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DRAFT ABRIDGED PROSPECTUS

Dated: September 29, 2026

(Please read section 26 and 32 of the Companies Act, 2013)

(This Draft Abridged Prospectus will be updated upon filing with the RoC)

100% Book Built Issue



CONCEPTIA TECHNOLOGIES LIMITED
(Formerly known as Conceptia Software Technologies Limited)

CIN: U72900KA2004PLC034151

REGISTERED OFFICE	CONTACT PERSON	EMAIL ID AND TELEPHONE	WEBSITE
No. 22, 100 Feet Ring Road, 6 th Block, 3 rd Phase, Banashankari 3 rd Stage, Bangalore, Karnataka, India 560085.	Shubhanshi Somani Company Secretary and Compliance Officer.	Email-id: compliance@conceptia.in Investor Grievance E-Mail: investor@conceptia.in Tel.: +91 8884540444	www.conceptia.in

PROMOTERS OF OUR COMPANY:

ANILDAS NARAYANAPILLAI THULASIDAS, JITHESH KEEDATHU AYYAPPAN PILLAI AND GEEETHA DAS

DETAILS OF THE ISSUE

TYPE	FRESH ISSUE	OFS SIZE (BY NUMBER OF SHARES OR BY AMOUNT)	TOTAL ISSUE SIZE	ELIGIBILITY
Fresh Issue	Upto 26,05,000 Equity Shares of face value of ₹ 10 each ("Equity Shares") aggregating up to ₹ [●] Lakhs ("Issue")	NIL	Upto 26,05,000 Equity Shares of face value of ₹ 10 each aggregating to ₹ [●] Lakhs.	The Issue is being made pursuant to Regulation 229(1) and 253(1) of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended. For details in relation to share reservation among QIB's, NII's and IB's, see "Issue Structure" on page 232 of this Draft Red Herring Prospectus.

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION – NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES

RISKS IN RELATION TO THE FIRST ISSUE

This being the first Public Issue of our Company, there has been no formal market for the Equity Shares. The face value of the Equity shares is ₹ 10 each. The Floor Price, Cap Price and Issue Price is to be determined by our Company in consultation with the Book Running Lead Manager, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated in the "Basis for the Issue Price" beginning on page 86 of this Draft Red Herring Prospectus and should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Draft Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" beginning on page 24 of this Draft Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

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

LISTING

The Equity Shares offered through this Draft Red Herring Prospectus are proposed to be listed on the EMERGE Platform of National Stock Exchange of India Limited. In terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time, our Company has received an 'In principle' approval letter dated [●] from National Stock Exchange of India Limited ("NSE EMERGE") for using its name in this offer document for listing our shares on the EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE"). For the purpose of this Issue, the Designated Stock Exchange will be National Stock Exchange of India Limited "NSE EMERGE").

BOOK RUNNING LEAD MANAGER: GYR CAPITAL ADVISORS PRIVATE LIMITED

NAME AND LOGO	CONTACT PERSON	E-MAIL ID AND TELEPHONE
 GYR Capital Advisors Private Limited	Mr. Mohit Baid/ Ms. Maitri Thakkar	Telephone: +91 87775 64648 E-mail: Uepresstools.ipo@gyrcapitaladvisors.in Investor Grievance E-mail Id: investors@gyrcapitaladvisors.com

REGISTRAR TO THE ISSUE: CAMEO CORPORATE SERVICES LIMITED

NAME AND LOGO	CONTACT PERSON	E-MAIL ID AND TELEPHONE
 Integrated Registry Management Services Private Limited	Mr. S Giridhar	E-mail: smeipo@integratedindia.in Telephone: 080-23460815/816/817/818

ISSUE PROGRAMME

ANCHOR PORTION ISSUE OPENS/CLOSES ON*	[●]	BID/ ISSUE OPENS ON#	[●]	BID/ ISSUE CLOSES ON#	[●]**
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*Our Company, in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date/ Issue period shall be one Working Day prior to the Bid/ Issue Opening Date.

