Asset Value per Equity Share after the Issue	[•]
Issue price per equity shares	[•]

- NAV (book value per share) = Total Net Assets divided by number of shares outstanding as adjusted for bonus as on March 31, 2025, and every year.
- Net Assets is computed as the sum of Assets less sum of Liabilities.
- Issue Price per Equity Share will be determined by our Company in consultation with the Book Running Lead Manager.

3. Comparison of Accounting Ratios with Industry Peers

The following peer group has been determined on the basis of companies listed on stock exchanges, whose business profile is comparable to our businesses

Name of the Company	CMP*	Basic EPS (₹)	Diluted EPS (₹)	Face Value (₹)	P/E Ratio*	RoNW (%)	NAV Per Share	Total Income (₹ in Lakhs)
Peer Group								
Ethos Ltd	2,901.70	39.33	39.33	10	73.78	9.80%	401.22	1,27,592.69
Our Company	[•]*	6.96	6.96	10	[•]*	22.77%	29.35	6,078.28

Source:

1. Basic and Diluted EPS refers to the Basic and Diluted EPS sourced from the Annual Reports for FY 2024-25 of the listed peer companies.
2. P/E figures for the peers are based on closing market prices of equity shares on NSE on November 21, 2025 divided by the dilutive EPS as at March 31, 2025
3. Return on Net Worth (%) for listed industry peers has been computed based on the Net Profit After Tax for the year ended March 31, 2025 divided by Total Equity as on March 31, 2025.
4. NAV per share for listed peers is computed as the Total Equity as on March 31, 2025 divided by the outstanding number of equity shares as on March 31, 2025.
5. The financial figures of our Company have been derived from the Restated Consolidated Financial Statements.

\*The details shall be provided post the fixing of the price band by our Company at the stage of the red herring prospectus or the filing of the price band advertisement.

Key Performance Indicators (KPI) of our company

Key Performance Indicator	Luxury Time Limited			
	For the Year / Period ended on			
	September 30, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Revenue from Operations	2,485.50	6,033.79	5,017.59	5,278.99
Growth in Revenue from Operations (%)	NA	20.25%	(4.95%)	30.58%
Other Income	5.54	44.49	40.91	6.98
Total Income	2,491.04	6,078.28	5,058.50	5,285.97
EBITDA	294.48	621.18	315.28	397.43
EBITDA Margin (%)	11.82%	10.22%	6.23%	7.52%
Net Profit for the Year	201.02	429.47	201.06	257.68
PAT Margin (%)	8.09%	7.12%	4.01%	4.88%
Net worth	2,086.84	1,885.82	1,331.35	1,130.29
Return on Net worth (%)	9.63%	22.77%	15.10%	22.80%
Return on Capital Employed (%)	12.41%	29.78%	18.25%	28.08%
Debt-Equity Ratio	0.10	0.08	0.23	0.19

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Note: \*As Certified by M/s Santosh Ramanuj & Co., Chartered Accountants by their certificate dated November 22, 2025.

1. Revenue from operations represents the revenue from sale of service, product & Group share of joint venture of our Company as recognized in the Restated consolidated financial information.

2. Total income includes revenue from operations and other income.

3. EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit before tax/ (loss) for the year and adding back interest cost, depreciation, and amortization expense.

4. EBITDA margin is calculated as EBITDA as a percentage of total income.

5. Profit After Tax represents the restated profits of the Company after deducting all expenses.

6. PAT Margin (%) is calculated as Profit for the year as a percentage of Revenue from Operations.

7. Net worth represents total shareholders funds including reserves and surplus.

8. Return on net worth is calculated as Profit after tax for the year divided by closing net worth (Shareholders' funds) for the year.

9. Return on capital employed calculated as Earnings before interest and taxes divided by capital employed as at the end of respective year. (Capital employed calculated as the aggregate value of tangible net worth, total debt and deferred tax liabilities)

10. Debt- equity ratio is calculated by dividing total debt by total equity. Total debt represents long-term and short-term borrowings. Total equity is the sum of share capital and reserves & surplus.

Weighted average return on net worth for the last 3 FYs, and return on net worth for the issuer company

Year ended	RoNW(%)	Weight
FY 2024-25	22.77%	3
FY 2023-24	15.10%	2
FY 2022-23	22.80%	1
Weighted Average		20.22%
For the period ended September 30, 2025*		9.63%

\*Not Annualised

Note:

• RoNW is calculated as net profit after taxation divided by shareholders' funds for that year. Shareholders' funds = Share capital + reserves & surplus – revaluation reserves (if any).

