This is an abridged prospectus containing salient features of the Red Herring Prospectus dated July 18, 2024 (the "RHP"). You are encouraged to read greater details available in the RHP (Download link: https://www.aelhealth.com/assets/img/prospectus/Abridged%20Prospectus.pdf Unless otherwise specified all capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

## THIS ABRIDGED PROSPECTUS CONSISTS OF EIGHT(8) PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.





## APRAMEYA ENGINEERING LIMITED CIN: U51909GJ2021PLC128294

**Date of Incorporation**: December 28, 2021

| Registered Office                                                                                                | Contact Person                                                    | Email and Telephone                               | Website                    |
|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|---------------------------------------------------|----------------------------|
| 908, 9th Floor, Venus Atlantis Corporate<br>Park, Anandnagar, Prahladnagar,<br>Ahmedabad, Gujarat-380 015 India. | Sanjoly Alkesh Jalan<br>Company Secretary &<br>Compliance Officer | E-mail: cs@aelhealth.com<br>Tel No: +079-40068827 | Website: www.aelhealth.com |

# **Promoters of the Company**

## SAURABH KISHORBHAI BHATT, CHETAN MOHAN JOSHI, POOJA SAURABH BHATT AND ARCHANA CHETAN JOSHI

#### **Details of Offer to Public**

| Type of                              | Fresh Issue                               | OFS Size (by                           | Total Issue                               | Issue Under 6(1)/                                                                                                                               |                                                   | Share Re                        | servation                                 |                                      |
|--------------------------------------|-------------------------------------------|----------------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------|---------------------------------|-------------------------------------------|--------------------------------------|
| Issue(Fresh/<br>OFS/ Fresh<br>& OFS) | Size (by no. of shares or by amount in ₹) | no. of shares<br>or by<br>amount in ₹) | Size (by no. of shares or by amount in ₹) | 6(2)/229(1)/229(2)                                                                                                                              | QIB                                               | NII                             | RII                                       | Markt<br>Maker                       |
| Fresh Issue                          | Upto 50,40,000<br>Equity shares           | Nil                                    | Upto 50,40,000<br>Equity Shares           | This issue is being made<br>in terms of regulation<br>229(2) and 253(1) of<br>Chapter IX of the SEBI<br>(ICDR) Regulations, 2018<br>as amended. | Not more<br>than<br>23,92,000<br>equity<br>shares | At least 7,18,000 equity shares | At least<br>Equity<br>16,76,000<br>Shares | Upto<br>2,54,000<br>Equity<br>shares |

These equity shares are proposed to be listed on NSE Emerge (i.e. SME platform of National Stock Exchange of India Limited).

OFS: Offer for Sale

## Details of OFS by Promoter(s)/ Promoter Group/ Other Selling Shareholders

| Name                                                                        | Туре | No of Shares offered/<br>Amount in ₹ | WACA in ₹ per<br>Equity | Name | Туре | No of Shares offered/<br>Amount in ₹ | WACA in ₹ per<br>Equity |
|-----------------------------------------------------------------------------|------|--------------------------------------|-------------------------|------|------|--------------------------------------|-------------------------|
| NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES |      |                                      |                         |      |      |                                      |                         |

| Price Band, Minimum Bid Lot & Indicative Timelines                                                |                                                                                                                                                                                                                                         |  |  |  |  |  |
|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|--|
| Price Band*                                                                                       | For details of price band, minimum bid lot size, please refer to price band                                                                                                                                                             |  |  |  |  |  |
| Minimum Bid Lot Size                                                                              | advertisement to be published in all editions of English National Newspaper "Business Standard", all editions of Hindi National Newspaper "Business Standard" and Ahmedabad Edition of Regional newspaper "Ahmedabad Express" Gujarati" |  |  |  |  |  |
| Bid/ Issue Open On**                                                                              | Thursday, July 25, 2024 <sup>1</sup>                                                                                                                                                                                                    |  |  |  |  |  |
| Bid/ Issue Closes On                                                                              | Monday, July 29, 2024 <sup>2</sup>                                                                                                                                                                                                      |  |  |  |  |  |
| Finalization of Basis of Allotment (T+1)                                                          | On or about Tuesday, July 30, 2024                                                                                                                                                                                                      |  |  |  |  |  |
| Initiation of Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account (T+2) | On or about Wednesday, July 31, 2024                                                                                                                                                                                                    |  |  |  |  |  |
| Credit of Equity Shares to Demat accounts of Allottees (T+2)                                      | On or about Wednesday, July 31, 2024                                                                                                                                                                                                    |  |  |  |  |  |
| Commencement of trading of the Equity Shares (T+3)                                                | On or about Thursday, August 1st, 2024                                                                                                                                                                                                  |  |  |  |  |  |

<sup>\*</sup>For details of price band and basis of issue price, please refer to price band advertisement and page 81 of the RHP.

