PROSPECTUS
Dated: June 07, 2018
Please read Section 26 of the Companies Act, 2013
100% Fixed Price Issue

RUDRABHISHEK ENTERPRISES LIMITED

Our Company was originally incorporated on September 01, 1992, in the name and style of "Rudrabhishek Enterprises Private Limited" under the provisions of the Companies Act, 1956 with the Registrar of Companies, NCT of Delhi & Haryana. Subsequently, our Company was converted into a public Company pursuant to special resolution passed at the Annual General Meeting of our Company held on September 28, 2017 and the name of our Company was changed to "Rudrabhishek Enterprises Limited" and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana. The Corporate Identity Number of our Company is U74899DL1992PLC050142. For further details of the changes in our name and registered office of our Company, please refer to the section titled "History and Certain Corporate Matters" on page 118 of this Prospectus.

Registered Office: 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001
Corporate Office: A-6, Sector 58, Noida, Uttar Pradesh 201301
Contact Person: Mr. Vikas Gupta, Company Secretary and Compliance Officer
Tel. No.: 011 23738974, **Email**: secretarial@replurbanplanners.com; **Website**: www.repl.global

PROMOTERS OF THE COMPANY

MR. PRADEEP MISRA AND MS. RICHA MISRA

INITIAL PUBLIC OFFER UPTO 4569000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FULLY PAID FOR CASH AT A PRICE OF RS. 41 PER EQUITY SHARE (THE "ISSUE PRICE") (INCLUDING A SHARE PREMIUM OF RS. 31 PER EQUITY SHARE) AGGREGATING UP TO RS. 1873.29 LAKHS (THE "ISSUE"), OF WHICH 231000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FOR CASH AT A PRICE OF RS. 41/- PER EQUITY SHARE, AGGREGATING RS. 94.71 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 4338000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FOR CASH AT A PRICE OF RS. 41/- PER EQUITY SHARE, AGGREGATING RS. 1778.58 LAKHS IS HEREINAFTER REFERED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.35% AND 25.02% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY

THE FACE VALUE OF THE EQUITY SHARES IS RS. 10 EACH. THE ISSUE PRICE IS RS. 41 PER EQUITY SHARE AND THE ISSUE PRICE IS 4.1 TIMES THE FACE VALUE

THIS ISSUE IS BEING MADE IN TERMS OF CHAPTER XB OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 (as amended from time to time) For further details see "Issue Related Information" beginning on page 279 of this Prospectus

In terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015, all potential investors may participate in the Issue through an Application Supported by Blocked Amount **("ASBA")** process providing details about the bank account which will be blocked by the Self Certified Syndicate Banks **("SCSBs")** for the same. For details in this regard, specific attention is invited to "Issue Procedure" on page 287 of this Prospectus. In case of delay, if any, in refund, our Company shall pay interest on the application money at the rate of 15% per annum for the period of delay.

RISKS IN RELATION TO THE FIRST ISSUE

This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the Equity Shares is Rs. 10 per Equity Share. The issue price is 4.1 time of the face value. The Issue price (has been determined and justified by the Lead Managers and the issuer as stated under the paragraph on "Basis for Issue Price") 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 of the issuer 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 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 this Prospectus. Specific attention of the investors is invited to 'Risk Factor' on page 12

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this 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 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 Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

LISTING ARRANGEMENTS

The Equity Shares offered through this Prospectus are proposed to be listed on the EMERGE Platform of National Stock Exchange of India Limited ("NSE") in terms of the Chapter XB of the SEBI (ICDR) Regulations, as amended from time to time. Our Company has received an in-principle approval letter dated June 06, 2018 from NSE for using its name in the offer document for listing of our shares on the EMERGE Platform of NSE. For the purpose of this Issue, the Designated Stock Exchange will be NSE.

LEAD MANAGERS TO THE ISSUE		REGISTRAR TO THE ISSUE
KHAMBATTA SECURITIES LIMITED **SEBI Regn. No**.: INM000011914 **Office**: C-42, South Extension Part II, New Delhi-110049 **Tel No.:** 011-41645051, 41641415 **Contact Person**: Mr. Vipin Aggarwal **E-mail**: ipo@khambattasecurities.com **Website**: www.khambattasecurities.com	**CORPORATE CAPITALVENTURES PRIVATE LIMITED** **SEBI Regn. No**.: MB/INM000012276 **Regd. Off.:** 160 LGF, Vinoba Puri, Lajpat Nagar – II, New Delhi- 110024 **Tel No.:** +91-11-41704066 **Contact Person**: Mr. Amit Puri/ Mr. Pankaj Passi **E-mail**: info@ccvindia.com **Website**: www.ccvindia.com	**SKYLINE FINANCIAL SERVICES PRIVATE LIMITED** **SEBI Regn. No**.: INR000003241 **Regd. Off.:** D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. **Tel No.:** +91-11-40450193 - 97, **Fax No.:** +91-11-26812683 **Contact Person**: Mr. Virender Rana **Email id.:** virenr@skylinerta.com **Website**: www.skylinerta.com

ISSUE PROGRAMME

ISSUE OPENS ON: FRIDAY, JUNE 29, 2018	ISSUE CLOSES ON: THURSDAY, JULY 05, 2018

TABLE OF CONTENTS

CONTENTS	PAGE NO.
SECTION I – GENERAL	
DEFINITIONS AND ABBREVIATIONS	2
COMPANY RELATED TERMS	2
ISSUE RELATED TERMS	3
TECHNICAL AND INDUSTRY RELATED TERMS	6
CONVENTIONAL AND GENERAL TERMS /ABBREVIATIONS	6
PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA	10
FORWARD LOOKING STATEMENTS	11
SECTION II – RISK FACTOR	12
SECTION III – INTRODUCTION	
SUMMARY OF INDUSTRY OVERVIEW	30
SUMMARY OF BUSINESS OVERVIEW	35
SUMMARY OF OUR FINANCIAL INFORMATION	40
THE ISSUE	48
GENERAL INFORMATION	49
CAPITAL STRUCTURE	56
SECTION IV – PARTICULARS OF THE ISSUE	
OBJECTS OF THE ISSUE	66
BASIS FOR ISSUE PRICE	71
STATEMENT OF POSSIBLE TAX BENEFITS	74
SECTION V – ABOUT US	
INDUSTRY OVERVIEW	76
BUSINESS OVERVIEW	85
KEY INDUSTRY REGULATIONS AND POLICIES	110
HISTORY AND CERTAIN CORPORATE MATTERS	118
OUR MANAGEMENT	125
OUR PROMOTERS AND PROMOTER GROUP	140
OUR GROUP COMPANIES	146
RELATED PARY TRANSACTIONS	176
DIVIDEND POLICY	177
SECTION VI – FINANCIAL INFORMATION	
AUDITORS REPORT AND FINANCIAL INFORMATION OF OUR COMPANY	178
MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS	250
FINANCIAL INDEBTEDNESS	258
SECTION VII – LEGAL AND OTHER INFORMATION	
OUTSTANDINGS LITIGATIONS AND MATERIAL DEVELOPMENTS	259
GOVERNMENT AND OTHER STATUTORY APPROVALS	265
OTHER REGULATORY AND STATUTORY DISCLOSURES	268
SECTION VIII – ISSUE RELATED INFORMATION	
TERMS OF ISSUE	279
ISSUE STRUCTURE	284
ISSUE PROCEDURE	287
RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES	331
SECTION IX – DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION	
MAIN PROVISIONS OF ARTICLES OF ASSOCIATION	332
SECTION X – OTHER INFORMATION	
MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION	352
SECTION XI – DECLARATION	354

SECTION I- GENERAL

DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise requires, the terms and abbreviations stated herein shall have the meaning as assigned therewith.

Term	Description
"We", "us", "our", "the Company" or "our Company" or "REPL" or" RUDRABHISHEK ENTERPRISES LIMITED" or "the Issuer"	RUDRABHISHEK ENTERPISES LIMITED, a Public Limited Company incorporated under the Companies Act, 1956 having its registered office at 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001.

COMPANY RELATED TERMS

Term	Description
Articles / Articles of Association/AOA	Articles of Association of our Company
Auditors / Statutory Auditors/Peer Review Auditor	The Auditor of the Company being Sanjeev Neeru & Associates, Chartered Accountants, having their office at 202, Mohan Place, L.S.C "C" Block, Saraswati Vihar, Delhi-110034 and also holding valid peer review certificate issue by Institute of Chartered Accountant of India & given their consent to act as peer review auditor for this Public Issue
Audit Committee	The committee of the Board of Directors constituted as Company's Audit Committee in accordance with Section 177 of the Companies Act, 2013.
Banker to the Company	ICICI Bank,9A, Phelps Building, Connaught Place, New Delhi-110001 State Bank of India, 27, Barakhanbha Road New Delhi-110001 HDFC BANK, Janpath, 72, Ved Mansion, New Delhi-110001 For more details please refer "General Information" on page 49.
Board of Directors / Board/ our Board	The Board of Directors of our Company or a committee constituted thereof.
Company Secretary and Compliance Officer	The Company Secretary and Compliance Officer of our Company being Mr. Vikas Gupta.
CIN	Corporate Identity Number U74899DL1992PLC050142
CMD	Chairman and Managing Director
Companies Act	Companies Act, 1956 and/ or the Companies Act, 2013, as amended from time to time.
Depositories Act	The Depositories Act, 1996, as amended from time to time
Director(s)	Director(s) of Rudrabhishek Enterprises Limited unless otherwise specified
Equity Shareholders	Individuals/ HUF/Entities/NRs/NRIs holding Equity Shares of our Company
Equity Shares	Equity Shares of our Company of face value of Rs. 10 each fully paid up.
Group companies	Such companies as are included in the chapter titled "Our Group Companies" beginning on page number 146 of this Prospectus
Indian GAAP	Generally Accepted Accounting Principles in India
ID / Independent Director	Director Appointed by shareholders in pursuant of Section 149 of Companies Act 2013 or any other applicable law for time being in force.
ISIN	International Securities Identification Number. In this case being INE364Z01019
Key Managerial Personnel / Key Managerial Employees	The officer vested with executive power and the officers at the level immediately below the Board of Directors as described in the section titled "Our Management" on page no. 125 of this Prospectus.
MD	Managing Director
MOA/ Memorandum / Memorandum of Association	Memorandum of Association of our Company as amended from time to time
Non Residents	A person resident outside India, as defined under FEMA
NRIs / Non Resident Indians	A person resident outside India, as defined under FEMA and who is a citizen of India or a Person of Indian Origin under Foreign Outside India Regulation, 2000.
Promoter or our Promoters	Promoters of our Company being Mr. Pradeep Misra & Ms. Richa Misra
Promoter Group	Includes such persons and entities constituting our promoter group in terms of Regulation 2(1)(zb) of the SEBI (ICDR) Regulations and as enlisted in the

	chapter titled "*Our Promoter and Promoter Group*" beginning on page 140 of this Prospectus.
Registered Office	The Registered Office of our Company located at 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001.
ROC/ Registrar of Companies	Registrar of Companies, NCT of Delhi & Haryana.
Shareholders	Equity Shareholders of Our Company
WTD	Whole-Time Director

ISSUER RELATED TERMS

Terms	Description
Allocation / Allocation of Equity Shares	The Allocation of Equity Shares of our Company pursuant to Fresh Issue of Equity Shares to the successful Applicants
Allotment/ Allot/ Allotted	Issue and allotment of the Equity Shares pursuant to the Issue to the successful applicants.
Allottee	The successful applicant to whom the Equity Shares are being / have been issued.
Applicant	Any prospective investor who makes an application for Equity Shares in terms of this Prospectus.
Application amount	The amount at which the Applicant makes an application for Equity Shares of our Company in terms of the Prospectus
Application Collecting Intermediaries	1. a SCSB with whom the bank account to be blocked, is maintained 2. a syndicate member (or sub-syndicate member) If any 3. a stock broker registered with a recognized stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity)(broker') if any, 4. a depository participant (DP) (whose name is mentioned on the website of the stock exchange as eligible for this activity) 5. a registrar to an issue and share transfer agent (RTA) (whose name is mentioned on the website of the stock exchange as eligible for this activity)
Application Form	The Form in terms of which the applicant shall apply for the Equity Shares of our Company
Application Supported by Blocked Amount / ASBA	An application, whether physical or electronic, used by applicants to make an application authorising a SCSB to block the application amount in the ASBA Account maintained with the SCSB.
ASBA Account	An account maintained with the SCSB and specified in the application form submitted by ASBA applicant for blocking the amount mentioned in the application form.
ASBA Application Location(s)/ Specified Cities	Locations at which ASBA Applications can be uploaded by the SCSBs, namely Mumbai, New Delhi, Chennai & Kolkata
Bankers to the Issue /Refund Banker / Public Issue Bank	The banks which are clearing members and registered with SEBI as Banker to an Issue with whom the Public Issue Account and Refund Account will be opened and in this case being ICICI Bank Limited.
Basis of Allotment	The basis on which equity shares will be allotted to successful applicants under the Issue and which is described in the section "Issue Procedure - Basis of allotment" on page no. 297 of this Prospectus.
Business Day	Any day on which commercial banks are open for the business.
Client ID	Client identification number maintained with one of the Depositories in relation to Demat account.
Compliance Officer	The Company Secretary of our Company, Mr. Vikas Gupta.
Controlling Branch/ Designated Branch	Such branch of the SCSBs which coordinate Applications under this Issue by the ASBA Applicants with the Registrar to the Issue and the Stock Exchanges and a list of which is available at http://www.sebi.gov.in or at such other website as may be prescribed by SEBI from time to time.
Demographic Details	The details of the Applicants such as their address, PAN, occupation and Bank Account Details.
Depository	A depository registered with SEBI under the SEBI (Depositories and Participant) Regulations, 1996.
Depository Participant	A Depository Participant as defined under the Depositories Act, 1996
Designated date	The date on which funds are transferred from the amount blocked by the