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

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

SUMMARY OF THE INDUSTRY

1. India's engineering services industry is a growing sector driven by infrastructure development, industrialisation, technological advancements and increasing adoption of digital engineering solutions. The industry caters to sectors such as automotive, aerospace and defence, electronics, telecommunications, manufacturing, energy and other industrial applications. Engineering service providers offer design, prototyping, testing, simulation, validation, optimisation and consulting services.
 2. India benefits from the availability of skilled engineering professionals and cost-effective service capabilities, supporting its position as an engineering services outsourcing destination. The India engineering services outsourcing market was valued at approximately US\$62.8 billion in 2025 and is expected to reach approximately US\$211.4 billion by 2034, registering a CAGR of 14.01% during 2026–2034. The industry is witnessing increasing adoption of Artificial Intelligence, Machine Learning, Internet of Things, Product Lifecycle Management, simulation and virtual prototyping, particularly across automotive, aerospace, defence and manufacturing sectors.
 3. Sustainability and green engineering are also gaining importance, with increasing demand for energy-efficient product designs and environmentally sustainable manufacturing solutions. The Indian shipbuilding industry is another relevant sector for marine engineering and naval architecture services. India has a coastline of approximately 7,500 kilometres, 12 major ports and more than 200 minor ports, providing a strong maritime base.
 4. The sector is supported by government initiatives including Make in India and Atmanirbhar Bharat and has opportunities across commercial, defence and offshore vessels. Increasing maritime transportation, modernisation of shipyards, technological advancement and the development of green shipbuilding are expected to support demand for specialised engineering services. The industry, however, faces challenges including competition, rapid technological changes, skilled manpower requirements, regulatory complexities and increasing customer expectations relating to cost, quality and delivery timelines.
- For further details, please refer to the chapter titled “*Industry Overview*” beginning on Page No. 100 of the Draft Red Herring Prospectus.

SUMMARY OF THE PRIMARY BUSINESS

1. Conceptia Technologies Limited was incorporated on June 17, 2004 as Conceptia Software Technologies Private Limited and is an engineering technology company providing engineering, technology and digital solutions across Marine, Aerospace & Defence, Engineering, Energy, Shipbuilding and Manufacturing industries.
 2. The Company operates through four principal divisions: **C-Marine, C-Konnect, C-MPower and CM Techno**. C-Marine provides naval architecture, marine engineering and shipyard development services for commercial, defence, offshore and research vessels. C-Konnect is the engineering software division and acts as a value-added reseller and implementation partner for Dassault Systèmes' SolidWorks, as well as SolidCAM, DriveWorks and SIMULIA applications, providing software, implementation, technical support and training services. C-MPower supplies skilled manpower, including design engineers, quality inspectors, welders, fitters, electricians and safety officers, to shipyards and industrial sectors.
 3. CM Techno provides mechanical and industrial engineering consultancy services, including simulation, validation, optimisation, prototyping, manufacturing support and equipment upgrades.
 4. The Company has also introduced **C-Soft**, focused on developing engineering software solutions, including engineering inspection and engineering manual applications, while leveraging AI and Machine Learning. Its upcoming proprietary software, **VeriSure**, is designed to digitise field-inspection workflows.
- For further details, please refer to the chapter titled “*Business Overview*” beginning on Page No. 118 of the Draft Red Herring Prospectus.

Geography-wise Revenue Bifurcation:

(Rs In Lakhs)

S. No.	Particulars	Fiscal 2025	% from Revenue from operations	Fiscal 2024	% from Revenue from operations	Fiscal 2023	% from Revenue from operations
		Fiscal 2026		Fiscal 2025		Fiscal 2024	
		Amount (₹ in lakhs)	In % from Revenue from operations	Amount (₹ in lakhs)	In % from Revenue from operations	Amount (₹ in lakhs)	In % from Revenue from operations
1.	Domestic	8,845.42	96.37%	6,009.05	96.62%	6,602.99	96.83%
2.	Exports	332.72	3.63%	210.48	3.38%	216.26	3.17%
Total		9,178.14	100.00%	6,219.53	100.00%	6,819.25	100.00%

**1. The following table sets forth the revenue contribution from our Top 5 customers during the relevant reporting periods:
(₹ in Lakhs)**

Concentrated Customers	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount	In % of Revenue from Operation	Amount	In % of Revenue from Operation	Amount	In % of Revenue from Operation
Top 5 customers	3535.47	38.52%	1887.52	30.35%	2,147.33	31.49%

2. Registered office:

Description	Address
Registered office	No. 22, 100ft Ring Road, 6th Block, 3rd Phase, Banashankari 3rd stage, Bengaluru - 560085.