<sup>\*\*</sup>Our Company may, in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/Issue Opening Date i.e., Wednesday, July 24, 2024.

The Weighted average cost of acquisition of all Equity Shares transacted in the last one year, last eighteen months and three years from the date of RHP is as given below:

| Period         | Weighted Average Cost of<br>Acquisition (in ₹) | Upper end of the Price Band<br>(₹ [•] is 'X" times the weighted<br>Average cost of Acquisition* | Range of acquisition price:<br>Lowest Price – Highest Price (in₹) |
|----------------|------------------------------------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| Last 1 year    | Nil                                            | Nil                                                                                             | Nil                                                               |
| Last 18 months | Nil                                            | Nil                                                                                             | Nil                                                               |
| Last 3 years   | 5.00                                           | [•]                                                                                             | 0-10                                                              |

<sup>\*</sup>Information of Cap Price will be included after finalization of the Price Band

#### RISKS IN RELATION TO THE FIRST ISSUE

The face value of the Equity Shares is ₹ 10/- per equity share. The Floor Price, Cap Price and Offer Price determined by our Company, in consultation with the BRLM, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "Basis for Issue Price" beginning on page 81 of the RHP should not be considered to be indicative of the market price of the Equity Shares after listing. No assurance can be given regarding frequency of trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

#### **GENERAL RISKS**

Investment in equity & equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does, SEBI guarantee the accuracy or adequacy of the contents of the RHP. Specified attention of the investors is invited to the section titled "Risk Factors" beginning on page 28 of the Red Herring Prospectus and on page 9 of this Abridged Prospectus.

#### **PROCEDURE**

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the stock exchange, syndicate members, registrar to the issue, share transfer agents, depository participants, stock brokers, underwriters, bankers to the issue, investors' associations or Self Certified Syndicate Banks.

If you wish to know about processes and procedures applicable to this issue, you may request for a copy of the RHP and/or the General Information Document (GID) from the BRLMs or download it from the website of the Stock Exchange i.e. https://www.nseindia.com/ companies-listing/corporate-filings-offer-documents#sme\_offer and the BRLM at www.hemsecurities.com

|            | PRICE INFORMATION OF BRLM's* (SME IPO)     |                               |                                                                                                                            |                                                                                                                             |                                                                                                                             |  |  |  |  |
|------------|--------------------------------------------|-------------------------------|----------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|--|--|--|--|
| Sr.<br>No. | Issue name                                 | Name of<br>Merchant<br>Banker | +/-% change in closing<br>price, [+/- % change in<br>closing benchmark]- 30 <sup>th</sup><br>calendar days<br>from listing | +/- % change in closing<br>price, [+/- % change in<br>closing benchmark]-<br>90 <sup>th</sup> calendar days from<br>listing | +/- % change in closing<br>price, [+/- % change in<br>closing benchmark]-180 <sup>th</sup><br>calendar days<br>from listing |  |  |  |  |
| 1          | TGIF Agribusiness Limited                  |                               | 1.61% [5.49%]                                                                                                              | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |
| 2          | Energy-Mission Machineries (India) Limited |                               | 218.62% [5.15%]                                                                                                            | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |
| 3          | Aztec Fluids & Machinery Limited           | Hem                           | 10.18% [4.58%]                                                                                                             | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |
| 4          | Premier Roadlines Limited                  | Securities                    | 104.18% [4.86%]                                                                                                            | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |
| 5          | Vilas Transcore Limited                    | Limited                       | 252.79% [4.40%]                                                                                                            | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |
| 6          | Aimtron Electronics Limited                |                               | 310.93% [6.17%]                                                                                                            | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |
| 7          | Ganesh Green Bharat Limited                |                               | N.A.                                                                                                                       | N.A.                                                                                                                        | N.A.                                                                                                                        |  |  |  |  |

<sup>\*</sup> Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each Merchant Banker with common issues disclosed once.