	SCSBs is transferred from the ASBA Account to the Public Issue Account, as appropriate, after the Issue is closed, following which the Equity Shares shall be allotted/transfer to the successful Applicants.
Designated Stock Exchange	National Stock Exchange of India Limited.
Designated SCSB Branches	Such branches of the SCSBs which shall collect the Application Forms, a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes or at such other website as may be prescribed by SEBI from time to time
Draft Prospectus	The Draft Prospectus dated May 19, 2018 issued in accordance with Section 26 of the Companies Act filed with the NSE under SEBI (ICDR) Regulations
Eligible NRI	NRIs from jurisdictions outside India where it is not unlawful to make an issue or invitation under the Issue and in relation to whom the Prospectus constitutes an invitation to subscribe to the Equity Shares Allotted herein.
Emerge Platform of NSE	The SME Platform of NSE for Listing of Equity Shares offered under Chapter XB of SEBI (ICDR) Regulations which was approved by SEBI as an NSE Emerge.
First/ Sole Applicant	The Applicant whose name appears first in the Application Form or Revision Form
FII/ Foreign Institutional Investor	Foreign Institutional Investor (as defined under SEBI (Foreign Institutional Investors) Regulations, 1995, as amended) registered with SEBI under applicable laws in India.
General Information Document	The General Information Document for investing in public issues prepared and issued in accordance with the circulars (CIR/CFD/DIL/12/2013) dated October 23, 2013, notified by SEBI and updated pursuant to the circular (CIR/CFD/POLICYCELL/11/2015) dated November 10, 2015 and (SEBI/HO/CFD/DIL/CIR/P/2016/26) dated January 21, 2016 notified by the SEBI and included in "Issue Procedure – General Information Document for Investing in Public Issues" on page 308.
IPO	Initial Public Offering
Issue / Public issue / Issue size / Initial Public issue / Initial Public Offer / Initial Public Offering / IPO	Public issue of up to 4,569,000 Equity Shares of face value of 10.00 each of our Company for cash at a price of Rs. 41/- per Equity Share (including a share premium of Rs. 31/- per Equity Share) aggregating to Rs. 1,873.29 lakhs by our Company, in terms of this Prospectus.
Issue Opening Date	The date on which the Issue opens for subscription.
Issue Closing date	The date on which the Issue closes for subscription.
Issue Period	The periods between the Issue Opening Date and the Issue Closing Date inclusive of both days and during which prospective Applicants may submit their application
Issue Price	The price at which the Equity Shares are being issued by our Company through this Prospectus, being Rs. 41/- per Equity Share.
Issue Proceeds	The proceeds of the Issue that is available to our Company. For further information about use of Issue Proceeds, see "Objects of the Issue" on page 66.
Lead Managers/LMs	Lead Managers to the Issue, in this case being Corporate CapitalVentures Private Limited and Khambatta Securities Limited.
Listing Agreement	Unless the context specifies otherwise, this means the SME Equity Listing Agreement to be signed between our Company and the Emerge Platform of NSE.
Market Maker	Market Maker appointed by our Company from time to time, in this case being Indo Jatalia Securities Private Limited, who has agreed to receive or deliver the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for any other period as may be notified by SEBI from time to time.
Market Making Agreement	Market Making Agreement dated May 19, 2018 between our Company, LMs and Market Maker.
Market Maker Reservation Portion	The Reserved Portion of 231,000 Equity Shares of face value of Rs. 10/- each fully paid for cash at a price of Rs. 41/- per Equity Share aggregating Rs. 94.71 Lakhs for the Market Maker in this Issue.
Net Issue	The Issue (excluding the Market Maker Reservation Portion) of 4,338,000 Equity Shares of Rs. 10/- each at Rs. 41/- per Equity Share including share

	premium of Rs. 31/- per Equity Share aggregating to Rs. 1778.58 Lakhs by Rudrabhishek Enterprises Limited .
Net Proceeds	The Issue Proceeds, less the Issue related expenses, received by the Company. For further information about use of the Issue Proceeds and the Issue expenses, please refer to the chapter titled "Objects of the Issue" beginning on page 66 of this Prospectus.
Non Institutional Investors	All Applicants that are not Qualified Institutional Buyers or Retail Individual Investors and who have Applied for Equity Shares for an amount more than Rs. 2 Lakh.
OCB/Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs, including overseas trusts in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly as defined under the Foreign Exchange Management (Deposit) Regulations, 2000, as amended from time to time. OCBs are not allowed to invest in this Issue.
Other Investors	Investors other than Retail Individual Investors. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.
Person/Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, company, partnership, limited liability company, joint venture, or trust or any other entity or organization validly constituted and/or incorporated in the jurisdiction in which it exists and operates, as the context requires.
Peer Review Auditor	The Peer Review auditors of our Company, being Sanjeev Neeru & Associates, Chartered Accountants
Prospectus	The Prospectus, to be filed with the ROC containing, inter alia, the Issue opening and closing dates and other information.
Public Issue Account	An account of the Company under Section 40 of the Companies Act, 2013 where the funds shall be transferred by the SCSBs from bank accounts of the ASBA Investors
Qualified Institutional Buyers / QIBs	Mutual Funds, Venture Capital Funds, or Foreign Venture Capital Investors registered with the SEBI; FIIs and their sub-accounts registered with the SEBI, other than a sub-account which is a foreign corporate or foreign individual; Public financial institutions as defined in Section 2(72) of the Companies Act; Scheduled Commercial Banks; Multilateral and Bilateral Development Financial Institutions; State Industrial Development Corporations; Insurance Companies registered with the Insurance Regulatory and Development Authority; Provident Funds with minimum corpus of Rs. 2,500 Lakh; Pension Funds with minimum corpus of Rs. 2,500 Lakh; National Investment Fund set up by resolution F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; and Insurance Funds set up and managed by the army, navy, or air force of the Union of India. Insurance Funds set up and managed by the Department of Posts, India
Refund Account	Account opened / to be opened with a SEBI Registered Banker to the Issue from which the refunds of the whole or part of the Application Amount, if any, shall be made.
Refund Account	Account opened / to be opened with a SEBI Registered Banker to the Issue from which the refunds of the whole or part of the Application Amount, if any, shall be made.
Refund through electronic transfer of funds	Refunds through NECS, direct credit, RTGS or NEFT, as applicable.
Registrar Agreement	The Agreement between the Registrar to the Issue and the Issuer Company dated May 19, 2018, in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the Issue.
Registrar and Share Transfer Agents or RTAs	Registrar and share transfer agents registered with SEBI and eligible to procure Applications at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI.

Registrar / Registrar to the Issue	Registrar to the Issue being Skyline Financial Services Private Limited.
Regulations	Unless the context specifies something else, this means the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2009 as amended from time to time.
Retail Individual Investor(s)	Individual investors (including HUFs, in the name of Karta and Eligible NRIs) who apply for the Equity Shares of a value of not more than Rs. 2 Lakh.
Revision form	The form used by the Applicants to modify the quantity of Equity Shares in any of their Application Forms or any previous Revision Form(s).
SCSB	A Self Certified Syndicate Bank registered with SEBI under the SEBI (Bankers to an Issue) Regulations, 1994 and offers the facility of ASBA, including blocking of bank account. A list of all SCSBs is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes
Underwriters	Underwriters to the issue are Khambatta Securities Limited and Corporate CapitalVentures Private Limited
Underwriting Agreement	The Agreement entered into between the Underwriters and our Company dated May 24, 2018.
Wilful Defaulter(s)	Wilful defaulter as defined under Regulation 2(zn) of the SEBI Regulations.
Working Days	(i) Till Application / Issue closing date: All days other than a Saturday, Sunday or a public holiday; (ii) Post Application / Issue closing date and till the Listing of Equity Shares: All trading days of stock exchanges excluding Sundays and bank holidays in accordance with the SEBI circular no. SEBI/HO/CFD/DIL/CIR/P/2016/26 dated January 21, 2016

Technical/ Industry Related Terms

Term	Description
B2B	Business to Business
B2C	Business to consume
CAGR	Compound annual growth rate
CMP	Current Market Price
CSO	Central Statistics Office
GDP	Gross Domestic Product
GST Act	Goods and Services Tax, Act
SME	Small and Medium Enterprise
Emerge	SME Platform of NSE

Conventional and General Terms/ Abbreviations

Term	Description
A/c	Account
Act or Companies Act	Companies Act, 1956 and/or the Companies Act, 2013, as amended from time to time
AGM	Annual General Meeting
AO	Assessing Officer
ASBA	Application Supported by Blocked Amount
AS	Accounting Standards issued by the ICAI
AY	Assessment Year
BG	Bank Guarantee
CAN	Confirmation Allocation Note
CDSL	Central Depository Services (India) Limited
CIN	Corporate Identity Number
CIT	Commissioner of Income Tax
CRR	Cash Reserve Ratio
Depositories	NSDL and CDSL
Depositories Act	The Depositories Act, 1996 as amended from time to time
Depository	A depository registered with SEBI under the SEBI (Depositories and Participants) Regulations, 1996, as amended from time to time

Term	Description
DIN	Director's identification number
DP/ Depository Participant	A Depository Participant as defined under the Depository Participant Act, 1996
DP ID	Depository Participant's Identification
EBIDTA	Earnings before Interest, Depreciation, Tax and Amortization
ECS	Electronic Clearing Services
EGM	Extra-ordinary General Meeting
EPS	Earnings Per Share i.e. profit after tax for a fiscal year divided by the weighted average outstanding number of equity shares at the end of that fiscal year
Financial Year/ Fiscal Year/ FY	The period of twelve months ended March 31 of that particular year
FDI	Foreign Direct Investment
FDR	Fixed Deposit Receipt
FEMA	Foreign Exchange Management Act, 1999, read with rules and regulations there-under and as amended from time to time
FEMA Regulations	Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended
FII	Foreign Institutional Investor (as defined under SEBI FII (Foreign Institutional Investors) Regulations, 1995, as amended from time to time) registered with SEBI under applicable laws in India
FII Regulations	Securities and Exchange Board of India (Foreign Institutional Investors) Regulations, 1995, as amended
FIs	Financial Institutions
FIPB	Foreign Investment Promotion Board
FV	Face Value
FVCI	Foreign Venture Capital Investor registered under the Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000, as amended from time to time
GAAP	Generally Accepted Accounting Principles
GDP	Gross Domestic Product
GIR Number	General Index Registry Number
Gov/ Government/GOI	Government of India
HNI	High Networth Individual
HUF	Hindu Undivided Family
IFRS	International Financial Reporting Standard
ICSI	Institute of Company Secretaries of India
ICAI	Institute of Chartered Accountants of India
IPO	Initial public offering
IPR	Intellectual property rights
Indian GAAP	Generally Accepted Accounting Principles in India
I.T. Act	Income Tax Act, 1961, as amended from time to time
ITAT	Income Tax Appellate Tribunal
INR/ Rs./ Rupees / `	Indian Rupees, the legal currency of the Republic of India
Ltd.	Limited
MBA	Master of Business Administration
MCA	Ministry of Corporate Affairs
Merchant Banker	Merchant banker as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992 as amended
MOF	Minister of Finance, Government of India
MOU	Memorandum of Understanding
NA	Not Applicable
NAV	Net Asset Value
NEFT	National Electronic Fund Transfer
NOC	No Objection Certificate
NR/ Non Residents	Non Resident
NRE Account	Non Resident External Account
NRI	Non Resident Indian, is a person resident outside India, as defined under FEMA and the FEMA Regulations
NRO Account	Non Resident Ordinary Account
NSE	National Stock Exchange of India Limited

Term	Description
NSDL	National Securities Depository Limited
NTA	Net Tangible Assets
P.A.	Per annum
P/E Ratio	Price/ Earnings Ratio
PAN	Permanent Account Number allotted under the Income Tax Act, 1961, as amended from time to time
PAT	Profit After Tax
PBT	Profit Before Tax
PIO	Person of Indian Origin
PLR	Prime Lending Rate
R & D	Research and Development
RBI	Reserve Bank of India
RBI Act	Reserve Bank of India Act, 1934, as amended from time to time
RoNW	Return on Net Worth
RTGS	Real Time Gross Settlement
SAT	Security appellate Tribunal
SCRA	Securities Contracts (Regulation) Act, 1956, as amended from time to time
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to Time
SCSBs	Self-Certified Syndicate Banks
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act, 1992
SEBI Act	Securities and Exchange Board of India Act 1992, as amended from time to time
SEBI Insider Trading Regulations	SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended from time to time, including instructions and clarifications issued by SEBI from time to time
SEBI ICDR Regulations / ICDR Regulations / SEBI ICDR / ICDR	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time
SEBI Rules and Regulations	SEBI (ICDR) Regulations, 2009, SEBI (Underwriters) Regulations, 1993, as amended, the SEBI (Merchant Bankers) Regulations, 1992, as amended, and any and all other relevant rules, regulations, guidelines, which SEBI may issue from time to time, including instructions and clarifications issued by it from time to time
Sec.	Section
Securities Act	The U.S. Securities Act of 1933, as amended
SICA	Sick Industrial Companies (Special Provisions) Act, 1985, as amended from time to time
SME	Small and Medium Enterprises
Stamp Act	The Indian Stamp Act, 1899, as amended from time to time
State Government	The Government of a State of India
Stock Exchanges	Unless the context requires otherwise, refers to, the National Stock Exchange of India Limited
STT	Securities Transaction Tax
TDS	Tax Deducted at Source
TIN	Tax payer Identification Number
UIN	Unique Identification Number
U.S. GAAP	Generally accepted accounting principles in the United States of America
VCFs	Venture capital funds as defined in, and registered with SEBI under, the erstwhile Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996, as amended, which have been repealed by the SEBI AIF Regulations. In terms of the SEBI AIF Regulations, a VCF shall continue to be regulated by the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996 till the existing fund or scheme managed by the fund is wound up, and such VCF shall not launch any new scheme or increase the targeted corpus of a scheme. Such VCF may seek re-registration under the SEBI AIF Regulations.
w.e.f	With effect from

Notwithstanding the following: -

(i) In the section titled *'Main Provisions of the Articles of Association'* beginning on page 332 of this Prospectus, defined terms shall have the meaning given to such terms in that section;

(ii) In the section titled *'Financial Information'* beginning on page 178 of this Prospectus, defined terms shall have the meaning given to such terms in that section; and

(iii) In the chapter titled *"Statement of Possible Tax Benefits"* beginning on page 74 of this Prospectus, defined terms shall have the meaning given to such terms in that chapter.

The Equity Shares have not been and will not be registered under the U.S Securities Act of 1933, as amended (U.S. Securities Act) or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, —U.S. Persons (as defined in Regulation S), except pursuant to exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transaction in reliance on Regulations under the U.S Securities Act and the applicable laws of the jurisdiction where those offers and sale occur. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Financial Data

Unless stated otherwise, the financial data in the Prospectus is derived from our audited financial statements for the period ended December 31, 2017 and financial year ended March 31, 2017, 2016, 2015, 2014, and 2013 prepared in accordance with Indian GAAP, the Companies Act, 2013 and restated in accordance with the SEBI (ICDR) Regulations, 2009 and the Indian GAAP which are included in the Prospectus, and set out in the section titled 'Financial Information' beginning on page no. 178 of the Prospectus. Our Financial Year commences on April 01 and ends on March 31 of the following year, so all references to a particular Financial Year are to the twelve-month period ended on March 31 of that year. In the Prospectus, discrepancies in any table, graphs or charts between the total and the sums of the amounts listed are due to rounding-off.

There are significant differences between Indian GAAP, IFRS and U.S. GAAP. Our Company has not attempted to explain those differences or quantify their impact on the financial data included herein, and the investors should consult their own advisors regarding such differences and their impact on the financial data. Accordingly, the degree to which the restated financial statements included in the Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in the Prospectus should accordingly be limited.

Any percentage amounts, as set forth in the sections / chapters titled 'Risk Factors', 'Business Overview' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' beginning on page numbers 12, 85 and 250 respectively, of the Prospectus and elsewhere in the Prospectus, unless otherwise indicated, have been calculated on the basis of our restated financial statements prepared in accordance with Indian GAAP, the Companies Act 2013 and restated in accordance with the SEBI (ICDR) Regulations, 2009 and the Indian GAAP.

Industry and Market Data

Unless stated otherwise, industry data used throughout the Prospectus has been obtained or derived from industry and government publications, publicly available information and sources. Industry publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness are not guaranteed and their reliability cannot be assured. Although our Company believes that industry data used in the Prospectus is reliable, it has not been independently verified.

Further, the extent to which the industry and market data presented in the Prospectus is meaningful depends on the reader's familiarity with and understanding of, the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions may vary widely among different industry sources.

Currency and units of presentation

In the Prospectus, unless the context otherwise requires, all references to;

- 'Rupees' or 'Rs.' or 'INR' are to Indian rupees, the official currency of the Republic of India.
- 'US Dollars' or 'US $' or 'USD' or '$' are to United States Dollars, the official currency of the United States of America.
- EURO or "€" are Euro currency.

All references to the word 'Lakh' or 'Lac', means 'One hundred thousand' and the word 'Million' means 'Ten lacs' and the word 'Crore' means 'Ten Million' and the word 'Billion' means 'One thousand Million'.

FORWARD LOOKING STATEMENTS

All statements contained in the Prospectus that are not statements of historical facts constitute 'forward-looking statements'. All statements regarding our expected financial condition and results of operations, business, objectives, strategies, plans, goals and prospects are forward-looking statements. These forward-looking statements include statements as to our business strategy, our revenue and profitability, planned projects and other matters discussed in the Prospectus regarding matters that are not historical facts. These forward looking statements and any other projections contained in the Prospectus (whether made by us or any third party) are predictions and involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or other projections.