3. Business Strengths and Strategies:

Strengths - Strong Project Delivery Record - Pan- India Presence, Growing Exports - Diversified Order Book - Wide Industry Reach - Experienced Leadership Team
Strategies - Expanding our Portfolio of Engineering and Design Software Solutions - Focus on Quality Systems and Operational Excellence - Strengthening our Technology Capabilities and Technical Expertise - Broadening our footprint across automotive segments - Building a Skilled Technical Workforce to Support Business Growth - Expanding our Customer Base and Increasing Market Penetration

For further details, please refer to chapter titled “Our Business” beginning on Page No. 117 of the Draft Red Herring Prospectus.

PROMOTERS OF THE COMPANY

Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification
1	Anildas Narayanapillai Thulasidas	Individual	Anildas Narayanapillai Thulasidas , aged about 65 years, is the Promoter, Chairman and Managing Director of our Company. He has been associated with the company since incorporation (2004) as director and he was designated as Managing Director on June 18, 2004. He holds a Degree in Bachelor of Technology in Naval Architecture and Ship Building from Department of Ship Technology, University of Cochin, India, 1985, Post Graduate Diploma in Software Technology from National Centre for Software Technology, Bombay, 1995 and also a Post Graduate Diploma in Naval Construction from Indian Institute of Technology Delhi (IIT), 1988. He has over 37 years in the Mari-time industry. He is responsible for steering the Company’s overall growth, ensuring operational efficiency, strengthening its market position and creating long-term value for all stakeholders.
2	Geetha Das	Individual	Geetha Das aged about 62 years, is the Promoter and Non-Executive Director of our Company. She has been associated with the Company as a director since its incorporation in 2004. She resigned from the position of director in 2011 and subsequently rejoined the Company as a director in 2026 as WTD (Change in Designation to Non-Executive Director in August 25, 2026.) She holds a degree of Bachelor of Technology (Electronics and Communication) from University of Kerala, Trivandrum, 1986, Master of Technology in Communication and Radar Engineering from Indian Institute of Technology of Delhi (IIT), 1988 and Master of Data Science and Machine Learning, PES University, Bangalore 2024. She has over 31 years of practical experience in Technology solutions. She is responsible for driving the Company’s IT and business transformation strategy, strengthening cybersecurity and data governance, enabling enterprise-wide automation and digital platforms and optimizing core processes to enhance operational efficiency and create long-term value for stakeholders.
3	Jithesh Keedathu Ayyappan Pillai	Individual	Jithesh Keedathu Ayyappan Pillai aged about 49 years, is the Promoter and Whole-time Director of our Company. He has been associated with the Company as a director since its incorporation in 2004. He holds a degree in Diploma in Automobile Engineering (1998) from State Board of Technical Education and Training, Chennai and Bachelor of Engineering (Production Engineering), 2001

			from Bharathiar University, Coimbatore. He holds experience of over 23 years in engineering technology, digital manufacturing, Product Lifecycle Management (PLM), CAD/CAM/CAE solutions, engineering services, manufacturing solutions and renewable energy. He is responsible for overseeing digital engineering, business transformation, product sales and technology solutions through CKONNECT; engineering services, manufacturing, product development and contract manufacturing through CM Techno; and solar turnkey installations and renewable energy business expansion through LightLeader Solar Private Limited.
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OBJECTS OF THE ISSUE

The issue comprises of a Fresh Issue of upto 26,05,000 Equity Shares, aggregating up to ₹ [●] lakhs by our Company.