| Name of BRLM and contact details (telephone and email id) of each BRLM                                                                                                                                                                    | Hem Securities Limited Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai - 400 013, Maharashtra, India Tel No.: +91-22-4906 0000 Email: ib@hemsecurities.com Contact Person: Sourabh Garg SEBI Reg. No.: INM000010981                                                                                                                       |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of Syndicate Members                                                                                                                                                                                                                 | Hem Finlease Private Limited Address: 203, Jaipur Tower, M. I. Road, Jaipur-302001, Rajasthan, India. Tel No.: +91-141- 4051000 Email Id: mbd@hemsecurities.com, Website: www.hemsecurities.com Contact Person: Ashok Soni SEBI Registration Number: INZ000167734                                                                                                                         |
| Name of Market Maker                                                                                                                                                                                                                      | Hem Finlease Private Limited Address: 203, Jaipur Tower, M I Road, Jaipur, Rajasthan 302001, India Telephone: +91-141-4051000 Email: mbd@hemsecurities.com, Website: www.hemsecurities.com Contact Person: Ashok Soni SEBI Registration Number: INZ000168034 Market Maker Registration No.: SMEREG2020090906741                                                                           |
| Name of Registrar to the Issue and contact details (telephone and email id)                                                                                                                                                               | Link Intime India Private Limited Address: C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083 Maharashtra, India Tel. No.: +91 810 811 4949 Email: aprameya.ipo@linkintime.co.in Website: www.linkintime.co.in Investor Grievance Email: aprameya.ipo@linkintime.co.in Contact Person: Shanti Gopalkrishnan SEBI Registration No.: INR000004058 CIN: U67190MH1999PTC118368 |
| Name of Statutory Auditor                                                                                                                                                                                                                 | CNK & ASSOCIATES LLP Address: The Nirat, 3rd Floor, 18. Windward Business Park, Behind Emerald One Complex, Jetalpur Road, Vadodara, Gujarat, 390 007, India. Tel: +91 265 234 3483, +91 265 235 4359 Website: www.cnkindia.com, Email: vadodara@cnkindia.com Peer Review Number: 013232 Contact Person: CA. Pareen Shah FRN No.: 101961W/W-100036                                        |
| Name of Credit Rating Agency and the rating or grading obtained, if any                                                                                                                                                                   | Not Applicable                                                                                                                                                                                                                                                                                                                                                                            |
| Name of Debenture trustee, if any.                                                                                                                                                                                                        | Not Applicable                                                                                                                                                                                                                                                                                                                                                                            |
| Self-Certified Syndicate Banks                                                                                                                                                                                                            | The list of banks is available on <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35</a> ;                                                                                                                                                           |
| Non-Syndicate Registered Brokers                                                                                                                                                                                                          | You can submit Bid cum Application Forms in the Issue to Non-Syndicate Registered Brokers at the Non-Syndicate Broker Centres. For further details, see section titled "Issue Procedure" beginning at page 249 of the RHP                                                                                                                                                                 |
| Details regarding website address(es)/link(s) from which the investor can obtain list of registrar to issue and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable) | https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes                                                                                                                                                                                                                                                                                                                     |

|            | PROMOTERS OF THE ISSUER COMPANY |                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  |  |  |  |
|------------|---------------------------------|--------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|
| Sr.<br>No. | Name                            | Individual/<br>Corporate | Experience & Educational Qualification                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |  |  |  |
| 1          | Saurabh<br>Kishorbhai<br>Bhatt  | Individual               | He is the Chairman and Joint Managing Director of our Company. He is also one of the Promoters of our Company and has been associated with our Company since its incorporation. He holds a Bachelor's degree in electronics (industrial electronics) from Amravati University. He is having experience of over 20 years in the field of medical and healthcare equipment industry and is responsible for the overall management, project handling and tender bidding process of our Company.                                                                                           |  |  |  |  |
| 2          | Chetan Mohan<br>Joshi           | Individual               | He is the Managing Director of our Company. He is also one of the Promoters of our Company and has been associated with our Company since its incorporation. He has completed a Bachelor's in engineering (Second Year) in industrial electronics from Amravati University and Diploma in Electrical engineering from the Board of Technical Examinations, Maharashtra State. He has a work experience of over 20 years in the field of medical and healthcare equipment industry and is responsible for the overall management, finance and internal controls systems of our Company. |  |  |  |  |
| 3          | Pooja Saurabh<br>Bhatt          | Individual               | She is the Non-Executive Director of our Company. She has been on the Board since 2022. She has completed her education Master of Science (Electronics) from Saurashtra University. She has an experience of over 12 years in the business of dealing in medical equipments                                                                                                                                                                                                                                                                                                            |  |  |  |  |
| 4          | Archana Chetan<br>Joshi         | Individual               | She is the Non-Executive Director of our Company. She has been on the Board since 2022. She has completed her Bachelor's of Science (Second Year) from Lokmanya Tilak Mahavidyalaya, Wani. She has an experience of over 12 years in the business of dealing in medical equipments                                                                                                                                                                                                                                                                                                     |  |  |  |  |