All forward looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Important factors that could cause actual results to differ materially from our expectations include but are not limited to:

- General economic and business conditions in the markets in which we operate and in the local, regional, national and international economies;
- Competition from existing and new entities may adversely affect our revenues and profitability;
- Political instability or changes in the Government could adversely affect economic conditions in India and consequently our business may get affected to some extent.
- Our business and financial performance is particularly based on market demand and supply of our products;
- The performance of our business may be adversely affected by changes in, or regulatory policies of, the Indian national, state and local Governments;
- Any downgrading of India's debt rating by a domestic or international rating agency could have a negative impact on our business and investment returns;
- Changes in Government Policies and political situation in India may have an adverse impact on the business and operations of our Company;
- The occurrence of natural or man-made disasters could adversely affect our results of operations and financial condition.

For further discussion of factors that could cause the actual results to differ from the expectations, see the sections "Risk Factors", "Business Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 12, 85 and 250 of this Prospectus, respectively. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual gains or losses could materially differ from those that have been estimated.

Forward-looking statements reflect the current views as of the date of this Prospectus and are not a guarantee of future performance. These statements are based on the management's beliefs and assumptions, which in turn are based on currently available information. Although our Company believes the assumptions upon which these forward-looking statements are based are reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect. None of our Company, the Directors, the Lead Managers, or any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. Our Company and the Directors will ensure that investors in India are informed of material developments until the time of the grant of listing and trading permission by the Stock Exchange.

SECTION II - RISK FACTORS

An investment in Equity Shares involves a high degree of risk. You should carefully consider all the information in this Prospectus, including the risks and uncertainties described below, before making an investment in our Equity Shares. To obtain a better understanding, you should read this section together with "Business Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 85 *and* 250 *respectively, as well as the other financial and statistical information contained in this Prospectus. The risks and uncertainties described in this section are not the only risks that we may face. Additional risks and uncertainties not known to us or that we currently believe to be immaterial may also have an adverse effect on our business, results of operations, financial condition and prospects.*

If any of the following risks, or other risks that are not currently known or are now deemed immaterial, actually occur, our cash flows, business, financial condition and results of operations could suffer, the price of our Equity Shares could decline, and you may lose all or part of your investment. The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors mentioned below. However, there are risks where the impact is not quantifiable and hence the same has not been disclosed in such risk factors. Investment in equity and 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. Before making an investment decision, investors must rely on their own examination of the Issue and us.

This Prospectus contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including the considerations described below and elsewhere in this Prospectus. The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors below. However, there are risk factors the potential effects of which are not quantifiable and therefore no quantification has been provided with respect to such risk factors. In making an investment decision, prospective investors must rely on their own examination of our Company and the terms of the Issue, including the merits and the risks involved. You should not invest in this Issue unless you are prepared to accept the risk of losing all or part of your investment, and you should consult your tax, financial and legal advisors about the particular consequences to you of an investment in our Equity Shares.

In this Prospectus, any discrepancies in any table between total and the sums of the amount listed are due to rounding off. Any percentage amounts, as set forth in "Risk Factors" on page 12 *and "Management Discussion and Analysis of Financial Condition and Results of Operations" on page* 250 *respectively of this Prospectus unless otherwise indicated, has been calculated on the basis of the amount disclosed in the "Financial Information of the Company" prepared in accordance with the Indian Accounting Standards.*

Materiality

The Risk factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality.

- Some events may not be material individually but may be found material collectively.
- Some events may have material impact qualitatively instead of quantitatively.
- Some events may not be material at present but may be having material impact in future.

Note:

The risk factors are disclosed as envisaged by the management along with the proposals to address the risk if any. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial implication of any of the risks described in this section.

INTERNAL RISK FACTORS:

1. **There are certain outstanding legal proceeding either by or against our Company, our Promoters, Promoter Group and Group Companies. Any failure to defend these proceedings successfully may have an adverse effect on our business prospects, financial condition, result of ongoing operations and reputation.**

   Although there is no guarantee that in future we, our promoters, our directors may not face any legal proceedings. These legal proceedings are pending at different levels of adjudication before various courts, tribunals or any authority. A classification of these legal and other proceedings are given in the following table:

Litigation Before Statutory/Regulatory Authorities **By Issuer Company**				
Type of case	**Litigation Number/ Case Number**	**Defendant**	**Amount involved**	**Status of Litigation**
Execution Petition	Execution/8/ 2017	Agra Nagar Nigam	Rs. 3,136,976 + Interest = Rs. 50 lakh (approx., as on date)	Agra Nagar Nigam filed appeal before Allahabad High Court, against the order dated 28.08.2017 in Misc Civil 512/2016, REPL appeared as caveator on 02.11.2017 & now as per last written order in FAFO No. 3456 OF 2017, dated 17.04.2018, the appeal is listed for disposal in the next cause list. As the appeal is pending in Allahabad High Court, therefore, the lower court is not proceeding further w.r.t. execution petition & is waiting for the outcome in FAFO No. 3456 of 2017.
Execution Petition	OMP (ENF.) (COMM.) 3/2017	UP Infraestate Pvt. Ltd. & Ors	Rs. 45,000,000	As per last order dated 09.05.2018, the Hon'ble Judge ordered for issuance of fresh Warrants of Attachments. Hon'ble Judge also ordered for issuance of Bailable Warrants against Directors namely Mr. Abhay Kesarwani, Mr, Sanjeev Srivastava, Mr. Manoj Dwivedi & Mr. Amal Kumar Verma for their appearance before Hon'ble High Court on the next date of hearing. As per order, S.S.P. Lucknow, UP will ensure compliance of order of the court. The next date of hearing is 03.08.2018.

Case U/s 138 NI Act for Cheque Bounce of Rs. 2.00 Cr	CC/432/2017	UP Infraestate Pvt. Ltd. & Ors	Rs. 20,000,000	On last date of hearing i.e. on 29.05.2018, the Hon'ble Judge ordered for summons of accused no. 1 & 2. Accused No. 3 was present in the court. Now the case is fixed for further proceedings on 27.11.2018.

Against Issuer Company				
Type of case	**Litigation Number/ Case Number**	**Plaintiff**	**Amount involved**	**Status of Litigation**
Appeal against the order/judgement dated 28.08.2017 of District & Session Judge, Agra, U.P. dismissing Application U/s 34 of the Arbitration & Conciliation Act	FAFO/3456/2017	Agra Nagar Nigam	Rs. 3,136,976/- + Interest = Rs. 50 lac (approx., as on date)	As per last written order in FAFO No. 3456 OF 2017, dated 17.04.2018, the appeal is listed for disposal in the next cause list.
TDS Demand u/s 201 for A.Y 2017-18	-	Income Tax Department	Rs. 113,905.40	Pending
TDS Demand u/s 201 for A.Y 2016-17	-	Income Tax Department	Rs. 2,400	Pending
TDS Demand u/s 201 for A.Y 2015-16	-	Income Tax Department	Rs. 18,505.10	Pending
TDS Demand u/s 201 for A.Y 2014-15	-	Income Tax Department	Rs. 50,163.92	Pending
TDS Demand u/s 201 for previous years	-	Income Tax Department	Rs. 165,243.79	Pending

By Pradeep Misra, Promoter & Managing Director of the Issuer Company				
Type of case	**Litigation Number/ Case Number**	**Defendant**	**Amount involved**	**Status of Litigation**
Application U/s 156(3)	CC/8809/2017	Peepees International	No amount Involved	As per last order dated 20.03.2018, the

CrPC along with Criminal Complaint U/s 190 & 200 of CrPC		Pvt. Ltd. & Ors		matter is listed for arguments on the application u/s 156(3) Cr.PC on 26.07.2018.

Against Pradeep Misra, Promoter & Managing Director of the Issuer Company				
Type of case	**Litigation Number/ Case Number**	**Plaintiff**	**Amount involved**	**Status of Litigation**
Original Application	Original Application No. 85/2005	Assets Reconstruction Company (India) Ltd.	Rs. 7,842,848/- + penalties, future interest & costs	FOR report of CFSL & for Further Directions

By & Against Richa Misra, Promoter & Whole Time Director of the Issuer Company				
Type of case	**Litigation Number/ Case Number**	**Defendant**	**Amount involved**	**Status of Litigation**
NA	NA	NA	NA	NA

By & Against Directors of the Company other than Mr. Pradeep Misra				
Type of case	**Litigation Number/ Case Number**	**Defendant**	**Amount involved**	**Status of Litigation**
NA	NA	NA	NA	NA

By & Against Subsidiaries of the Issuer Company				
Type of case	**Litigation Number/ Case Number**	**Defendant**	**Amount involved**	**Status of Litigation**
NA	NA	NA	NA	NA

By Promoter Group, Group Companies of the Issuer Company					
Name of Company	**Type of case**	**Litigation Number/ Case Number**	**Defendant**	**Amount involved**	**Status of Litigation**
IM+ Investments And Capitals Pvt Ltd	Appeal against the order U/S 143(3) of Income Tax Act 1961 with commissioner of Income Tax (Appeals) - 50 For A.Y 2014-15	CIT(A)-50/10425/2016-17	Office of Income tax, Mumbai	Rs. 6,997,660	Pending
Star Living Infrastructure Advisors LLP	Case U/s 138 NI Act regarding the matter listed before	138 NI Act/18578/2017	Sunshine Trade Tower Pvt Ltd & Others	Rs. 2,020,000	Warrants

	Judicial Magistrate of First Class, Gurgaon				
Star Living Infrastructure Advisors LLP	Case U/s 138 NI Act regarding the matter listed before Judicial Magistrate of First Class, Gurgaon for pre-summoning witness.	138 NI Act/3362/2018	Sunshine Trade Tower Pvt Ltd & Others	Rs. 29,040,000	Summoning
New Modern Buildwell Private Limited	Case U/s 138 NI Act for 4 Cheque Bounce total amounting to Rs. 8 Lakh.	CC/1088/2017	RajeskKokka purath	Rs. 800,000	For summoning the accused person.
New Modern Buildwell Private Limited	Case U/s 138 NI Act for 4 Cheque Bounce total amounting to Rs. 8 Lac.	CC/2436/2017	RajeskKokka purath	Rs. 800,000	For summoning the accused person.
New Modern Buildwell Private Limited	Case U/s 138 NI Act for 4 Cheque Bounce total amounting to Rs. 10 Lakh	CC/1455/2018	RajeskKokka purath	Rs. 1,000,000	For summoning the accused person.
New Modern Buildwell Private Limited	Notice u/s 143(2) of Income tax Act, 1961 for A.Y 2016-17	ITBA/AST/S/143(2)/2017-18/1006389731 (1)	Office of Income tax, Delhi	No Amount involved	Pending
Ranch Buildwell Private Limited	Benama Cancellation/Injunction/Disposal of 6C	OS/373/2017	Rajan & Ors.	No amount involved	For notice to opposite parties.

Against Promoter Group, Group Companies of the Issuer Company					
Name of Company	**Type of case**	**Litigation Number/ Case Number**	**Plaintiff**	**Amount involved**	**Status of Litigation**
Pushp Products Private Limited	Intimation U/s 143 (1) Dt.17.03.18 for A.Y 2016-17	CPC/1617/A6/ 1727501221	Office of Income tax, Delhi	Rs. 1,072,470	Rectification filed
Pradeep Richa Educare Foundation	Intimation U/s 143 (1) Dt.21.02.18 for A.Y 2016-17	CPC/1617/A7/ 1728042555	Office of Income tax, Delhi	Rs. 2,833,280	Rectification filed online.
IM+ Investments and Capitals Pvt Ltd	Notice of Demand U/S 156 of Income Tax Act 1961 for A.Y 2015-16	DCIT/CC-8(2)/143(2)/ 2016-17	Office of Income tax, Mumbai	Rs. 634,960	Pending
Marten Developers Private Limited	Benama Cancellation /Disposal of 6C	OS/60/2016	Anwar	No amount involved	For Written Statement/Settl ement, if any.
Vinayaka Finlease Pvt Ltd	Assessment under Sub Section (1) Of Section 142 of the Income Tax Act, 1961	ITBA/AST/F/14 2(1)/2017-18/1008852366 (1)	Office of Income tax, Kolkata	No Amount Involved	Pending

2. The Company is dependent on few numbers of customers. Any loss of top 10 customers will significantly affect our revenues and profitability.

For the period ended December 31, 2017, total revenue from operation is Rs. 3,126.88 Lakhs out of which our top 10 Customers contribute Rs. 2,621.45 Lakhs which sum up 83.84% of total revenue from operation. The loss of any of these large customers will significantly affect our revenue and profitability.

3. Unsecured loans have been taken by the Promoter group, Subsidiaries & Associate companies which can be recalled by the lenders at any time.

The unsecured loan standing in the standalone financial statement of our Promoter Group Company, Subsidiary and Associate Companies as on 31st day of December 2017 and 31st day of March 2017 is as under:

(Rs. In Lakhs)

Sr. No.	Name of Companies	Category (Promoter, Promoter Group, or Associate)	As on 31st December 2017	As on 31st March 2017
1.	Shruti Planners and Advisors Pvt. Ltd.	Promoter Group	33.00	33.00
2.	Vinayaka Finlease Pvt Ltd	Promoter Group	3,826.31	4,606.26
3.	Kahtura Milk & Agro Products Pvt. Ltd.	Promoter Group	48.90	47.70
4.	Samad Trade Links Pvt. Ltd.	Promoter Group	9.59	9.59
5.	New Modern Buildwell Pvt. Ltd.	Promoter Group	517.78	1,318.38
6.	Marten Developers Pvt Ltd	Promoter Group	Nil	463.28
7.	IM+ Investments & Capital Pvt. Ltd.	Promoter Group	5,081.14	5,640.62
8.	Rudrabhishek Singapore PTE. Ltd.	Subsidiary Company	19.06	18.39
9.	REPL PKS Infrastructure Pvt. Ltd.	Associate Company	2.50	2.50

The above loans can be recalled by the respective lenders at any point of time, if any of our Promoter group, Subsidiary & Associate Company fails in repaying the loan obtained by it, shall cause financial and reputational loss to our Company.

For details of 'our Promoter & Promoter Group' and 'our Group Companies' please refer page number 140 & 146 *of this Prospectus.*

4. Our promoter group, group companies, Subsidiaries and Associates Companies have reported losses in past three (3) years.

The following promoter group and other group companies have incurred losses in previous three (3) financial years as on the date of filing this Prospectus:

(Rs. in Lakhs)

Sr. No.	Name of Companies	Category(Promoter Group or group Companies)	Profit/(Losses)for the Financial Year ended on 31st March		
			2017	2016	2015
1	Marten Developers Pvt. Ltd.	Promoter Group	(2.07)	4.40	(0.33)
2	New Modern Buildwell Pvt. Ltd.	Promoter Group	95.61	9.09	(102.74)
3	Prabha Suppliers Pvt. Ltd.	Promoter Group	(0.25)	0.34	(0.14)
4	Rudrabhishek Financial Advisors Pvt. Ltd.	Promoter Group	2.08	30.83	(6.51)
5	Pradeep Richa Education Foundation	Promoter group	(11.85)	7.05	5.28
6	Jaini Cine India Ltd.	Promoter Group	0.03	0.38	(0.01)
7	Chinu Cine India Ltd.	Promoter Group	0.03	0.69	(0.02)
8	Pushti Vincom Pvt. Ltd.	Promoter Group	(1.18)	0.16	(0.14)
9	New Modern Developer Pvt. Ltd.	Promoter Group	(3.33)	0.49	0.18
10	Ranch Buildwell Pvt. Ltd.	Promoter Group	(0.26)	4.33	1.13
11	Ventrux Enclave Limited	Promoter Group	0.09	0.09	(0.14)
12	Surestep Realtors Limited	Promoter Group	0.08	0.09	(0.14)
13	Despecto Realtors India Pvt. Ltd.	Promoter Group	46.00	56.48	(0.42)
14	Shing Design Atelier PTE Limited	Associate Company	(5.57)*	(3.48)*	3.32*
15	REPL PKS Infrastructure Pvt. Ltd.	Associate Company	(0.84)	-	-
16	Rudrabhishek Singapore PTE Limited	Subsidiary Company	(0.46)**	0.45**	1.26**

**** Figures of Shing Design Atelier PTE Limited are in Singapore Dollar and as at Financial Year ended on December 31, 2017, 2016 and 2015. Further, Figures of financial year ended December 31, 2017 are unaudited.***

***** Figures of Rudrabhishek Singapore PTE Ltd. are in Singapore Dollar.***

For details of 'our Promoter & Promoter Group' and 'Our Group Companies' please refer page number 140 & 146 *of this Prospectus*.