• Net worth is computed as the sum of the aggregate of paid up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account.

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

4. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI, as applicable.

a) The Price per share of our Company based on the primary/ new issue of shares (equity / convertible securities).

There has been issuance of Equity Shares during the 18 months preceding the date of this Red Herring Prospectus (Except Bonus Issue of Shares), where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.

Date of Allotment	No. of Equity Shares	No. of Equity Shares allotted after giving effect of bonus issue	Face value (₹)	Offer Price (₹)	Nature of consideration	Nature of Allotment
January 15, 2025	45,900	3,21,300	10	272.33	Cash	Right Issue
Weighted Average Cost of Acquisition of the above transaction (after changes in capital due to bonus and split)				38.90		

b) The price per share of our Company based on the secondary sale / acquisition of shares (equity / convertible securities).

The details of secondary sale / acquisition of whether equity shares or convertible securities, where the promoter, members of the promoter group, or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days, are as follows:

Date of Transfer	Name of Transferor	Name of Transferee	Number of Shares Transferred	No. of Equity Shares allotted after giving effect of bonus issue	Transfer Price
September 30, 2024	Surender Keswani	Ashok Goel	2,90,700	20,34,900	130.72
Weighted Average Cost of Acquisition of the above transaction (after changes in capital due to bonus and split)				18.67	

c) Price per share based on the last five primary or secondary transactions.

Since transactions are reported under point (a) above, therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoters / Promoter Group entities or shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction), not older than three years prior to the date of filing of this Red Herring Prospectus irrespective of the size of the transaction, is not applicable.

Date of Allotment	No. of Equity Shares	Face value (₹)	Offer Price (₹)	Nature of consideration	Nature of Allotment
NA					

d) Weighted average cost of acquisition, floor price and cap price.

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price	Cap Price
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity / convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme/ Stock Appreciation Right Scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options / Stock Appreciation Right Scheme), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	38.90**	[•]	[•]
Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares equity / convertible securities), where promoter / promoter group entities or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of this Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days. **	18.67**	[•]	[•]
Since there were no secondary transactions of equity shares of our Company during the 18 months preceding the date of filing of this Red Herring Prospectus, which are equal to or more than 5% of the fully diluted paid-up share capital of our Company, the information has been disclosed for price per share of our Company based on the last five secondary transactions where promoter /promoter group entities or shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction, not older than three years prior to the date of filing of this Red Herring Prospectus irrespective of the size of the transaction.	NA	[•]	[•]

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

\*\*Post Bonus effect price per equity share.

BASIS FOR THE ISSUE PRICE

The “Basis for Offer Price” on Page 95 of the offer document has been updated with the above price band. Please refer to the website of the BRLM or scan the given QR code for the “Basis of the Offer Price” Updated with the above price band.

INDICATIVE TIMELINE FOR THE OFFER

Sequence of Activities	Listing within T+3 days (T is Offer Closing Date)
Application Submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) “For Individual Investors” - <b>Upto 4 pm on T Day.</b> Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc.) - <b>Upto 4 pm on T Day.</b> Electronic Applications (Syndicate Non-Individual, Non-Institutional Applications) - <b>Upto 3 pm on T Day.</b>
	Physical Applications (Bank ASBA) - <b>Upto 1 pm on T Day.</b> Physical Applications (Syndicate Non-Individual, Non-Institutional Applications) - <b>Upto 12 pm on T Day</b> and Syndicate members shall transfer such applications to banks before <b>1 pm on T Day.</b>
Bid Modification	From Issue opening date <b>up to 4 pm on T Day.</b>
Validation of bid details with depositories	From Issue opening date <b>up to 5 pm on T Day.</b>
Reconciliation of UPI mandate transactions (Based on the guidelines issued by NPCI from time to time): Among Stock Exchanges -Sponsor Banks - NPCI and NPCI:TPSPs/TPAS** - Issuer Banks; Reporting formats of bid information, UPI analysis report and compliance timelines: UPI Mandate acceptance time	On daily basis Merchant Bankers to submit to SEBI, sought as and when. <b>T Day- 5 pm</b>
Issue Closure T Day	<b>T Day + 4 pm</b> for Individual Investor, QIB, NII and other reserved categories
Third party check on UPI applications	On daily basis and to be completed before <b>9:30 AM on T+1 day</b>
Third party check on Non- UPI applications	On daily basis and to be completed before <b>1 pm on T+1 day</b>
Submission of final certificates: -For UPI from Sponsor Bank -For Bank ASBA, from all SCSBs -For syndicate ASBA UPI ASBA	<b>Before 09:30 pm on T+1 day</b> All SCSBs for Direct ASBA - <b>Before 07:30 pm on T Day</b> Syndicate ASBA - <b>Before 07:30 pm on T Day</b>
Finalization of rejections and completion of basis: Approval of basis by Stock Exchange	<b>Before 6 pm on T+1 day.</b> <b>Before 9 pm on T+1 day</b>
Issuance of fund transfer instructions in separate files for debit and unblock. For Bank ASBA and Online ASBA - To all SCSBs For UPI ASBA - To Sponsor Bank	Intimation not later than <b>9:30 am on T+2 day.</b> Completion before <b>2 pm on T+2 day</b> for fund transfer; Completion before <b>4 pm on T+2 day</b> for unlocking
Corporate action execution for credit of shares	Initiation before <b>2 pm on T+2 day</b> Completion before <b>6 pm on T+2 day</b>
Filing of listing application with Stock Exchanges and issuance of trading notice	<b>Before 7:30 pm on T+2 day</b>
Publish allotment advertisement	On the website of issuer, Merchant Banker and RTI- <b>before 9 pm On T+2 day.</b> In newspaper- <b>on T+3 day but not later than T+4 day</b>
Trading starts T+3 day	<b>T+3 day</b>