## **BUSINESS OVERVIEW AND STRATEGY**

Company Overview: We are engaged in the business of installation, set up & maintenance of Intensive Care Units ("ICU"), Neonatal Intensive Care Units ("NICU"), Pediatric Intensive Care Units ("PICU"), Operation Theatre, dialysis centres and prefabricated structure ward (hereinafter referred to as "Healthcare Infrastructure projects") in the hospitals and medical care centres on turnkey basis along with supply of high value healthcare equipment and diagnostic equipment to private hospitals, Government hospitals and medical practitioners.

**Product/Services offerings:** Revenue from operations by our products and service offerings is as under:

(₹ in lakhs)

|                                 | For the year ended  |              |                     |              |                     |              |  |
|---------------------------------|---------------------|--------------|---------------------|--------------|---------------------|--------------|--|
| Particulars                     | 31st March,<br>2024 | % of Revenue | 31st March,<br>2023 | % of Revenue | 31st March,<br>2022 | % of Revenue |  |
| (a) Sale of Products            |                     |              |                     |              |                     |              |  |
| - Traded goods                  | 1802.7              | 27.66        | 1,277.16            | 16.35        | 8,383.50            | 41.92        |  |
| - Turnkey project supplies      | 4578.8              | 70.27        | 6,460.55            | 82.70        | 11,505.29           | 57.53        |  |
|                                 | 6381.5              | 97.93        | 7,737.71            | 99.05        | 19,888.79           | 99.45        |  |
| (b) Sale of services comprises: |                     |              |                     |              |                     |              |  |
| - Business Support Services     | 115.2               | 1.77         | 51.7                | 0.66         | 87.36               | 0.44         |  |
| - Maintenance services          | 19.58               | 0.30         | 22.5                | 0.29         | 23.31               | 0.11         |  |
|                                 | 134.78              | 2.07         | 74.2                | 0.95         | 110.67              | 0.55         |  |
| Total                           | 6516.23             | 100          | 7,811.91            | 100          | 19,999.46           | 100.00       |  |

#### Geographies Served:

Our Company started its operations in Gujarat and has gradually expanded to the other parts of the country. We are currently dealing in medical equipment which are supplied to different private and government hospitals, medical colleges, AIIMS, diagnostic and medical service providers in different part of the country. However, during the Fiscal 2022, 2023 and 2024, we derived more than 58%, 84% and 83% of our revenue primarily from the business of the setting up of ICUs and Operation theatres which is currently concentrated in Rajasthan only.

## **Key Performance Indicators:**

#### (₹ In Lakhs except percentages and ratios)

| Vay Einanaial Daufaymanaa              | For the year |           |           |  |  |
|----------------------------------------|--------------|-----------|-----------|--|--|
| Key Financial Performance              | 31-Mar-24    | 31-Mar-23 | 31-Mar-22 |  |  |
| Revenue from operations <sup>(1)</sup> | 6,516.23     | 7,811.91  | 19,999.46 |  |  |
| EBITDA <sup>(2)</sup>                  | 593.07       | 874.63    | 2475.41   |  |  |
| EBITDA Margin <sup>(3)</sup>           | 9.10%        | 11.20%    | 12.38%    |  |  |
| PAT <sup>(4)</sup>                     | 345.67       | 536.92    | 1,661.91  |  |  |
| PAT Margin <sup>(5)</sup>              | 5.30%        | 6.87%     | 8.31%     |  |  |
| RoE(%) <sup>(6)</sup>                  | 15.97%       | 31.17%    | 182.04%   |  |  |
| RoCE (%) <sup>(7)</sup>                | 9.60%        | 18.22%    | 88.38%    |  |  |

#### **Notes:**

Client profile and Industries Served - Our customers majorly include various private hospitals, government hospitals, medical practitioners, medical colleges including AIIMS and diagnostic centres across the country. Further, based on the successful turnkey projects undertaken by our Company, we have established relationship with our customers which includes various government hospitals and medical colleges in Rajasthan.