5. We have experienced negative cash flows in previous years / periods. Any operating losses or negative cash flows in the future could adversely affect our results of operations and financial condition.

Our Company had negative cash flows from our operating activities, investing activities as well as financing activities in the previous years as per the Restated Financial Statements and the same are summarized as under.

(Rs. In Lakh)

Particulars	For the Period ended on	For the year ended on				
	December 31, 2017	March 31, 2017	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013
Net Cash Generated from Operating Activities	111.76	(256.75)	312.49	130.50	592.29	232.08
Net Cash Generated From Investing Activities	7.83	(202.16)	(83.31)	(111.69)	(423.26)	(210.64)
Net Cash Generated from Financing Activities	(77.41)	226.51	(54.27)	(67.21)	(99.4)	(1.77)

6. **Legal action taken by Registrar of Company against any promoter, director or any Key Managerial Personnel (KMP).**

One of Our promoter & Managing Director of the Company Mr. Pradeep Misra having DIN: 01386739 was disqualified from acting as director for the period commencing from 01st November 2014 to 31st October 2019 due to non-filing of financial statements or annual returns of Silver Sand Corporation Limited for continuous period of 3 financial years i.e. 2012-13, 2013-14 and 2014-15. Further, Our Company Secretary, Mr. Vikas Gupta having DIN: 00041373 is disqualified from acting as director for the period commencing from 1st November 2014 to 31st October 2019 due to non-filing of financial statements or annual returns of Silver Sand Corporation Limited for continuous period of 3 financial years. The Date of Appointment of Mr. Pradeep Misra and Mr. Vikas Gupta was 29th October 2015. The default for which both of them are disqualified pertains to a period which was earlier to their appointment. Though Company has filed required forms with the concerned Registrar of Companies for removal of the same however we are not sure that no legal action will be taken by the ROC further in this regard.

7. **We do not own the premises at which our registered office is located and the same is taken on rent. Any termination of such rent agreement and/or non-renewal could adversely affect our operations.**

Our registered office is not owned by us and same has been taken on the lease. It has been taken on lease from one of our Promoter Group Company "Samad Trade Links Private Limited" for a period of 3 (Three) years from 01.03.2018 to 28.02.2021 for monthly rent of Rs. 79,125/- (Rupees Seventy Nine Thousand One Hundred And Twenty Five Thousand only).

Any termination of such rent agreement whether due to any breach or otherwise or non renewal thereof, can adversely affect the business operations. For further details regarding our registered office, please refer to chapter titled 'Business Overview' beginning on page 85 of the Prospectus.

8. **Our intellectual property rights may be infringed upon or we may infringe the intellectual property rights of third parties.**

Trademark belongs exclusively to our Company. However, there is no assurance that our Word mark will not be infringed upon. Depending on whether we are able to discover any such infringement of our Word mark or successfully enforce our legal rights in the jurisdictions where such infringements may occur, our business and branding may suffer as a result of any misuse of our Word mark. In such circumstances, our reputation and business may be adversely affected. Further, if we decide to pursue action against such infringements to protect our reputation, it could result in diversion of our resources and our financial results may be adversely affected. Similarly, we may also infringe the intellectual property rights of third parties in the use of our Word mark in our operations. Although we are not aware of any such infringement by us, there is no assurance that we will not infringe or have not infringed the intellectual property rights of any third party. In the event of any such infringement, we may be subject to our claims or actions and our business, reputation, financial condition and results of operations may be adversely affected.

Further, REPL is using which is exclusively registered in the name of Mr. Pradeep Misra, one of the promoters of our Company. Further, Mr. Pradeep Misra executed a trademark license agreement dated 28th day of December 2016 with Company for the lawful usage of Trademark. Mr. Pradeep Misra is entitled royalty from the Company upto 1% of the annual turnover of REPL. Mr. Pradeep Misra was also receiving the royalty from the Company before the date of aforesaid agreement and in this regard, there was no formal agreement executed between the Company and Mr. Pradeep Misra. There is no assurance that Mr. Pradeep Misra, promoter of the Company will continue to allow to use the trademark.

9. **Our registered office from where our operations are carried out is shared between our Company with our Promoter Group, Group Companies, Subsidiaries and Associates Companies.**

Our Registered Office situated at 820, Antriksha Bhawan, K. G. Marg, New Delhi 110001 is shared with our Promoter Group, Group Companies, Subsidiaries &associate Companies i.e. Rudrabhishek Infosystem Private Limited, Rudrabhishek Financial Advisors Private Limited, Rudrabhishek Trustee Company Private Limited, Rudrabhishek Architects and Designers Private Limited, Despecto Realtors India Private Limited, REPL PKS Infrastructure Private Limited and Star Living Infrastructure Advisors

LLP. Any dispute arises in future on any of our Promoter Group, Group Companies, subsidiaries and associate companies, consequences to which may affect our business operations.

10. Failure to recover amounts from our Sundry Debtors/Trade Receivables on a timely manner might affect our financial conditions.

As of restated financial statement on 31st day of December 2017, we have total trade receivables of Rs. 1,761.81 Lakhs, out of which Trade receivable outstanding for a period exceeding six months from the date they were due for payment are Rs. 1,312.40 Lakhs (out of which trade receivable which are considered good are Rs. 1,220.47 Lakhs which tantamount to a percentage of 69.27% of total trade receivables and Considered doubtful are Rs. 91.93 Lakhs which tantamount to a percentage of 5.22% of total Trade receivable. Trade Receivables outstanding for a period not exceeding six months from the date they were due for payment are Rs. 449.41 Lakhs which aggregates a total percentage of 25.51%.

If we are unable to recover balance amount in a timely manner it might affect our financial conditions and profitability.

11. We rely on the softwares which we are using, for our operations and its reliability and functionality is critical to our business success.

We are engaged into the services of Infrastructure and Real Estate Consultancy, Urban planning, Building designing, Structural designing, Project Management Consultancy and we are using the softwares and applications to make projects successful. It may be possible to make changes in softwares andapplications after a period due to technological advancements, data security which may cause increament in cost for adequate changes in softwares and applications.

12. Our Promoters play key role in our functioning and we heavily rely on their knowledge and experience in operating our business and therefore, it is critical for our business that our promoters remain associated with us. Our success also depends upon the services of our key managerial personnel and our ability to attract and retain key managerial personnel and our inability to attract them may affect our operations.

We benefit from our relationship with our Promoters and our success depends upon the continuing services of our Promoters who have been responsible for the growth of our business and is closely involved in the overall strategy, direction and management of our business. Our Promoters have been actively involved in the day to day operations and management. Accordingly, our performance is heavily dependent upon the services of our Promoters. If our Promoter is unable or unwilling to continue in his present position, we may not be able to replace them easily or at all. Further, we rely on the continued services and performance of our key executives and senior management for continued success and smooth functioning of the operations of the Company. If we lose the services of any of our key managerial personnel, we may be unable to locate suitable or qualified replacement, and may incur additional expenses to recruit and train new personnel, which could adversely affect our business operations and affect our ability to continue to manage and expand our business. Our Promoters, along with the key managerial personnel, have over the years built relations with various customers and other persons who are form part of our stakeholders and are connected with us. The loss of their services could impair our ability to implement our strategy, and our business, financial condition, results of operations and prospects may be materially and adversely affected.

13. The contracts in our work order book may be adjusted, modified or cancelled by our clients therefore our work order book is not necessarily indicative of our future earnings or growth.

As on April 30, 2018, our work order book for our services was about Rs. 31,038.52 Lakhs out of which unbilled amount is Rs. 21,189.81 Lakh. There can be no assurance that our work order book will actually be realized as revenues or, if realized, will result in profits.

The contracts in our work order book are subject to changes in the scope of services to be provided as well as adjustments to the costs relating to the contracts. Our work order book includes expected earnings & expected timing for contracts that are based on estimates. Any delay, cancellation or payment default could adversely affect our cash flow position, earning and/or profitability.

14. We are responsible for timely completion or performance standards of a project, and if we fail to comply with the same it may result in loss of clients or additional cost or loss in revenue.

We are responsible for completing a project within the scheduled time period. Also we are responsible for the performance standards of such project. If we fail to complete the project within scheduled time period or if the project fails to meet the requisite performance standards, we may be held responsible for the same and this entails loss of the client or have incur additional cost or loss of revenue which would ultimately have impact on our Financial Performance.

15. Our revenues also depend on the projects tendered by the Government Departments. Our performance could be affected in case our competitors participate with lower bid value or projects not awarded to us.

Our business is Infrastructure and Real Estate Consultancy, Urban planning, Building designing, Structural designing, Services designing, Project Management Consultancy, Geographic Information System (GIS). Some of the projects undertaken by us are given by Government Authorities / Government departments. The contracts awarded by Government authorities are tender based and it may be possible we are not qualified or are not amongst the lowest bidders, we would be in position to lose the project. We cannot assure that every times the bids submitted by us would be accepted / awarded; therefore our ability to procure the contracts by bidding at the lowest rates is crucial for our revenues.

16. The Orders placed by customers may be delayed, modified, cancelled or not fully paid by our customers, which may have an adverse effect on our business, financial condition and results of operations.

We may encounter problems in executing the orders in relation to our services, or executing it on a timely basis. Moreover, factors beyond our control or the control of our customers may postpone the delivery of such services or cause its cancellation. Due to the possibility of cancellations or changes in scope and schedule of delivery of such services, resulting from our customers discretion or problems we encounter in the delivery of such services or reasons outside our control or the control of our customers, we cannot predict with certainty when, if or to what extent we may be able to deliver the orders placed. Additionally, delays in the delivery of such services can lead to customers delaying or refusing to pay the amount, in part or full, that we expect to be paid in respect of such services. In addition, even where a delivery proceeds as scheduled, it is possible that the customers may default or otherwise fail to pay amounts owed. Except in few situations, we have not yet experienced any major delay, cancellation, execution difficulty, payment postponement or payment default with regard to the orders placed with us, or disputes with customers in respect of any of the foregoing, any such adverse event in the future could materially harm our cash flow position and income.

17. We are subject to quality standard requirements and other terms and condition of projects which may lead to cancellation of orders, loss of pre-qualification status for bidding for future projects.

We are engaged into the services of Infrastructure and Real Estate Consultancy, Urban planning, building designing, Structural designing, Service designing, Project Management Consultancy, Geographic Information System (GIS). Some of the projects undertaken by us are given by Government Authorities / Government departments. It may be possible that we may not be able to meet quality standards, completion of projects within scheduled time period etc., for any of the reasons which will affect our financial loss, business loss, receiving of warning letters, imposing of fines or penalties, which could harm our business. Also, failure to comply with quality requirements may lead to disqualification for bidding for future projects or could lead to cancellation of contracts which may have a material adverse effect on our business and revenue.

18. We require certain approvals or licenses in the ordinary course of business and the failure to renew, obtain or retain them in a timely manner, or at all, may affect our operations.

We require certain statutory and regulatory permission, licenses and approvals to operate our business. We believe that we have obtained all the requisite permission and licenses which are adequate to run our business. However there is no assurance that there are no other statutory/regulatory requirements which we are required to comply with. Further, some of these approvals are granted for fixed periods of time and need renewal from time to time. We are required to renew such permission, licenses and approvals. Any default by our Company in complying with the same, may result in inter alia the cancellation of such licenses, consents, authorizations and/or registrations, which may adversely affect our operations. There can be no assurance that the relevant authorities will issue or renew any of such permits or approvals in time or at all. Failure to renew, maintain or obtain the required permits or approvals in time may result in the interruption of our operations and may have a material adverse effect on our business. For further details, please refer

to section titled "Government and Other Stautory Approvals" beginning on page 265 of the prospectus.

19. We have created charges on our Current Assets in the favour of our lenders for securing the Financing or credit facility.

We have availed credit facilities from the ICICI BANK LIMITED and for that purpose we have created charge on our current assets. The total amounts outstanding and payable by us for which charge has been created are Rs. 700.00 Lakhs as on December 31, 2017. In the event we default in repayment of the facilities availed by us and any interest thereof, It may result in the enforcement of securities created by us in the favor of lenders, which in turn could have significant adverse affect on business, financial condition or results of operations. For further information on charges created on the properties please refer to Chapter Titled as the "Financial Indebtedness" on page 258 of this Prospectus.

Further, as per Deed of Hypothecation, Company is not required to take NOC from ICICI Bank to undertake this IPO.

20. Our contingent liabilities not provided for could adversely affect our financial condition.

As on March 31, 2017, we have given performance guarantee for the amount of Rs. 41.33 Lakhs, it is pre-requisite for submission of bid in a tender process.

Please refer to the section "Financial Information" on page 178 of this Prospectus for more information.

We are not sure that our contingent liabilities will not increase in the future, our financial condition could be adversely affected. For further details, see the section entitled "Financial Information" on page 178 of this Prospectus.

21. Our operations are subject to high working capital requirements. Our inability to maintain sufficient cash flow, credit facilities and other sources of funding, in a timely manner, or at all, to meet requirement of working capital or pay out debts, could adversely affect our operations.

Our Company is in the Business of providing Infrastructure and Real Estate Consultancy, Urban planning, Building designing, Structural designing, Services designing, Project Management Consultancy, Geographic Information System (GIS) and Sales & Marketing.

Our company business requires substantial working capital and financing in the form of fund and non-fund based working capital facilities to meet its requirements. The details of our working capital in last five years are as under which is showing continuous increase:

(Rs. in Lakh)

Particulars	As on 31st December	As on March 31				
	2017	2017	2016	2015	2014	2013
A. Current Assets						
Current Investment	2.79	2.70	2.56	2.41	12.32	1.32
Inventories	75.58	238.34	0.00	0.00	0.00	0.00
Trade receivables	1761.81	1573.29	1401.06	1320.91	955.75	609.18
Cash and cash equivalents	312.21	196.54	385.50	202.55	239.28	133.23
Short term Loans & Advance	50.10	11.84	43.80	157.91	151.27	42.64
Other Current Assets	764.59	234.62	225.04	127.34	87.92	75.41
Total (A)	**2967.08**	**2257.33**	**2057.96**	**1811.12**	**1446.54**	**861.78**
B. Current Liabilities						
Short term Borrowing	390.20	0.00	0.00	0.00	0.00	0.00
Trade Payables	245.25	231.68	363.60	295.55	285.13	123.36
Other Current Liabilities	592.68	297.52	278.73	583.19	451.62	144.41
Short Term Provisions	8.26	8.72	28.26	17.93	13.97	11.19
Total (B)	**1236.39**	**537.92**	**670.59**	**896.67**	**750.72**	**278.96**
Net Working Capital (A)-(B)	**1730.69**	**1719.41**	**1387.37**	**914.45**	**695.82**	**582.82**

A liquidity crunch may also result in increased working capital borrowings and, consequently, higher finance cost which will adversely impact our profitability. Our inability to maintain sufficient cash flow,

credit facility and other sourcing of funding, in a timely manner, or at all, to meet the requirement of working capital or pay out debts, could adversely affect our financial condition and result of our operations.

22. Changes in latest technology or requirement of machinery based on business opportunity may adversely affect Our Company's results of operations and its financial condition.