Our Company proposes to raise funds for funding the following objects:

Sr. No.	Particulars	Summary
1.	Funding of working capital requirements of the Company	Our Company proposes to utilize upto ₹ 990.00 Lakhs of the Net Proceeds in Fiscal 2026-2027 and 2027-2028 respectively towards our Company's working capital requirements. The balance portion of our Company's working capital requirement shall be met from the working capital facilities availed and internal accruals. We fund a majority of our working capital requirements in the ordinary course of business from various banks, unsecured loan and internal accruals. Our Company requires additional working capital for funding its incremental working capital requirements and unlocking the internal accruals deployed in working capital. The funding of the incremental working capital requirements will lead to a consequent increase in our profitability, ability to utilize internal accruals for growth opportunities and achieving the proposed targets as per our business plan.
2.	To pay or repay, in full or in part of certain outstanding secured borrowings availed by our Company	As on March 31, 2026, an amount of ₹ 650.00 Lakhs is proposed to be utilised for repayment/ prepayment of certain borrowings availed by our Company from the Net Proceeds. Our Company has entered into financial arrangements from time to time with various banks and financial institutions. The outstanding loan facilities entered into by our Company include secured borrowing in the form of Loan against property of our promoters Anildas Narayanapillai Thulasidas and Geetha Das and personal guarantees of the Directors and Promoters. For further details, please refer " Financial Indebtedness " on page Error! Bookmark not defined. of this Draft Red Herring Prospectus
3.	General corporate purposes	The Net Proceeds will be first utilized towards the Objects as mentioned above. The balance is proposed to be utilized for General corporate purposes, subject to such utilization not exceeding 15% of the gross proceeds of the Fresh Issue or 10 crore whichever is lower, in accordance with the SEBI ICDR Regulations. Our Company intends to deploy the balance Net Proceeds, if any, for general corporate purposes, as may be approved by our management, subject to the above-mentioned limit
	Total	[●]

PROPOSED SCHEDULE OF IMPLEMENTATION

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

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

(₹ in Lakhs)

Sr. No.	Particulars	Estimated Amount to be deployed from Net Proceeds *	Estimated Utilization of Net Proceeds in F.Y. 2025 – 2026	Estimated Utilization of Net Proceeds in F.Y. 2026– 2027
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1.	Funding of working capital requirements of the Company	990.00	500.00	490.00
2.	To pay or repay, in full or in part of certain outstanding secured borrowings availed by our Company	650.00	650.00	[●]
3.	General corporate purposes*#	[●]	[●]	[●]
	Total#	[●]	[●]	[●]

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

The amount to be utilised for general corporate purposes shall not exceed 15% of the gross proceeds of the Fresh Issue or 10 crore whichever is lower, in accordance with the SEBI ICDR Regulations.

MEANS OF FINANCE

We intend to finance our Objects of the Issue through Issue Proceeds which are as follows:

(Rs. In lakhs)

Sr. No.	Particulars	Amount to be funded From IPO Proceeds
1.	Funding of working capital requirements of the Company	Up to 990.00
2.	To pay or repay, in full or in part of certain outstanding secured borrowings availed by our Company	Up to 650.00
3.	General corporate purposes*#	[●]
	Total#	[●]

DEPLOYMENT OF NET PROCEEDS

(Rs. In lakhs)

Sr no.	Particulars	Estimated Amount	From IPO Proceeds
1.	Funding of working capital requirements of the Company	Up to 990.00	Up to 990.00
2.	To pay or repay, in full or in part of certain outstanding secured borrowings availed by our Company	Up to 650.00	Up to 650.00
3.	General Corporate Purpose	[●]	[●]
4.	Public Issue Expense	[●]	[●]
	Total	[●]	[●]

For further details, please see chapter titled “Objects of the Issue” beginning on Page No. 77 of the Draft Red Herring Prospectus.

SHAREHOLDING PATTERN OF PROMOTER / PROMOTER GROUP OF THE COMPANY AS AT ALLOTMENT:

The aggregate shareholding, of each of the (i) Promoter(s), (ii) Members of the Promoter Group and as on the Date of Draft Issue document / issue document and as at allotment as per the below mentioned format:

S. No.	Pre-Issue shareholding as at the date of Advertisement			Post-Issue shareholding as at the date of Allotment	
	Name of the Shareholders	Number of Equity Shares	Shareholding (in %)	At Floor Price and At Cap Price	
				Number of Equity Shares	Shareholding (in %)
Promoter(s)					
1.	Anildas Narayanapillai Thulasidas	21,11,984	30.00	[●]	[●]
2.	Geetha Das	11,61,600	17.00	[●]	[●]
3.	Jithesh Keedathu Ayyappan Pillai	4,22,400	6.00	[●]	[●]
Members of Promoter Group (who hold shares)					
4.	Aishwarya Das	1,40,800	2.00		
5.	Vidya Nair	16	Negligible	[●]	[●]
Total (Aggregate)		38,36,800	55.00	[●]	[●]

Notes:

1) Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisements until date of prospectus.