Revenue segmentation in terms of top clients: Our top 10 customers accounted for approximately 78.59%, 96.28% and 90.02% of our revenue from operations in Fiscal 2024, 2023 and 2022, respectively. Further the revenue of our Company from top five customers represented 70.04%, 73.99% and 76.65% of its revenue from operations in Fiscal 2024, 2023 and 2022, respectively. Our key customers majorly include medical practitioners, Government and private hospitals, medical colleges and diagnostic centers.

## **Intellectual Property, if any:**

| Sr<br>No. | Trademark | Nature of trademark                    | Owner                              | Application Number and Date                          | Class | Present<br>Status |
|-----------|-----------|----------------------------------------|------------------------------------|------------------------------------------------------|-------|-------------------|
| 1         | Trademark | Device of Aprameya Engineering Limited | Aprameya<br>Engineering<br>Limited | Application Number: 5500034<br>Dated: March 16, 2024 | 35    | Registered        |
| 2         | Trademark | Device of Aprameya Engineering Limited | Aprameya<br>Engineering<br>Limited | Application Number: 5500035<br>Dated: March 09, 2023 | 37    | Registered        |

Market Share: Not ascertainable Manufacturing plant, if any: N/A

**Employee Strength:** As on June 30, 2024, our Company has employed approximately 43 permanent employees at various levels of the Organization.

<sup>(1)</sup> Revenue from operation means revenue from sales and other operating revenues

<sup>(2)</sup> EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income

<sup>(3)</sup> EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations

<sup>(4)</sup> PAT is calculated as Profit before tax – Tax Expenses

<sup>(5) &#</sup>x27;PAT Margin' is calculated as PAT for the year divided by revenue from operations.

<sup>(6)</sup> Return on Equity is ratio of Profit after Tax and Average Shareholder Equity

<sup>(7)</sup> Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings (current & non-current). (1)

## **BOARD OF DIRECTORS**

| Sr.<br>No. | Name                               | Designation<br>(Independent / Whole<br>time / Executive /<br>Nominee) | Experience & Educational<br>Qualification                                                                                                            | Other Directorships                                                                                                                                                                |
|------------|------------------------------------|-----------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | Saurabh<br>Kishorbhai<br>Bhatt     | Chairman and Joint<br>Managing Director                               | <b>Experience:</b> 20 years <b>Qualification:</b> Bachelor of Engineering (Industrial Electronics)                                                   | <ol> <li>Aprameya Engineering (India) Private Limited.</li> <li>Mecviz Endoscopy Private Limited</li> <li>Manitechnest Solutions LLP</li> <li>Aprameya Foundation</li> </ol>       |
| 2          | Chetan Mohan<br>Joshi              | Managing Director                                                     | <b>Experience:</b> 20 Years <b>Qualification:</b> Bachelor of Engineering (Industrial Electronics) (Second year), Diploma in Electrical Engineering. | <ol> <li>Aprameya Engineering (India) Private Limited.</li> <li>Mecviz Endoscopy (I) Private Limited.</li> <li>Manitechnest Solutions LLP.</li> <li>Aprameya Foundation</li> </ol> |
| 3          | Archana<br>Chetan Joshi            | Non-Executive Director                                                | Experience: 12 years Qualification: B.Sc. (Second Year)                                                                                              | <ol> <li>Aprameya Engineering (India) Private Limited</li> <li>D&amp;A Instrumentation Labs LLP</li> </ol>                                                                         |
| 4          | Pooja Saurabh<br>Bhatt             | Non-Executive Director                                                | Experience: 12 years Qualification: M.Sc. in Electronics                                                                                             | <ol> <li>Aprameya Engineering (India) Private Limited</li> <li>D&amp;A Instrumentation Labs LLP</li> </ol>                                                                         |
| 5          | Suresh Kumar<br>Verma              | Independent Director                                                  | <b>Experience:</b> 29 years <b>Qualification:</b> Company Secretary and L.L.B.                                                                       | Nil                                                                                                                                                                                |
| 6          | Raina Singh                        | Independent Director                                                  | <b>Experience:</b> 12 Years <b>Qualification:</b> Company Secretary and Master of Business Administration                                            | <ol> <li>Air Control And Chemical Engineering Company<br/>Limited</li> <li>HEC Infra Projects Limited</li> </ol>                                                                   |
| 7          | Shalini Hitesh<br>Jalan            | Independent Director                                                  | Experience: 3 Years Qualification: Bachelors of Arts                                                                                                 | <ol> <li>Arvee Laboratories (India) Limited</li> <li>Air Control And Chemical Engineering Company<br/>Limited</li> </ol>                                                           |
| 8          | Heena<br>Hareshbhai<br>Jaichandani | Independent Director                                                  | <b>Experience:</b> 9 Years <b>Qualification:</b> Company Secretary and L.L.B.                                                                        | Nil                                                                                                                                                                                |