Modernization and technology upgradation is essential to reduce costs and increase the output. Changes in technology may render our current technologies obsolete or require us to make substantial capital investments. Presently we are using softwares for designing, mapping etc. with the latest technological standards however in future we may be required to implement new technology or upgrade the software and other equipment's employed by us. Further, the costs in upgrading our technology and modernizing the software may be significant which could substantially affect our finances and operations. Also, the cost of implementing new process as well as R & D would require substantial new capital expenditures and could adversely affect our business, prospects, results of operations and financial condition.

23. Conflicts of interest may arise due to similar line of business of our Company and our Promoter Group, Group Companies and Subsidiaries.

Our Promoter Group, Group Companies and subsidiaries, Rudrabhishek Infosystem Private Limited, Rudrabhishek Architects and Designers Private Limited, Rudrabhishek Singapore PTE Limited, Shing Design Atelier PTE Limited, Rudrabhishek Trustee Company Private Limited, Pushp Products Private Limited, Wisdom Planners and Developers Private Limited, Shruti Planners and Advisors Private Limited, REPL PKS Infrastructure Pvt. Ltd. have similar line of businesses as our Company. As a result, conflicts of interests may arise in allocating business opportunities amongst our Company, and our Group Companies in circumstances where our respective interests diverge. In cases of conflict, our Promoter may favour other company in which our Promoter has interests. There can be no assurance that our Promoter or our Group Company or members of the Promoter Group will not compete with our existing business or any future business that we may undertake or that their interests will not conflict with ours. Any such present and future conflicts could have a material adverse effect on our reputation, business, results of operations and financial condition. As on the date of Prospectus no agreement is there between Our Company and Promoter Group Company in relation to the said conflict of interest.

24. We are exposed to the risk of delays or non-payment by our clients and other counterparties, which may also result in cash flow mismatches.

We are exposed to counter party credit risk in the usual course of our business dealings with our clients or other counterparties who may delay or fail to make payments or perform their other contractual obligations. The financial condition of our clients, business partners and other counterparties may be affected by the performance of their business which may be impacted by several factors including general economic conditions. We cannot assure you of the continued viability of our counterparties or that we will accurately assess their creditworthiness. We also cannot assure you that we will be able to collect the whole or any part of any overdue payments. Any material non-payment or non-performance by our clients, business partners, suppliers or other counterparties could affect our financial condition, results of operations and cash flows. For further details of our Business and Clients, Please refer chapter titled "Business Overview" and "Management Discussion & Analysis of Financial Conditions and Result of Operation" beginning on Page 85 and 250 of this Prospectus.

25. If we are unable to attract new customers or retain our existing customers the growth of our business and cash flows will be adversely affected.

To increase our revenue and cash flows, we must regularly add new customers. If we are unable to generate sufficient leads through our marketing programs, or if our existing or new clients do not perceive our services to be of sufficiently high value and quality, we may not be able to increase revenue and our operating results would be adversely affected.

26. We depend on skilled personnel and if we are unable to recruit and retain skilled personnel, our ability to operate or grow our business could be affected.

Our services are skilled and creative manpower intensive and we engage a considerable number of skilled personnel every year to sustain our growth. Further, we spend significant time and resources in training the manpower we hire. Our success is substantially dependent on our ability to recruit, train and retain skilled manpower. High attrition and competition for manpower may limit our ability to attract and retain the skilled manpower necessary for our future growth requirements. We cannot

assure you that skilled manpower will continue to be available in sufficient numbers suitable to our requirements or that we will be able to grow our workforce in a manner consistent with our growth objectives, which may affect our business, financial condition, results of operations and prospects.

27. Our Company has entered into certain related party transactions and may continue to do so in the future.

Our Company has entered into related party transactions with our Promoter, Directors and the Promoter Group aggregating to Rs. 2,131.94 Lakhs for the period ended on December 31, 2017. While our Company believes that all such transactions have been conducted on the arms length basis, there can be no assurance that it could not have been achieved on more favorable terms had such transactions not been entered into with related parties. Furthermore, it is likely that our Company will enter into related party transactions in the future. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our financial condition and results of operation. For details, please refer to "Annexure- XXII Related Party Transactions" under section titled "Financial Information" on page no. 202 of this Prospectus.

28. Our insurance coverage may not be adequate to protect us against all potential losses to which we may be subject to and this may have a material adverse effect on our business.

We have Insurane cover which may not be adequate to cover all our losses or liabilities that may arise from our operations. There can be no assurance that our insurance policies will be adequate to cover the losses in respect of which the insurance has been availed. If we suffer a significant uninsured loss suffered by us significantly exceeds our insurance coverage, our business, financial condition and results of operations may be materially and adversely affected.

29. Our Object has not been appraised by any Bank or Financial Institution. Any significant deviation in the Object could adversely impact our operations and sustainability in absence of any independent monitoring agency.

The Object for which the funds raised through the Public Issue pursuant to this Prospectus shall be utilized has not been appraised by any Bank or Financial Institution and the fund requirements are based primarily on Management estimates. There is no guarantee that our estimates will prove to be accurate and any significant deviation in the project cost could adversely impact our operations and sustainability in the absence of any independent monitoring agency.

30. Our Promoter and members of the Promoter Group will continue jointly to retain majority control over our Company after the Issue, which will allow them to determine the outcome of matters submitted to shareholders for approval.

Post this Issue, our Promoter and Promoter Group will collectively own 67.88% of our equity share capital. As a result, our Promoter, together with the members of the Promoter Group, will continue to exercise a significant degree of influence over Company and will be able to control the outcome of any proposal that can be approved by a majority shareholder vote, including, the election of members to our Board, in accordance with the Companies Act, 2013 and our Articles of Association. Such a concentration of ownership may also have the effect of delaying, preventing or deterring a change in control of our Company.

In addition, our Promoter will continue to have the ability to cause us to take actions that are not in, or may conflict with, our interests or the interests of some or all of our creditors or other shareholders, and we cannot assure you that such actions will not have an adverse effect on our future financial performance or the price of our Equity Shares.

31. We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.

Employee misconduct or errors could expose us to business risks or losses, including regulatory sanctions and serious harm to our reputation. There can be no assurance that we will be able to detect or deter such misconduct. Moreover, the precautions we take to prevent and detect such activity may not be effective in all cases. Our employees and agents may also commit errors that could subject us to claims and proceedings for alleged negligence, as well as regulatory actions on account of which our business, financial condition, results of operations and goodwill could be adversely affected.

32. Our inability to manage growth could disrupt our business and reduce profitability.

A principal component of our strategy is to continuously grow by expanding the capacity, size and geographical scope of our businesses. This growth strategy will place significant demands on our management, financial and other resources. It will require us to continuously develop and improve our operational, financial and internal controls. Continuous expansion increases the challenges involved in financial management, recruitment, training and retaining high quality human resources, preserving our culture, values and entrepreneurial environment, and developing and improving our internal administrative infrastructure. Any inability on our part to manage such growth could disrupt our business prospects, impact our financial condition and adversely affect our results of operations.

33. Our future funds requirements, in the form of fresh issue of capital or securities and/or loans taken by us, may be prejudicial to the interest of the shareholders depending upon the terms on which they are eventually raised.

We may require additional capital from time to time depending on our business needs. Any fresh issue of shares or convertible securities would dilute the shareholding of the existing shareholders and such issuance may be done on terms and conditions, which may not be favorable to the then existing shareholders. If such funds are raised in the form of loans or debt, then it may substantially increase our interest burden and decrease our cash flows, thus prejudicially affecting our profitability and ability to pay dividends to our shareholders.

34. Third party industry and statistical data in this Prospectus may be incomplete, incorrect or unreliable.

Neither Lead Managers nor we have independently verified the data obtained from the official and industry publications and other sources referred in this Prospectus and therefore, while we believe them to be true, there can be no assurance that they are complete or reliable. Such data may also be produced on different bases from those used in the industry publications we have referenced. The discussion of matters relating to India, its economy and our industry in this Prospectus are subject to the caveat that the statistical and other data upon which such discussions are based may be incomplete or unreliable. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry sources and publications may also base their information on estimates, projections, forecasts and assumptions that may prove to be incorrect. While industry sources take due care and caution while preparing their reports, they do not guarantee the accuracy, adequacy or completeness of the data or report and do not take responsibility for any errors or omissions or for the results obtained from using their data or report. Accordingly, investors should not place undue reliance on, or base their investment decision on this information, please refer to section titled "Industry Overview" beginning on page 76 of this Prospectus.

35. In addition to normal remuneration or benefits and reimbursement of expenses, some of our Promoters and Directors are interested in our Company to the extent of their shareholding and dividend entitlement in our Company.

Our Promoters, Directors and Key Managerial Personnel are interested in our Company to the extent of remuneration paid to them for services rendered and reimbursement of expenses payable to them. In addition, some of our Promoters and Directors may also be interested to the extent of their shareholding and dividend entitlement in our Company. For further information, see Capital Structure, Our Management and Our Promoter and Promoter Group on pages 56, 125 and 140 respectively, of this Prospectus.

36. Our Company has allotted Equity Shares during the preceding one year from the date of the Prospectus, which is lower than the Offer Price.

Our Company has allotted the following Equity Shares during the preceding one year from the date of the Prospectus which is lower than the Offer Price:

Date of Allotment	Type of Allotment	No. of Shares Allotted	Face Value per share (in Rs.)	Issue Price per share (in Rs.)
28.09.2017	Bonus Issue	11,210,000	10	Nil

37. Our ability to pay dividends in the future will depend upon our future earnings, financial condition, cash flows, working capital requirements, capital expenditure and restrictive covenants in our financing arrangements.

We may retain all our future earnings, if any, for use in the operations and expansion of our business. As a result, we may not declare dividends in the foreseeable future. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors and will depend on factors that our Board of Directors deem relevant, including among others, our results of operations financial condition, cash requirements, business prospects and any other financing arrangements.

Additionally, we may not be permitted to declare any dividends under the loan financing arrangement that our Company may enter into future, if there is a default under such loan agreements or unless our Company has paid all the dues to the lender up to the date on which the dividend is declared or paid or has made satisfactory provisions thereof.

Accordingly, realization of a gain on shareholders investments may largely depend upon the appreciation of the price of our Equity Shares. There can be no assurance that our Equity Shares will appreciate in value.

38. There is no monitoring agency appointed by Our Company and the deployment of funds are at the discretion of our Management and our Board of Directors, though it shall be monitored by our Audit Committee.

As per SEBI (ICDR) Regulations, 2009, as amended, appointment of monitoring agency is required only if Issue size exceeds Rs. 100 Crore. Hence, we have not appointed any monitoring agency to monitor the utilization of Issue proceeds. However, as per the Section 177 of the Companies Act, 2013, the Audit Committee of our Company would be monitoring the utilization of the Issue Proceeds.

39. Industry information included in this Prospectus has been derived from industry reports commissioned by us for such purpose. There can be no assurance that such third-party statistical financial and other industry information is either complete or accurate.

We have relied on the reports of certain independent third party for purposes of inclusion of such information in this Prospectus. These reports are subject to various limitations and based upon certain assumptions that are subjective in nature. We have not independently verified data from such industry reports and other sources. Although we believe that the data may be considered to be reliable, their accuracy, completeness and underlying assumptions are not guaranteed and their dependability cannot be assured. While we have taken reasonable care in the reproduction of the information, the information has not been prepared or independently verified by us, or any of our respective affiliates or advisors and, therefore, we make no representation or warranty, express or implied, as to the accuracy or completeness of such facts and statistics. Due to possibly flawed or ineffective collection methods or discrepancies between published information and market practice and other problems, the statistics herein may be inaccurate or may not be comparable to statistics produced for other economies and should not be unduly relied upon. Further, there is no assurance that they are stated or compiled on the same basis or with the same degree of accuracy as may be the case elsewhere. Statements from third parties that involve estimates are subject to change, and actual amounts may differ materially from those included in this Prospectus.

40. There have been some instances of delayed filing of records and returns required to be filed by the Company with various regulatory authorities.

There have been some instances of delayed filing by the Company in respect of the filings required to be made with regulatory authorities, including filings under Companies Act. Till date, the Company has not received any notices from any authorities, however, there can be no assurance that the regulator may not initiate proceedings against us or that we will be able to sufficiently defend against any action initiated by regulators in relation to regulatory compliances for all instances and periods. Any adverse order passed or penalty imposed by regulators on us may adversely affect our business and results of operations. Details of delayed filing of e-form during the last two years have been detailed below:

Sr. No.	Name of E-form	Date of Filing	Status
1	DIR-12	04/01/2018	Filed with additional fee
2	MGT-7	13/12/2017	Filed with additional fee

3	AOC-4	08/12/2017	Filed with additional fee
4	PAS-3	24/11/2017	Filed with additional fee
5	SH-7	14/11/2017	Filed with additional fee
6	INC-27	02/11/2017	Filed with additional fee
7	CHG-1	31/08/2017	Filed with additional fee
8	AOC-4	12/12/2016	Filed with additional fee

EXTERNAL RISK FACTORS

41. Any change in environmental laws and other applicable regulations, may adversely affect Our Company's results of operations and its financial condition.

End users of our services are majorly Central Government, State Government, Government Authorities, builders, constructors or real estate players. Recently National Green Tribunal (NGT) has taken some strict decisions in respect to environment cases, if business of any of our client is affected due to these changes then it may adversely affect our business operations and revenue. Any Change in the Political environment in the Country may also lead to major change in our services.

42. Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our stock price.

Global economic and political factors that are beyond our control, influence forecasts and directly affect performance. These factors include interest rates, rates of economic growth, fiscal and monetary policies of governments, change in regulatory framework, inflation, deflation, foreign exchange fluctuations, consumer credit availability, consumer debt levels, unemployment trends, terrorist threats and activities, worldwide military and domestic disturbances and conflicts, and other matters that influence consumer confidence, spending and tourism.

43. Terrorist attacks, communal disturbances, civil unrest and other acts of violence or war involving may adversely affect the financial markets and our business.

Terrorist attacks and other acts of violence or war may negatively affect the markets on which our Equity Shares trade and also adversely affect the worldwide financial markets. These acts may also result in a loss of business confidence, and adversely affect our business. Such incidents may also create a greater perception that investment in Indian companies involves a higher degree of risk and may have an adverse impact on our business and the price of our Equity Shares. Further, we cannot predict the effects on our business of heightened security measures, threatened terrorist attacks, efforts to combat terrorism, military action against a foreign state or other similar events. Any of these events could also negatively affect the economy and consumer confidence, which could cause a downturn in the service industry. In addition, any deterioration in the relations between India and its neighboring countries might result in investor concern about stability in the region, which could materially and adversely affect the price of our Equity Shares

44. Any changes in the regulatory framework could adversely affect our operations and growth prospects.

Our Company is subject to various regulations and policies. For details see section titled "Key Industry Regulations and Policies" beginning on page no. 110 of this Prospectus. Our business and prospects could be materially adversely affected by changes in any of these regulations and policies, including the introduction of new laws, policies or regulations or changes in the interpretation or application of existing laws, policies and regulations. There can be no assurance that our Company will succeed in obtaining all requisite regulatory approvals in the future for our operations or that compliance issues will not be raised in respect of our operations, either of which could have a material adverse affect on our business, financial condition and results of operations.

45. Civil disturbances, extremities of weather, regional conflicts and other political instability may have adverse affects on our operations and financial performance.

Certain events that are beyond our control such as earthquake, fire, floods and similar natural calamities may cause interruption in the business undertaken by us. Our operations and financial results and the market price And liquidity of our equity shares may be affected by changes in Indian Government policy or taxation or social, ethnic, political, economic or other adverse developments in or affecting India.

46. We are subject to risks arising from interest rate fluctuations, which could adversely impact our business, financial condition and operating results.

Changes in interest rates could significantly affect our financial condition and results of operations. If the interest rates for our existing or future borrowings increase significantly, our cost of servicing such debt will increase. This may negatively impact our results of operations, planned capital expenditures and cash flows.