2) Based on the Issue price of ₹ [●] and subject to finalization of the basis of allotment.

For further details, please refer to the chapter titled “Capital Structure” beginning on Page No. 65 of the Draft Red Herring Prospectus.

SUMMARY OF RESTATED CONSOLIDATED FINANCIAL STATEMENTS

Following are the details as per the Restated Consolidated Financial Information for the Financial Years ended on March 31, 2026, 2025 and 2024:

(₹ in lakhs)

Sr. No.	Particulars	March 31, 2026	March 31, 2025	March 31, 2024
1.	Share Capital			
2.	Net Worth [#]	2,127.34	1,544.68	1,362.46
3.	Revenue from operations	9,178.14	6,219.53	6,819.25
4.	EBITDA	1,018.88	424.70	596.26
5.	Profit after Tax	603.41	179.57	313.76
6.	Basic Earnings per Share	8.57	2.55	4.46
7.	Diluted Earnings per Share	8.57	2.55	4.46
8.	Net Asset Value per equity share (Post bonus)*	30.22	21.94	19.35
9.	Total borrowings [^]			
10.	Cash flow from operating activities	362.77	(186.91)	399.98
11.	Cash flow from investing activities	(1.16)	(63.92)	(419.47)
12.	Cash flow from financing activities	(375.24)	295.79	(351.66)

[#]Net-worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation (Refer Regulation 2 of Chapter - I of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018)

*Net Asset Value per Equity Share = total of all the assets as reduced by total of all the liabilities of the company/ Total Number of Equity Shares outstanding at the end of the year/period

[^]Total Borrowings = Restated Long-Term Borrowings Plus Restated Short-Term Borrowings outstanding at the end of year/period. For further details, please refer to the section titled “Financial Information” beginning on Page No. 170 of the Draft Red Herring Prospectus.

KEY PERFORMANCE INDICATORS

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

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 25, 2026, and the members of the Audit Committee have verified the details of all KPIs pertaining to our Company. Further, the KPIs herein have been certified by M/s Prakash Bhat & Associates, Chartered Accountants, by their certificate dated September 25, 2026, 2026. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of this Draft Red Herring Prospectus.

For the details of our key performance indicators, see sections titled “Our Business” and “Management’s Discussion and Analysis of Financial Position and Results of Operations – Financial KPIs of the Company” on pages 118 and 175 respectively of this DRHP. We have described and defined them, where applicable, in “Definitions and Abbreviations” section on page 6 of this Draft Red herring Prospectus. Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue, whichever is later or for such other duration as may be required under the SEBI ICDR Regulations. Further, the ongoing KPIs will continue to be certified by a member of an expert body as required under the SEBI ICDR Regulations.

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

FINANCIAL KPIs OF OUR COMPANY

(Amount in Lakhs, except EPS, % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) ⁽¹⁾	9,178.14	6,219.53	6,819.25
Growth in Revenue from Operations (%) ⁽²⁾	47.57%	(8.79%)	NA

Particulars	For the year ended March 31,		
	2026	2025	2024
Total Income (₹ in Lakhs) ⁽³⁾	9,234.29	6,343.59	6,880.25
EBITDA (₹ in Lakhs) ⁽⁴⁾	1,018.88	424.70	596.26
EBITDA Margin (%) ⁽⁵⁾	11.03%	6.69%	8.67%
Profit After Tax (₹ in Lakhs) ⁽⁶⁾	603.41	179.57	313.76
PAT Margin (%) ⁽⁷⁾	6.57%	2.89%	4.60%
Net Worth (₹ in Lakhs) ⁽⁸⁾	2,127.34	1,544.68	1,362.46
Return on Equity ("RoE") (%) ⁽⁹⁾	32.87%	12.35%	25.97%
Return on Capital Employed ("RoCE") (%) ⁽¹⁰⁾	32.82%	13.85%	29.66%
Net Asset Value Per Share (Post bonus) (₹) ⁽¹¹⁾	30.22	21.94	19.35
Debt-Equity Ratio (in times) ⁽¹²⁾	0.31	0.61	0.34