For further details in relation to our Board of Directors, see "Our Management" beginning on page 123 of the Red Herring Prospectus.

## **OBJECTS OF THE ISSUE**

Details of means of finance – Our Company intends to utilize the proceeds of the Issue to meet the following objects:-

| Sr.<br>No | Particulars                                  | Total estimate cost | Amount<br>deployed till<br>date | Amount to be financed from Net Proceeds | Estimated Net proceeds Utilization |
|-----------|----------------------------------------------|---------------------|---------------------------------|-----------------------------------------|------------------------------------|
|           |                                              |                     |                                 |                                         | FY 2024-25                         |
| 1.        | Funding to meet working capital requirements | 2100.00             | -                               | 2100.00                                 | 2100.00                            |
| 2.        | General Corporate Purpose.                   | [•]                 | -                               | [•]                                     | [•]                                |
|           | Total                                        | [•]                 | -                               | [•]                                     | [•]                                |

For further details please refer to the chapter titled "Object of the Issue" beginning on page 74 of this Red Herring Prospectus

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues / rights issue, if any, of the Company in the preceding 10 years: Nil

Name of monitoring agency, if any - NIL

Terms of Issuance of Convertible Security, if any - Not Applicable

## **Shareholding Pattern:**

| Sr. No. | Particulars                  | Pre-Issue number of shares | % Holding of Pre issue |  |
|---------|------------------------------|----------------------------|------------------------|--|
| 1.      | Promoters and Promoter Group | 1,40,00,000                | 100.00                 |  |

Number/amount of equity shares proposed to be sold by selling shareholders, if any. - Not Applicable

| Particulars                                                                                                       | As at      |            |            |  |
|-------------------------------------------------------------------------------------------------------------------|------------|------------|------------|--|
| 1 at ticulary                                                                                                     | 3/31/2024  | 3/31/2023  | 3/31/2022  |  |
| Total income (Net)                                                                                                | 6,562.22   | 7833.35    | 20026.16   |  |
| Net Profit/(Loss) before tax and extra ordinary items                                                             | 459.59     | 748.05     | 2,413.01   |  |
| Less: extraordinary items                                                                                         | -          | -          | -          |  |
| Net Profit / (Loss) after tax and extraordinary items                                                             | 345.67     | 536.92     | 1,661.91   |  |
| Equity Share Capital / Partner's Capital                                                                          | 1400.00    | 1400.00    | 700.00     |  |
| Reserves and Surplus                                                                                              | 936.76     | 592.49     | 752.94     |  |
| Net Worth (A)                                                                                                     | 2,336.76   | 1,992.49   | 1,452.94   |  |
| Number of Equity shares (Face Value ₹ 10) outstanding as on the Year of (Refer Note 6)                            | 14,000,000 | 14,000,000 | 7,000,000  |  |
| Weighted Average Number of Equity shares (Face Value ₹ 10) ( c)                                                   | 14,000,000 | 14,000,000 | 14,000,000 |  |
| Face Value per Share (Refer Note 6)                                                                               | 10.00      | 10.00      | 10.00      |  |
| Restated Basic and Diluted Earnings Per Share (₹) (B/C) (Refer Note 6)                                            | 2.47       | 3.84       | 11.87      |  |
| Return on Net worth (%) (B/A)                                                                                     | 14.79%     | 26.95%     | 114.38%    |  |
| Net asset value per share (A/C) (Face Value of ₹ 10 Each) Based on actual number of shares/Weighted no of shares. | 16.69      | 14.23      | 10.38      |  |