47. The price of our Equity Shares may be volatile, or an active trading market for our Equity Shares may not develop.

Prior to this Issue, there has been no public market for our Equity Shares. Our Company and the Lead Managers have appointed Market maker for the equity shares of our Company. However, the trading price of our Equity Shares may fluctuate after this Issue due to a variety of factors, including our results of operations and the performance of our business, competitive conditions, general economic, political and social factors, the performance of the Indian and global economy and significant developments in India's fiscal regime, volatility in the Indian and global securities market, performance of our competitors, the Indian Capital Markets and Finance industry, changes in the estimates of our performance or recommendations by financial analysts and announcements by us or others regarding contracts, acquisitions, strategic partnership, joint ventures, or capital commitments.

48. Taxes and other levies imposed by the Government of India or other State Governments, as well as other financial policies and regulations, may have a material adverse impact on our business, financial condition and results of operations.

Taxes and other levies imposed by the Central or State Governments in India that impact our industry include customs duties, excise duties, sales tax, income tax and other taxes, duties or surcharges introduced on a permanent or temporary basis from time to time. There can be no assurance that these tax rates/slab will continue in the future. Any changes in these tax rates/slabs could adversely affect our financial condition and results of operations.

49. Our business is significantly affected by fluctuations in general economic activity.

Demand and supply is significantly affected by the general level of commercial activity and economic conditions in the regions and sectors in which we operate. An economic downturn in a region or sector in which we operate may adversely affect our operations in that region or sector. We may also experience more competitive pricing pressure during periods of economic downturn.

50. You may be subject to Indian taxes arising out of capital gains on sale of Equity Shares.

Under current Indian tax laws, capital gains arising from the sale of equity shares within 12 months in an Indian company are classified as short term capital gains and generally taxable. Any gain realised on the sale of listed equity shares on a stock exchange that are held for more than 12 months is considered as long term capital gains and currently, such gains are not be subject to capital gains tax in India if Securities Transaction tax (STT) has been paid on the transaction. STT is levied on and collected by a domestic stock exchange on which equity shares are sold. The Finance Bill, 2018, tabled before the Parliament, proposes to withdraw the exemption on long-term capital gains tax from April 01, 2018 and to impose 10%, tax on such long-term capital gains in excess of Rs. 1,00,000. This proposal is subject to parliamentary process. Any long-term gain realised on the sale of equity shares, which are sold other than on a recognised stock exchange and on which no STT has been paid, is also subject to tax in India. Capital gains arising from the sale of equity shares are exempt from taxation in India where an exemption from taxation in India is provided under a treaty between India and the country of which the seller is resident. Generally, Indian tax treaties do not limit India's ability to impose tax on capital gains. As a result, residents of other countries may be liable to pay tax in India as well as in their own jurisdiction on a gain on the sale of equity shares.

Prominent Notes

1. Public issue of 4,569,000 Equity Shares of face value of Rs. 10.00 each of our Company for cash at a price of Rs. 41 per Equity Share (including a share premium of Rs. 31 per Equity Share) ("Issue Price") aggregating to Rs. 1873.29 lakhs ("the Issue") of which 231,000 Equity Shares aggregating to Rs. 94.71 lakhs will be reserved for subscription by Market Maker ("Market Maker Reservation Portion").

The Issue less the Market Maker Reservation Portion i.e. issue of 4,338,000 Equity Shares of face value of Rs. 10.00 each at an Issue Price of Rs. 41 per equity share aggregating to Rs. 1778.58 lakhs is hereinafter referred to as the "Net Issue". The Issue and the Net Issue will constitute 26.35% and 25.02%, respectively of the post issue paid-up equity share capital of our Company.

2. For information on changes in our Company's name and registered office please refer to the chapter titled "History and Certain Corporate Matters" beginning on page no. 118 of the Prospectus.

3. Our Net Worth as per standalone Restated Financial Statement as at December 31, 2017 and as at March 31, 2017 was Rs. 3,269.54 Lakh and Rs. 2,941.24 Lakh respectively. And Our Net Worth as per consolidated Restated Financial Statement as at December 31, 2017 and as at March 31, 2017 was Rs. 3,729.35 Lakh and Rs. 3,538.37 Lakh respectively

4. The Net Asset Value as per standalone Restated Financial Statement per Equity Share as at December 31, 2017 and as at March 31, 2017 was Rs. 27.78 and Rs. 24.99. And as per consolidated Restated Financial Statement per Equity Share as at December 31, 2017 and as at March 31, 2017 was Rs. 31.68 and Rs. 30.06.

5. Investors may contact the Lead Managers or the Company Secretary & Compliance Officer for any complaint/clarification/information pertaining to the Issue. For contact details of the Lead Managers and the Company Secretary & Compliance Officer, please refer to chapter titled "General Information" beginning on page 49 of this Prospectus.

6. The average cost of acquisition of Equity Shares of the Company by the Promoters which has been calculated by considering the weighted average cost paid by them to acquire the Equity Shares is as follows:

Name of the Promoters	No. of Equity Shares held	Average cost of acquisition (inRs.)
Mr. Pradeep Misra	9,651,600	0.48
Ms. Richa Misra	850,500	5.54

7. Investors are advised to refer to the chapter titled "Basis for Issue Price" beginning on page 71 of this Prospectus.

8. There has been no financing arrangement whereby the Promoter Group, our Directors and their relatives have financed the purchase, by any other person, of securities of our Company other than in the normal course of the business of the financing entity during the period of six months immediately preceding the date of the Prospectus.

9. The details of transaction by our Company are disclosed under "Related Party Transactions" in Annexure – XXII of "Financial Information" of our Company" on page no. 202 of this Prospectus.

10. Investors may note that in case of over-subscription in the Issue, allotment to Retail applicants and other applicants shall be on a proportionate basis. For more information, please refer to the chapter titled —"Issue Structure" beginning on page 284 of this Prospectus.

11. Our Company was originally incorporated on September 01, 1992, in the name and style of "Rudrabhishek Enterprises Private Limited" under the provisions of the Companies Act, 1956 with the Registrar of Companies, NCT of Delhi & Haryana. Subsequently, our Company was converted into a public company pursuant to special resolution passed at the Annual General Meeting of our Company held on September 28, 2017 and the name of our Company was changed to "Rudrabhishek Enterprises Limited" and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana. The Corporate Identity Number of our Company is U74899DL1992PLC050142.

SECTION III– INTRODUCTION

SUMMARY OF OUR INDUSTRY OVERVIEW

The information in this section includes extracts from publicly available information, data and statistics and has been derived from various government publications and other industry sources. Neither we nor any other person connected with this Issue have verified this information. The data may have been re-classified by us for the purposes of presentation. Industry sources and publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured and, accordingly investment decisions should not be based on such information.

GLOBAL ECONOMIC OUTLOOK

The global economy is experiencing a cyclical recovery, reflecting a rebound in investment, manufacturing activity, and trade. This improvement comes against the backdrop of benign global financing conditions, generally accommodative policies, rising confidence, and firming commodity prices. Global GDP growth is estimated to have picked up from 2.4 percent in 2016 to 3 percent in 2017, above the June forecast of 2.7 percent. The upturn is broad based, with growth increasing in more than half of the world's economies. In particular, the rebound in global investment growth—which accounted for three quarters of the acceleration in global GDP growth from 2016 to 2017—was supported by favorable financing costs, rising profits, and improved business sentiment across both advanced economies and emerging market and developing economies (EMDEs). This synchronous, investment- led recovery is providing a substantial boost to global exports and imports in the near term.

In advanced economies, growth in 2017 is estimated to have rebounded to 2.3 percent, driven by a pickup in capital spending, a turnaround in inventories, and strengthening external demand. While growth accelerated in all major economies, the improvement was markedly stronger than expected in the Euro Area.

Growth among EMDEs is estimated to have accelerated to 4.3 percent in 2017, reflecting firming activity in commodity exporters and continued solid growth in commodity importers. Most EMDE regions benefited from a recovery in exports. The improvement in economic activity among commodity exporters took place as key economies—such as Brazil and the Russian Federation—emerged from recession, prices of most commodities rose, confidence improved, the drag from earlier policy tightening diminished, and investment growth bottomed out after a prolonged period of weakness. Nonetheless, the estimated pace of growth in commodity exporters in 2017, at 1.8 percent, was still subdued and not enough to improve average per capita incomes, which continued to stagnate after two consecutive years of contraction.

Source: *Report of World Economic Outlook*
https://www.imf.org/en/Publications/WEO/Issues/2017/09/19/world-economic-outlook-october-2017

RECENT DEVELOPMENT IN SOUTH ASIA

In South Asia, growth slowed to a still strong 6.5 percent in 2017, below the June forecast, in part reflecting adjustment in India to the new Goods and Services Tax and the adverse impact of natural disasters across the region. Growth is expected to stabilize around 7 percent a year over 2018-2020, with private consumption remaining strong and investment recovered by infrastructure projects and reforms. Main risks to the outlook include setbacks in reviving investment, fiscal slippages, and disruptions to activity resulting from natural disasters.

In India, growth slowed for the fifth consecutive quarter to 5.7 percent (year-on-year) in the first quarter of FY 2017/18 (April-June 2017), partly reflecting adjustments by businesses to the prospective introduction of the GST in July 2017. In addition, protracted balance sheet weaknesses— in particular, a corporate debt overhang and elevated non-performing loans in the banking sector—continued to weigh on already weak private investment (World Bank 2017y). Weak private investment was only partly mitigated by a public infrastructure investment push and a surge in current expenditures after recent public pay hikes. In the second quarter of FY2017/18 (July-September 2017), the slowdown in economic activity bottomed out by a still weak 6.3 percent (year-on-year) growth. The manufacturing Purchasing Managers' Index (PMI) and industrial production growth remained broadly expansionary after they temporarily weakened as producers reduced inventories amid uncertainty relating to the implementation of the GST. Despite a recent uptick, inflation remained within the Reserve Bank of India's (RBI) target band of 2-6 percent, following a steady decline over the past year to 1.3 percent in July amid weak food prices. Fiscal consolidation has continued in the central government, but sub national fiscal deficits have risen, partly

reflecting debt payments taken over through Ujwal Discom Assurance Yojana (UDAY) and a broader shift in public expenditures from central to state governments, and recent public pay hikes.

***Source**: Report of World Bank*
http://www.worldbank.org/en/publication/global-economic-prospects

INDIAN ECONOMY- OVERVIEW:

Introduction

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF) and it is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India's GDP increased 7.1 per cent in 2016-17 and is expected to reach a growth rate of 7 per cent by September 2018.India, a South Asian nation, is the seventh-largest country by area, the second-most populous country with over 1.33 billion people, and the most populous democracy in the world. India boasts of an immensely rich cultural heritage including numerous languages, traditions and people. The country holds its uniqueness in its diversity and hence has adapted itself to international changes with poise and comfort. While the economy has welcomed international companies to invest in it with open arms since liberalisation in 1990s, Indians have been prudent and pro-active in adopting global approach and skills. Indian villagers proudly take up farming, advanced agriculture and unique handicrafts as their profession on one hand while modern industries and professional services sectors are coming up in a big way on the other.

Government Initiatives

India's unemployment rate has declined to 4.8 per cent in February 2017 compared to 9.5 per cent in August 2016, as a result of the Government's increased focus towards rural jobs and the Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA) scheme. The Government of Maharashtra has set a target to double farm income by 2022 through measures like large scale micro irrigation, water conservation, expansion of formal cash credit coverage, crop insurance and agriculture diversification, as per Mr. Vidyasagar Rao, Governor of Maharashtra. Numerous foreign companies are setting up their facilities in India on account of various government initiatives like Make in India and Digital India. Government of India has launched the Make in India initiative with an aim to boost the manufacturing sector of Indian economy, to increase the purchasing power of an average Indian consumer, which would further boost demand, and hence spur development, in addition to benefiting investors. The Government of India, under the Make in India initiative, is trying to give boost to the contribution made by the manufacturing sector and aims to take it up to 25 per cent of the GDP from the current 17 per cent. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and to increase the digital literacy.

Road Ahead

India's gross domestic product (GDP) is expected to reach US$ 6 trillion by FY27 and achieve upper-middle income status on the back of digitisation, globalisation, favourable demographics, and reforms.
India is also focusing on renewable sources to generate energy. It is planning to achieve 40 per cent of its energy from non-fossil sources by 2030 which is currently 30 per cent and also have plans to increase its renewable energy capacity from 57 GW to 175 GW by 2022.

India is expected to be the third largest consumer economy as its consumption may triple to US$ 4 trillion by 2025, owing to shift in consumer behaviour and expenditure pattern, according to a Boston Consulting Group (BCG) report; and is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by the year 2040, according to a report by PricewaterhouseCoopers.

***Source**: https://www.ibef.org/economy/indian-economy-overview*

OUR INDUSTRY

SERVICE INDUSTRY

Introduction

The services sector is not only the dominant sector in India's GDP, but has also attracted significant foreign investment flows, contributed significantly to exports as well as provided large-scale employment. India's services sector covers a wide variety of activities such as trade, hotel and restaurants, transport, storage and communication, financing, insurance, real estate, business services, community, social and personal services, and services associated with construction.

Services sector is the biggest one in India and contributes more than half of Gross Value Added (GVA). As of 2016-17, 28.6 per cent of the Indian population was employed in this sector. The sector is a major contributor to the country's FDI Inflows. In 2016-17, share of services sector in total FDI inflows was 60.7 per cent. FDI inflows to the sector during April 2000-September 2017 stood at US$ 62.39 billion. Nikkei India Services Purchasing Managers' Index (PMI) increased to 50.9 in December 2017 from 48.5 in November 2017.

Services exports comprise a major part of the total exports of India. Net services exports from India stood at US$ 67.5 billion in 2016-17. Also, India is the export hub for software services. It has a 55 per cent share in the US$ 178 billion global sourcing market.

SHARE OF SERVICES SECTOR GROWS AT THE FASTEST CAGR

- India achieved Compound Annual Growth Rate (CAGR) of 13.20 percent between 2011-12 and 2016-17 in services share to GVA.
- In terms of overall GDP India ranks 5th in 2017 and in terms of and services GVA India ranked 13th respectively as of 2015.
- Services sector Gross Value Added at constant (2011-12) basic prices as a percentage of total GVA reached 53.8 in FY17.
- Acceleration in the growth rate of Public Administration and other services (11.3 per cent in FY17 from 6.9 per cent in FY16) supported the increase in FY17, which was in turn supported by the implementation of the recommendations of the 7th Pay commission.

MARKET SIZE

The services sector is the key driver of India's economic growth. The sector contributed around 53.8 per cent of its Gross Value Added in 2016-17 and employed 28.6 per cent of the total population. Net services exports from India grew 14.6 per cent in the first half of 2017-18 and the sector attracted 60.7 per cent of India's total FDI inflows.

As per the Economic Survey 2017-18, Central Statistics Office's (CSO) first advance estimates of Gross Value Added (GVA) in FY 2017-18 indicate that the services sector is expected to grow 8.3 per cent year-on-year.

Out of overall services sector, the sub-sector comprising financial services, real estate and professional services contributed US$ 305.8 billion or 20.5 per cent to the GDP. The sub-sector of community, social and personal services contributed US$ 188.2 billion or 12.6 per cent to the GDP

INVESTMENTS

The Indian services sector which includes financial, banking, insurance, non-financial/business, outsourcing, research and development, courier and technical test analysis, has attracted FDI equity inflows in the period April 2000-September 2017, amounting to about US$ 62.39 billion which is about 17.46 per cent of the total foreign inflows, according to the Department of Industrial Policy and Promotion (DIPP).

Some of the developments and major investments by companies in the Service sector, Infratsructure Sector and Real Estate Sector in the recent past are as follows:

- Private Equity (PE) investments in the hospitality industry rose nearly three-fold to US$ 119 million in 2017 from US$ 43.58 million in 2016. Hotel deals, including mergers and acquisitions, are expected to pick up further in 2018 as many premium hotel properties are up for sale.
- In February 2018, the Government of India signed a loan agreement worth US$ 345 million with the New Development Bank (NDB) for the Rajasthan Water Sector Restructuring Project for desert areas.