Notes:

- (1) Revenue from operations represents the revenue from sale of software, sale of services, solar power generation system installation and sale of hardware components of our Company and its subsidiaries as recognized in the Restated Consolidated Financial Information.
- (2) Growth in revenue from operations (%) is calculated as revenue from operations for the relevant year less revenue from operations for the preceding year, divided by revenue from operations for the preceding year. Growth for the Financial Year 2024 is not available (NA) as the Restated Financial Information does not include revenue from operations for the Financial Year 2023.
- (3) Total income includes revenue from operations and other income.
- (4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the restated profit after tax for the year attributable to the equity shareholders of our Company and adding back total tax expense, finance costs and depreciation and amortization expense. EBITDA margin is calculated as EBITDA as a percentage of total income.
- (5) Profit after tax represents the restated profit for the year attributable to the equity shareholders of our Company, being the restated consolidated profit for the year of ₹ 602.99 lakhs, ₹ 179.04 lakhs and ₹ 312.84 lakhs for the Financial Years 2026, 2025 and 2024 adjusted for the share of loss attributable to non-controlling interest of ₹ 0.42 lakhs, ₹ 0.53 lakhs and ₹ 0.92 lakhs, respectively.
- (6) PAT Margin (%) is calculated as profit after tax as a percentage of revenue from operations.
- (7) Restated Net worth of the company is calculated as equity share capital plus other equity attributable to the equity shareholders of our Company
- (8) Return on Equity is calculated as Profit after tax, as restated, attributable to the owners of the Company for the year divided by average equity. Average equity is calculated as average of opening and closing balance of net worth for the year.
- (9) Return on capital employed is calculated as earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year. Capital employed is calculated as the aggregate value of tangible net worth, total debt and deferred tax liabilities.
- (10) Net asset value per share is calculated as net worth divided by the number of equity shares outstanding at the end of the respective year. For all the years presented, the number of equity shares is taken as 70,40,000 equity shares of face value ₹ 10 each, after giving effect to the bonus issue of equity shares in the ratio of 15:1 on July 10, 2026 (the number of equity shares outstanding before the bonus issue was 4,40,000).
- (11) Debt-equity ratio is calculated by dividing total debt by net worth. Total debt represents non-current and current borrowings (including current maturities of long-term borrowings) and lease liabilities (non-current and current). Net worth is the sum of equity share capital and other equity attributable to the equity shareholders of our Company.

For further details, please refer to the section titled "Basis for the Issue" beginning on Page No. 86 of the Draft Red Herring Prospectus.

INTERNAL RISK FACTORS (TOP 10)

1. If we fail to protect the confidentiality of our technical knowledge, proprietary information and intellectual property, our competitive position and business may be adversely affected.
2. Our failure to protect confidential information, including our software codes, engineering data, customer information and pricing information, could adversely affect our competitive position.

3. We do not own the premises from which we conduct our business and operations and any termination, non-renewal or adverse change in the terms of our lease, leave and licence or other occupancy arrangements could adversely affect our business and operations.
4. If we are unable to raise additional capital, our business prospects and growth plans could be adversely affected.
5. An inability to maintain our competitive position in the markets in which we operate may adversely affect our business, prospects and financial performance.
6. Our revenues are concentrated in Karnataka, and any adverse developments affecting our operations or customers in this region could adversely affect our business, financial condition and results of operations.
7. Our revenues are highly dependent on a limited number of industry verticals and any decrease in demand for outsourced services in these industry verticals could reduce our revenues and materially adversely affect our business, cash flows, financial condition and results of operations.
8. Our operations are subject to working capital requirements, and any inability to adequately manage our working capital or generate sufficient cash flows could adversely affect our business, financial condition and results of operations.
9. Our success depends largely on our ability to attract, retain, train and effectively utilise skilled professionals and our management team. Any inability to do so may adversely affect our business and financial performance.
10. Our Company and our Promoters are party to certain legal proceedings. Any adverse decision in such proceedings may have a material adverse effect on our business, results of operations and financial condition.