Note –

\*\* UPI mandate end time and date shall be at 5:00 p.m. IST on the Bid/ Offer Closing Date.

under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other sub-category of Non-Institutional Portion. Subject to the availability of shares in non-institutional investors' category, the allotment to each Non-Institutional Investors shall not be less than the minimum application size in Non-Institutional Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI (ICDR) (Amendment) Regulations, 2025. All Bidders are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor investors are not permitted to participate in the Issue through the ASBA process. For details, see "OFFER PROCEDURE" on page 227 of this Red Herring Prospectus.

LIABILITY OF MEMBERS AS PER MOA:

The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:

The Authorized share Capital of the Company is ₹ 9,00,00,000/- (Rupees Nine Crores Only) divided into 90,00,000 (Ninety Lakh) Equity Shares of ₹ 10 each. For details of the Capital Structure, see "Capital Structure" on the page 76 of the Red Herring Prospectus. The issued, subscribed and paid-up share capital of the Company before the issue is ₹ 6,42,60,280 (Six Crore Forty-Two Lakh Sixty Thousand Two Hundred Eighty Only) divided into 64,26,028 (Sixty-Four Lacs Twenty-Six Thousand Twenty-Eight Only) Equity Shares of ₹ 10 each. For details of Capital Structure, see section titled "Capital Structure" on page 76 of the Red Herring Prospectus.

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:

Given below is the name of the signatory to the Memorandum of Association of the Company and the number of Equity Shares subscribed by him at the time of execution of the Memorandum of Association of our Company. M/s Beantalk Sarl subscribed to 99,000 Equity Shares and Pawan Chohan subscribed to 1 Equity Shares at the time of incorporation, as the Company was incorporated as a Private Limited Company. For details of the main objects of the Company as contained in the Memorandum of Association, see "History and Certain Corporate Matters" on page 148 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 73 of the Red Herring Prospectus.

LISTING:

The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited ("BSE"). Our Company has received an 'in-principle' approval from the BSE SME for the listing of the Equity Shares pursuant to letter dated November 10, 2025. For the purpose of the Offer, the Designated Stock Exchange shall be BSE Limited (BSE). A signed copy of the Red Herring Prospectus has been delivered for registration to the ROC on November 27, 2025 and Prospectus shall be delivered for filing to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 260 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"):

Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI on page 200 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF BSE (THE DESIGNATED STOCK EXCHANGE):

It is to be distinctly understood that the permission given by BSE SME ("SME Platform of BSE") should not in any way be deemed or construed that the contents of the Offer document or the price at which the equity shares are offered has been cleared, solicited or approved by BSE, nor does it certify the correctness, accuracy or completeness of any of the contents of the Offer document. The investors are advised to refer to the Offer document for the full text of the Disclaimer clause pertaining to BSE.

CREDIT RATING:

This being a public issue of equity shares, no credit rating is required.

TRUSTEES:

This being an issue of equity shares, appointment of Trustees is not required.

IPO GRADING:

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

GENERAL RISK:

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of the Issuer and this offer, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 37 of the Red Herring Prospectus.