- In January 2018, the National Investment and Infrastructure Fund (NIIF) partnered with UAE-based DP World to create a platform that will mobilise investments worth US$ 3 billion into ports, terminals, transportation, and logistics businesses in India.
- In February 2018, Japanese conglomerate Sumitomo Corporation announced its US$ 2 billion partnership with Krishna Group to develop real estate projects in the country.
- KKR India Asset Finance Pvt Ltd has invested over US$ 500 million in residential real estate projects in India in 2017, taking its total investments in real estate projects in India to US$ 1 billion.
- The Indian Railways is planning to invest around Rs 3,000 crore (US$ 461.08 million) to convert 40 out of its 100 yards into smart yards and end manual inspections

HIGH FDI INFLOWS INTO THE SECTOR

- The share of the services sector is 60.7 per cent of the FDI equity inflows during 2016-17.
- In 2016-17, growth rate of FDI inflows reduced to 8.7 per cent (US$ 43.5 billion) due to negative growth in trading, computer hardware and software, construction and hotels and tourism.
- To ensure that India remains an attractive investment, the Government has brought about a number of reforms such as the abolition of the Foreign Investment Promotion Board (FIPB) and the introduction of composite caps in the FDI policy which permits 100 per cent FDI under automatic route for any financial sector activity which is regulated by any financial sector regulator

GOVERNMENT POLICIES AND INITIATIVES ON SERVICE, INFRASTRUCTURE, REAL ESTATE SECTOR

- Announcements in Union Budget 2018-19:
  - Massive push to the infrastructure sector by allocating Rs 5.97 lakh crore (US$ 92.22 billion) for the sector.
  - Railways received the highest ever budgetary allocation of Rs 1.48 trillion (US$ 22.86 billion).
- The 90 smart cities shortlisted by the Government of India have proposed projects with investments of Rs 191,155 crore (US$ 30.02 billion) which include Projects Focusing on Revamping an Identified Area (Area Based Projects) with investment of Rs 152,500 crore (US$ 23.95 billion).
- Contracts awarded under the Smart Cities Mission would show results by June 2018 as the work is already in full swing, according to Mr Hardeep Singh Puri, Minister of State (Independent Charge) for Housing and Urban Affairs, Government of India.
- The Government of India is working to ensure a good living habitat for the poor in the country and has launched new flagship urban missions like the Pradhan Mantri Awas Yojana (Urban), Atal Mission for Rejuvenation and Urban Transformation (AMRUT), and Swachh Bharat Mission (Urban) under the urban habitat model, according to Mr Hardeep Singh Puri, Minister of State (Independent Charge) for Housing.
- In February 2018, creation of National Urban Housing Fund was approved with an outlay of Rs 60,000 crore (US$ 9.27 billion).
- Under the Pradhan Mantri Awas Yojana (PMAY) Urban 1,427,486 houses have been sanctioned in 2017-18. In March 2018, construction of additional 3,21,567 affordable houses was sanctioned under the scheme.

ROAD AHEAD

- Under the Mid-Term Review of Foreign Trade Policy (2015-20), the Central Government increased incentives provided under Services Exports from India Scheme (SEIS) by two per cent.
- SEIS is aimed at promoting export of services from India by providing duty scrip credit for eligible exports.
- Under this scheme, a reward of 3 to 5 per cent of net foreign exchange earned is given for Mode 1 and Mode 2 services.
- In the Midterm review of FTP* 2015-20, SEIS incentives to notified services were increased by 2 per cent.

***Source**: https://www.ibef.org/industry/services.aspx*

1. Infrastructure projects for future in India

- The Union Budget 2018 reflecting government's focused vision for boosting agricultural and rural economy and the infrastructure spending through the public exchequer, while encouraging greater involvement of private sector participants. It was current Government's last full year budget ahead of the general elections to be held in 2019.

- Government's focus has not only been on 'Ease of Doing Business' but the announcement to build 1 crore houses by 2019 in rural areas under the mission 'Housing for All by 2022' has shown government's focus on 'Ease of Living' as well.

- The estimated budgetary and extra-budgetary expenditure on infrastructure has been increased to Rs 5.97 lakh crore for fiscal year 2018-19, this will certainly contribute to economic growth, connect and integrate the nation with a network of roads, airports, railways, ports and inland waterways.

- The ambitious Bharatmala Pariyojana with an estimated cost of Rs 5.35 lakh crore has been approved. The railways' capital expenditure for the fiscal year 2018-19 has been proposed at Rs 1.48 lakh crore. The government stated that additional 3.7 million homes will be built in urban areas in 2018-19, and 5.1 million homes in rural areas. These initiatives will create job opportunities and facilitate generation of employment.

- India will require around $4.5 trillion in the next 25 years for infrastructure development, of which it will be able to garner about $3.9 trillion, according to the Economic Survey. Hence, India to realize its infrastructure dreams, the government must revisit public–private partnership (PPP) models and re-instate confidence into the private sector, which's lagging at this point of time.

2. Smart City Mission

The Centre has released nearly Rs 9,940 crore to the states so far for the Smart Cities Mission, with Maharashtra accounting for the highest amount of Rs 1,378 crore, followed by Madhya Pradesh getting Rs 984 crore, according to government data.

The total proposed investment in these cities was Rs 2.03 lakh crore.

3. Pradhan Mantri Awas Yojna

The ministry of housing and urban affairs has approved the construction of 1,86,777 more affordable houses under its flagship Pradhan Mantri Awas Yojana (Urban), with an investment of Rs 11,169 crore, a government release said. The central assistance for the same will be Rs 2,797 crore. The approval was given at the 30th meeting of the Central Sanctioning and Monitoring Committee, it said, adding that the total homes sanctioned under PMAY(U) has now gone up to 37,83,392. Haryana has been sanctioned 53,290 houses in 38 cities and towns with an investment of Rs 4,322 crore. Tamil Nadu has got 40,623 houses in 65 cities and towns at an investment of Rs 2,314 crore. Karnataka has been sanctioned 32,656 affordable houses in 95 cities with an investment of Rs 1,461 crore. Gujarat has been sanctioned 15,584 houses in 45 cities and towns with an investment of Rs 946 crore while Maharashtra got 12,123 houses in 13 cities and towns with an investment of Rs 868 crore. Kerala has been sanctioned 9,461 houses in 52 cities and towns with an investment of Rs 284 crore.

***Source**: https://transformingindia.mygov.in/category/infrastructure/smart-city-amrut-hriday/*

SUMMARY OF BUSINESS OVERVIEW

ABOUT US

Our Company was initially incorporated as Private Limited Company on September 01, 1992, in the name and style of "RUDRABHISHEK ENTERPRISES PRIVATE LIMITED" under the provisions of the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana, subsequently, the Company was converted into public company and consequent to the conversion name of our Company was changed to "RUDRABHISHEK ENTERPRISES LIMITED" pursuant to a Shareholders Resolution passed at the Annual General Meeting held on September 28, 2017 and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana.

Our Company started operations in 1992. Over the years we have diversified to several other services linked to our basic work and built a steady position for ourselves in the Domestic market which can be witnessed from our revenue growth over the time.

Since incorporation, our Company was a service provider which provides a wide range of services to a wide range of end users. Our integrated services include Infrastructural Services, Urban Designing and planning, Global Information Systems, Building Designing Services and Project Management Services.

Our Company is a brainchild of our Promoter Mr. Pradeep Misra. Currently Mr. Pradeep Misra and Ms. Richa Misra are the promoters of our Company. Our Promoters have cumulative experience of more than 45 years in Infrastructure Consultancy Services. They have been the guiding force to take timely decisions and have served as an invaluable mentor for strategy formulation for our company. For the detailed information regarding experience of our promoters, refer to "Our Promoters and Promoter Group" beginning on page 140 of this Prospectus.

REPL is an ISO 9001:2008 Certified Company which follows good management practices. We assure that our services are consistently high in quality and durability for their intended use. We have advanced in-house quality check facility, which enables us to maintain the quality of the services. It is the diligent efforts of our personnel, that we have been able to streamline our business operations. Owing to our earnest efforts, apart from Government of India, we have been able to garner a niche clientele across the private domestic market also.

SALIENT FEATURES

- REPL is a "One Stop Solution" for its clients. The Company provides end-to-end services of Urban Planning Consultancy to its clients ranging from Infrastructure services, Building Designing, Structural Designing, MEP Designing Services to Project Management Consultancy Services.
- The Company is not just providing every service of its field under one roof but also providing them at every level. In other words, the Company is working with the Central Government and with several State Governments of India also. Over the years, the Company has handled projects of different sizes and levels including Zonal/Regional Planning, City Planning, and Master Planning.
- The Company provides its services to the Government as well as Corporate Clients. Some major Corporate clients of the Company include Ansal API, Emaar MGF Land Limited, Gannon Dunkerley & Co. Limited, Hyundai Motor India Private Limited, Omaxe Limited, Paarth Infrabuild Private Limited etc.
- Apart from the corporate clients mentioned above, the Company has been empanelled with 30+ Government Development Authority Departments for its services.
- The cumulative experience of the Team Members of our Group is more than 550 years in our services sphere.

REPL is the user of Microsoft Navision Software an enterprise resource planning (ERP) application. It intends to assist with finance, customer relationship management, supply chains, analytics and electronic commerce.

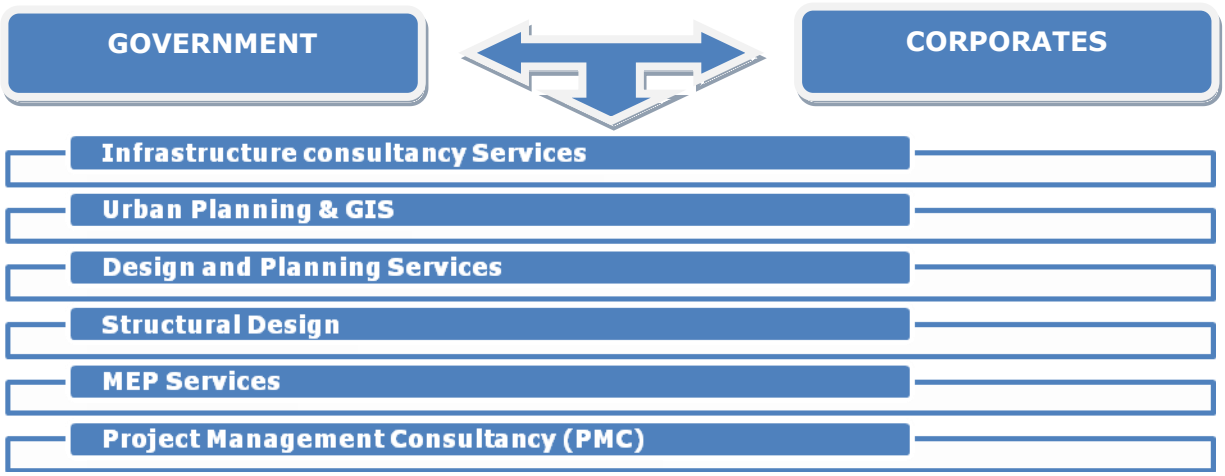
VISION: To be the most endorsed integrated real estate & infrastructure consultants.

MISSION: To facilitate best living conditions by designing buildings and infrastructure that is proudly inherited by coming generations.

REPL GROUP IN NUTSHELL

OUR SERVICES

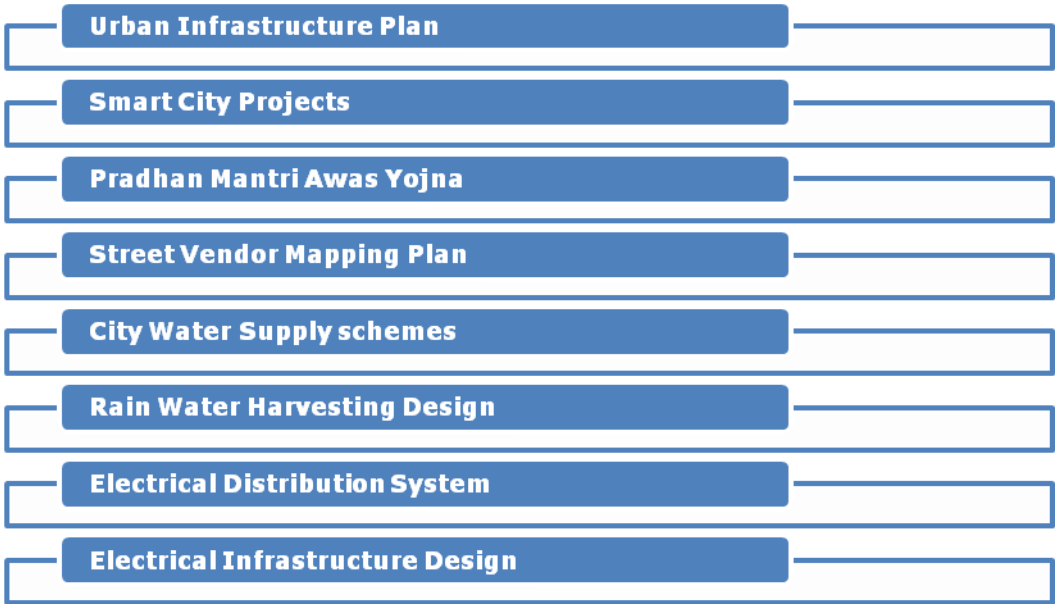
We, at REPL, are engaged in providing a wide range of Consultancy services. Our main service heads includes the following:



A. INFRASTRUCTURE CONSULTANCY SERVICES:

With the team of highly experienced personnel, REPL provides various infrastructure consultancy services such as Urban Infrastructure Plan, Smart City Projects, Pradhan Mantri Awas Yojna, Street Vendor Mapping Plan, City Water Supply schemes; Solid waste management system; Electrical Distribution System, Storm Water Drainage system including rain water harvesting system and preparation of detailed drawings and plan for execution of same.

The following are our key focus area under Infrastructural Services:



B. URBAN PLANNING & GEOGRAPHICS INFORMATION SYSTEM:

REPL has stronghold in delivering integrated urban planning projects. Our capability in Urban Planning is supported by original research in Domain Knowledge, Innovation and Sustainability – all of which help us achieve our goal to deliver future cities that are socially acceptable, economically feasible and environmentally sustainable. The REPL planning team comprises of group of professional Planners with a diverse experience in the various sectors such as Urban Policy, and Social, Environmental, Financial, Recreational & other Planning Skills.

Our expertise area in Urban Planning mainly includes:

- Urban Policy Plans
- Master Plans
- Regional Plans
- Zonal Plans
- Special Area Development Plans
- Urban Redevelopment/ Renewal Plans
- Slum free City Plans
- City Sanitation Plans

Our scope of work includes GIS based City Mapping, Preparation of Base Maps, Demographic Studies, Socio-economic surveys & analysis, Infrastructure analysis, DPR for various projects, Financial operating plan formulation, Community Consultations, Preparation of future Land use Maps, Coordination and Discussion with various Government Agencies and Policy Level Recommendations.

WHAT IS GROGRAPHIC INFORMATION SYSTEM?

A geographic information system (GIS) is a system designed to capture, store, manipulate, analyze, manage, and present all types of geographical data. The key word to this technology is **Geography** – this means that some portion of the data is spatial. In other words, data that is in some way referenced to locations on the earth.

HOW GIS SYSTEM WORKS IN FOUR SIMPLE STEPS:

REPL focuses on helping organizations in creation, conversion, updation, integration and evaluation of data through application of GIS and other technologies. It provides optimum, business driven solutions by

undertaking consulting assignments and offers end to end geospatial consultancy and development services. The power and potential of these applications is limited only by one's imagination.