## **INTERNAL RISK FACTORS:**

#### The below mentioned risks are top 10 risk factors as per the RHP.

- Loss of any of our key customers or significant reduction in demand from, our significant customers may materially and adversely affect our business and financial performance.
- Many of our work orders are awarded primarily through competitive bidding processes. There is no assurance that future contracts will be awarded to us by these customers. Also, the tenders floated by the government agencies have terms that are suitable to such agencies. This may result in an adverse effect on our business growth, financial and results of operations.
- We depend significantly on customers and their spending in the healthcare infrastructure industry and any decline in the spending on healthcare infrastructure in India, could adversely affect our business and profitability.
- Our Order Book may not be representative of our future results and our actual income may be significantly less than the estimates reflected in our Order Book, which could adversely affect our results of operations.
- We have diversified into the business related to installation, set up & maintenance of ICU, NICU, PICU, Dialysis centres and Operation Theatre in the recent past and are subject to risks associated with new offerings and may not successfully implement our new business models.
- We face risks relating to sourcing medical equipments from third parties. Failure of such third parties to meet their obligations could adversely affect our business and results of operations.
- Any delays in the completion of our current and future projects could lead to termination of work orders or cost overruns, which could have an adverse effect on our cash flows, business, results of operations and financial condition.
- Certain of our properties, including the Registered Office, Branch Office and Warehouse are leased from our promoters, directors and third parties. There can be no assurance that these lease agreements will be renewed upon termination or that we will be able to obtain other premises on lease on same or similar commercial terms.
- We are required to obtain, renew or maintain certain statutory and regulatory permits and approvals required to operate our business and if we fail to do so in a timely manner or at all and our business, financial conditions, results of operations, and cash flows may be adversely affected.
- 10. We derive a significant portion of our revenue from the state of Rajasthan and any adverse developments in these market could adversely affect our business.

For further details on "Risk Factors" please refer page 28 of the Red Herring Prospectus.

## SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the company and amount involved:

| Name of Entity                   | Criminal<br>Proceedings | Tax<br>Proceedings | Action by<br>Statutory and<br>Regulatory<br>Authorities | Disciplinary<br>actions by the<br>SEBI or Stock<br>Exchanges against<br>our Promoters | Other pending material litigations | Aggregate<br>amount<br>involved<br>(in ₹Lakhs) |
|----------------------------------|-------------------------|--------------------|---------------------------------------------------------|---------------------------------------------------------------------------------------|------------------------------------|------------------------------------------------|
| Company                          |                         |                    |                                                         |                                                                                       |                                    |                                                |
| By Company                       | -                       | -                  | -                                                       | -                                                                                     | -                                  | -                                              |
| Against Company                  | -                       | 2                  | -                                                       | -                                                                                     | -                                  | 6.15                                           |
| Director (Other than Promoters)  |                         |                    |                                                         |                                                                                       |                                    |                                                |
| By Director                      | -                       | -                  | -                                                       | -                                                                                     | 1                                  | 2.86                                           |
| Against Director                 | -                       | 1                  | -                                                       | -                                                                                     | -                                  | Unascertainable                                |
| <b>Promoters &amp; Directors</b> |                         |                    |                                                         |                                                                                       |                                    |                                                |
| By Promoter                      | -                       | -                  | -                                                       | -                                                                                     | -                                  | -                                              |
| Against Promoter                 | -                       | -                  | -                                                       | -                                                                                     | -                                  | -                                              |

B. Brief details of top 5 material outstanding litigations against the Company and amount involved:

| Sr.<br>No. | Particulars                                                                                                             | Litigation filed by      | Current status | Amount involved<br>(₹ In lakhs) |
|------------|-------------------------------------------------------------------------------------------------------------------------|--------------------------|----------------|---------------------------------|
| 1          | Direct Tax- TDS Defaults / Assessment order                                                                             | Traces Portal/AO         | Open           | 3.83                            |
| 2          | Notice issued under Section 143(1) of the Income tax Act 1961 dated 06.03.2024 for the AY2023-24, the demand is pending | Assessing Officer<br>CPC | Open           | 2.32                            |

- C. Regulatory Action, if any disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any - Nil
- D. Brief details of outstanding criminal proceedings against Promoters Nil

For further details on "Outstanding Litigations And Material Developments" please refer page 218 of the Red Herring Prospectus.

#### ANY OTHER IMPORTANT INFORMATION AS PER BRLM / ISSUER COMPANY - NIL

#### **DECLARATION BY THE COMPANY**

We hereby declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 1956, the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulation issued there under, as the case may be. We further certify that all statements in the Red Herring Prospectus are true and correct.