For further details, please refer to the section titled “*Risk Factors*” beginning on Page No. 24 of the Draft Red Herring Prospectus.

THE DETAILS OF WEIGHTED AVERAGE COST OF ACQUISITION OF SHARES FOR PROMOTER

Particulars	Number of Equity Shares held as on date*	Weighted average cost of acquisition (“WACA”) per Equity Share (in ₹) *	WACA per Equity Shares acquired in last one year*	WACA per Equity Shares acquired in last three year*
Promoter(s)				
Anildas Narayanapillai Thulasidas	21,11,984	2.12	Nil	2.2
Geetha Das	11,61,600	12.5	Nil	12.5
Jithesh Keedathu Ayyappan Pillai	4,22,400	0.04	Nil	NIL

Weighted average cost of acquisition of all shares transacted (shares transferred are adjusted after considering the effect of bonus and sub-division) in the one year and three years preceding the date of draft offer document / offer document.

Period	Weighted Average Cost of Acquisition (in Rs.)	Upper end of the Price Band (Rs. Nil) is ‘X’ times the weighted Average cost of Acquisition*	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last one year preceding the date of the Draft Red Herring Prospectus	Nil	[●]	0.00-0.00
Last three years preceding the date of the Draft Red Herring Prospectus	12.50	[●]	12.50

BORAD OF DIRECTOR AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

S. No	Name	Designation
1	Anildas Narayanapillai Thulasidas	Chairman and Managing Director
2	Jithesh Keedathu Ayyappan Pillai	Whole-Time Director
5	Geetha Das	Non-Executive Non-Independent Director
6	Anand Janardhan Raghavan	Non-Executive Independent Director
7	Sandeep Naithani	Non-Executive Independent Director
8	Shubhanshi Somani	Company Secretary and Compliance Officer
9	Anju Susan John	Chief Financial Officer

AUDITORS QUALIFICATION

There are no audit qualifications which have not been given effect to in the Restated Financial Information. For details, see “Financial Information” on page 170 of the Draft Red Herring Prospectus.

SUMMARY OF OUTSTANDING LITIGATION

A summary of outstanding litigation proceedings as on the date of the Draft Red Herring Prospectus as disclosed in the section titled “*Outstanding Litigations and Material Development*” on page 198 in terms of the SEBI ICDR Regulations and the Materiality Policy is provided below:

Nature of Cases	Number of outstanding cases	Amount Involved
<i>Litigation involving our Company</i>		
Criminal proceeding against our Company	Nil	Nil
Criminal proceedings by our Company	Nil	Nil
Material civil litigation against our Company	Nil	Nil
Material civil litigation by our Company	1	Not Ascertainable
Actions by statutory or regulatory Authorities	Nil	Nil
Direct and indirect tax proceedings	7	1,077.01
<i>Litigation involving our Directors (other than Promoters)</i>		
Criminal proceedings against our Directors (other than Promoters)	Nil	Nil
Criminal proceedings by our Directors (other than Promoters)	Nil	Nil
Material civil litigation against our Director (other than Promoters)	Nil	Nil
Material civil litigation by our Director (other than Promoters)	Nil	Nil
Actions by statutory or regulatory authorities (other than Promoters)	Nil	Nil
Direct and indirect tax proceedings	Nil	Nil
<i>Litigation involving our Promoters</i>		
Criminal proceedings against our Promoters	Nil	Nil
Criminal proceedings by our Promoters	Nil	Nil
Material civil litigation against our Promoters	Nil	Nil
Material civil litigation by our Promoters	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil
Direct and indirect tax proceedings	1	Negligible
<i>Litigation involving our Key Managerial Personnel and Senior Managerial Personnel (Other than Directors and Promoters)</i>		
Criminal proceedings against our Key Managerial Personnel and Senior Managerial Personnel (Other than Directors and Promoter)	Nil	Nil
Criminal proceedings by our Key Managerial Personnel and Senior Managerial Personnel (Other than Directors and Promoter)	Nil	Nil
Actions by statutory or regulatory authorities	Nil	Nil

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