C. DESIGNING AND PLANNING SERVICES:

REPL has specialized division to provide most efficient Building design services to its clients. We have expertise in high-end Building Design and Documentation Services. Our focus is always on the quality and innovation of Building Designing. We use latest technology platforms like Archicad, STR Vision, Solibri, BIM and Revit to provide state-of-art Designing solution.

REPL also has done equity investment in Singapore based company "Shing Design", to provide advance Designing solutions to its clients.

The company has specific expertise in most building types including:

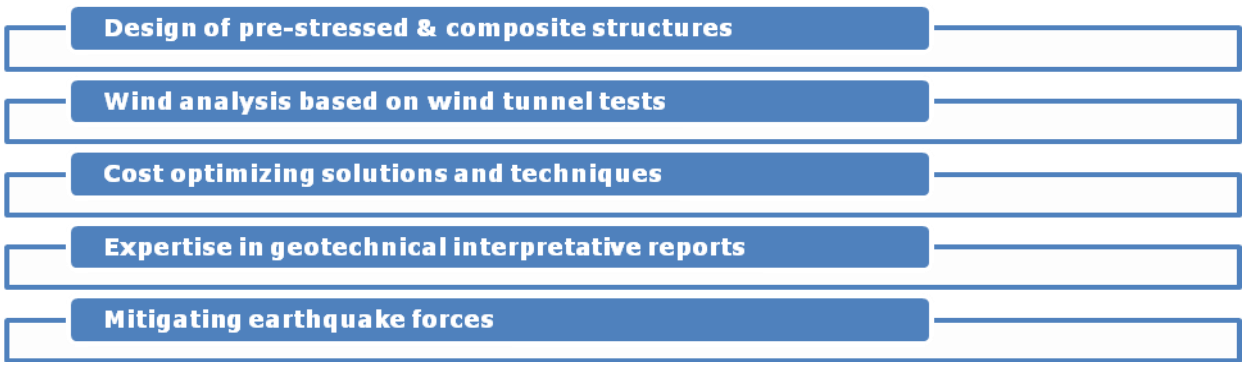
- Health institutions
- Hotel
- Commercial and Office Complex
- Institutional
- Residential

OUR KEY AREA IN DESIGNING AND PLANNING SERVICES

D. STRUCTURAL DESIGN:

REPL has a dedicated team of experienced structural engineers who are working on range of projects pertaining to Residential, Commercial, Hotel, Malls & Multiplexes and Industrial Structures. We work on latest technologies and software's of international standards viz. STAAD.PRO v8i, ETABS 13.1.4 and SAFE 2013. Structural designing as being the key feature and backbone for any project is among the most important and crucial activity to be taken and which need expertise to solve typical problems. Structural designing is important for companies because it provides them cost effective and optimal structural design with the help of software such as ETABS, SAFE, and SAP etc.

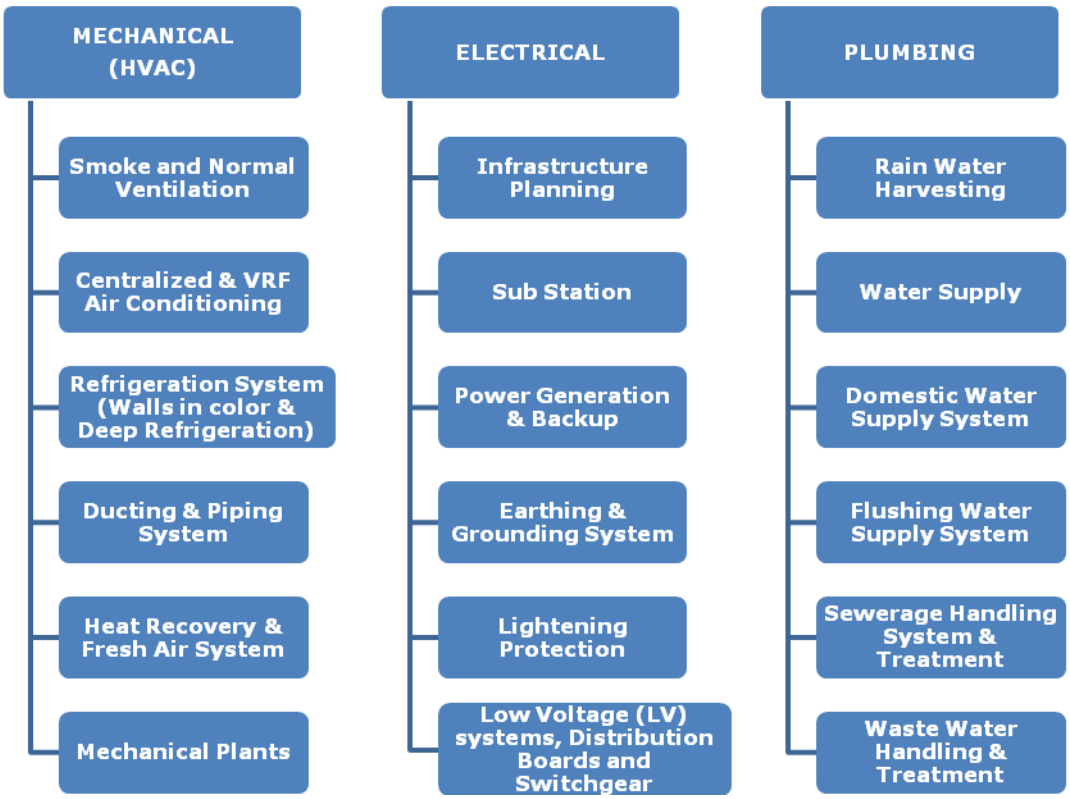
OUR SPECIALIZED SKILLS IN STRUCTURAL DESIGN



E. MEP SERVICES DESIGN

We also deliver services in MEP sector. MEP refers to planning and design in the areas of Mechanical, Electrical, and Plumbing (MEP) systems including developing polices, standards, inspection procedures, and performance and cost-estimating, construction planning etc. An MEP Engineer prepares and will review drawings, specifications, and cost estimates for the mechanical, electrical, and/or plumbing systems in the resulting facility.

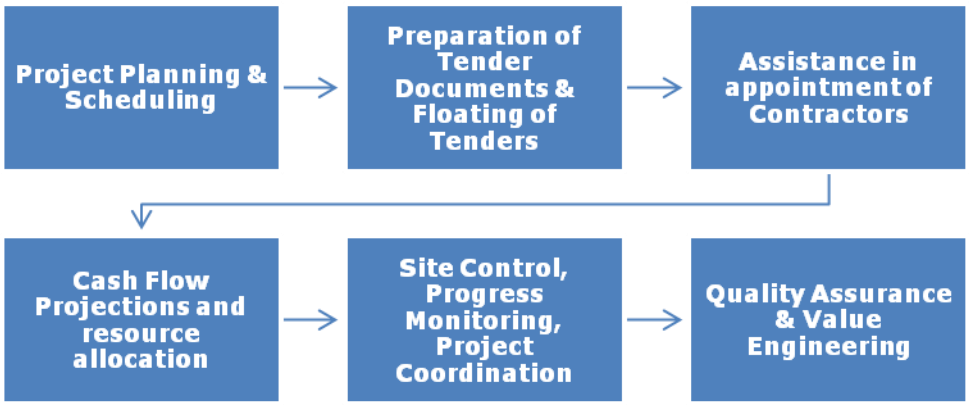
The following list contains some of our various activities in Mechanical, Electrical and Plumbing services:



F. PROJECT MANAGEMENT CONSULTANCY:

Our Company has expertise in Planning, Organizing and Managing Resources along with proven Project Management Methodologies which enable us to deliver an effective service that provides significant benefit to our Clients. For this purpose, we have a team of Project Managers who have expertise in Building Designing, Planning, Engineering and Site Execution. We use STR Software for the PMC projects.

OUR WORKING METHODOLOGY IN PROJECT MANAGEMENT CONSULTANCY



SUMMARY OF STANDALONE FINANCIAL STATEMENTS

STATEMENT OF ASSETS AND LIABILITIES AS RESTATED

(Rs. in Lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
EQUITY AND LIABILITIES						
Shareholders Funds						
a. Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
b. Reserves & Surplus	2,092.49	2,885.19	2,538.49	2,076.23	1,677.17	983.43
Share Application Money Pending Allotment	-	-	-	-	-	-
Non Current Liabilities						
a. Long Term Borrowings	-	366.26	61.00	41.00	42.63	63.50
b. Other non-current liabilities	8.37	8.37	-	1.00	1.00	1.00
c. Long term provisions	71.98	66.82	59.29	39.74	36.75	33.58
d. Deferred tax Liabilities (Net)	-	-	-	-	0.07	-
Current Liabilities						
a. Short Term Borrowings	390.20	-	-	-	-	-
b. Trade Payables	245.25	231.68	363.60	295.55	285.13	123.36
c. Other Current Liabilities	592.68	297.52	278.73	583.19	451.62	144.41
d. Short Term Provisions	8.26	8.72	28.26	17.93	13.97	11.19
T O T A L	**4,586.28**	**3,920.61**	**3,385.42**	**3,110.69**	**2,564.39**	**1,416.52**
ASSETS						
Non Current Assets						
a. Property, Plant and Equipment: -						
i. Tangible Assets	509.08	500.69	540.31	519.40	511.80	435.90
ii. Intangible Assets (Net)	133.74	126.25	115.34	115.21	66.54	59.00
iii. Capital WIP	8.03	2.83	-	8.12	-	-
Gross Block	**650.85**	**629.77**	**655.65**	**642.73**	**578.34**	**494.90**
Less: Accumulated Depreciation	480.38	446.82	425.88	342.70	216.99	143.95
Net Block	**170.47**	**182.96**	**229.77**	**300.04**	**361.34**	**350.95**
b. Non Current Investments	997.59	1,026.26	825.46	607.64	479.28	6.90
c. Deferred Tax Assets (Net)	30.14	36.18	32.45	14.45	-	0.72
d. Long term Loans & Advances	352.96	355.25	192.25	314.75	234.64	171.46
e. Other Non Current Assets	68.04	62.63	47.53	62.69	42.59	24.71
Current Assets						
a.Current Investments	2.79	2.70	2.56	2.41	12.32	1.32
b. Inventories	75.58	238.34	-	-	-	-
c. Trade Receivables	1,761.81	1,573.29	1,401.06	1,320.91	955.75	609.18
d. Cash and Cash Equivalents	312.21	196.54	385.50	202.55	239.28	133.23
e. Short Term Loans & Advances	50.10	11.84	43.80	157.91	151.27	42.64
f. Other Current Assets	764.59	234.62	225.04	127.34	87.92	75.41
T O T A L	**4,586.28**	**3,920.61**	**3,385.42**	**3,110.69**	**2,564.39**	**1,416.52**

STATEMENT OF STANDALONE PROFIT AND LOSS AS RESTATED

(Rs. in Lakh)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
INCOME						
Revenue from Operations	3,126.88	2,756.39	3,288.01	3,486.79	3,170.65	2,138.32
Other Income	77.84	37.69	123.79	28.21	40.24	51.72
Total Income (A)	**3,204.72**	**2,794.08**	**3,411.80**	**3,515.00**	**3,210.89**	**2,190.04**
EXPENDITURE						
(Increase)/ Decrease in Inventories	162.76	(238.34)	-	-	-	-
Employee benefit expenses	1,169.31	1,570.23	1,568.64	1,292.98	1,019.25	736.32
Financial costs	47.53	13.84	10.81	3.38	14.73	1.21
Depreciation and amortisation expense	33.96	59.19	84.63	128.69	77.29	53.32
Other Expenses	1,227.83	762.63	996.17	1,349.92	1,216.20	816.02
Total Expenses (B)	**2,641.39**	**2,167.55**	**2,660.25**	**2,774.97**	**2,327.47**	**1,606.87**
Profit before extraordinary items, Exceptional item and tax (C)	**563.33**	**626.53**	**751.55**	**740.03**	**883.42**	**583.17**
Prior period items (Net)	-	-	-	-	-	-
Profit before exceptional, extraordinary items and tax	**563.33**	**626.53**	**751.55**	**740.03**	**883.42**	**583.17**
Exceptional items	-	-	-	-	-	-
Profit before extraordinary items and tax (D)	**563.33**	**626.53**	**751.55**	**740.03**	**883.42**	**583.17**
Extraordinary items (See Annexure V)	-	-	-	-	(180.80)	-
Profit before tax (E)	**563.33**	**626.53**	**751.55**	**740.03**	**1,064.22**	**583.17**
Tax expense :						
(i) Current tax	162.07	216.64	240.56	286.68	304.11	188.58
(ii) Deferred tax	6.03	(3.73)	(17.99)	(14.54)	0.80	(2.88)
Total Tax Expenses (F)	168.10	212.91	222.57	272.14	304.91	185.70
Profit for the year (G=E-F)	**395.23**	**413.62**	**528.98**	**467.89**	**759.31**	**397.47**

STATEMENT OF STANDALONE CASH FLOW AS RESTATED

(Rs. in Lakh)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
CASH FLOW FROM OPERATING ACTIVITIES						
Net Profit Before Tax	563.34	626.51	751.54	740.03	883.42	583.18
Adjustments for:						
Depreciation	33.96	59.19	84.63	128.69	77.29	53.32
Interest Expenses	34.43	11.83	7.54	-	12.95	0.12
Loss/(Profit) on Sale of Investment	(53.85)	-	(72.05)	-	1.62	-
Loss/(Profit) on Sale of Properties	-	-	(16.72)	-	-	-
Loss/(Profit) on Sale of Fixed Assets	(0.08)	(2.05)	(1.19)	-	0.15	0.01
Dividend Income	(2.74)	(2.80)	(2.80)	(1.07)	(0.27)	(0.09)
Interest on FDRs	(10.75)	(14.97)	(13.94)	(11.91)	(8.85)	(6.04)
Interest on loan	(7.10)	(11.99)	(11.59)	(13.77)	(14.54)	(12.21)
Liabilities Written Back	-	(5.88)	(1.00)	(1.45)	(17.99)	(33.11)
Provision for Gratuity (Net of Payment)	5.27	(12.65)	22.95	6.01	2.85	18.32
Provision for Leave Encashment (Net of Payment)	0.77	1.06	4.85	0.94	3.10	2.81
Provision for Bonus (Net of Payment)	(1.34)	(0.42)	2.08	-	-	-
Provision for Doubtful Debts	-	-	-	89.80	-	-
Sundry Balance Written off	-	0.78	0.02	1.06	0.44	1.04
Bad Debts Written Off	121.22	2.43	-	1.88	100.55	136.12
Operating Profit before Working Capital Changes	683.14	651.05	754.33	940.21	1,040.72	743.47
Adjustments for:						
Decrease/(Increase) in Trade Receivables	(309.75)	(236.90)	(80.15)	(518.36)	(485.93)	(211.82)
Decrease/(Increase) in Inventories	162.76	(238.34)	-	-	-	-
Decrease/(Increase) in Short-Term Loans and Advances	(38.25)	31.95	114.12	(6.65)	(108.62)	(32.21)
Decrease/(Increase) in Long-Term Loans and Advances	2.29	(100.76)	22.51	(27.37)	(39.87)	(33.89)
Decrease/(Increase) in Other Current Assets	(634.14)	(44.15)	(16.99)	(18.01)	(22.01)	(5.01)
(Increase)/Decrease in Other Non-current Assets	(5.42)	(12.69)	(18.11)	(9.33)	(7.14)	(3.31)
Increase/(Decrease) in Trade Payables	13.57	(122.77)	68.05	11.77	180.79	23.28
Increase/(Decrease) in Other Long-Term Liabilities	-	8.37	-	-	-	0.30
Increase/(Decrease) in Other Current Laibilities	295.47	32.51	(251.17)	64.57	329.99	(50.23)
Cash generated from Operations	**169.67**	**(31.73)**	**592.58**	**436.82**	**887.93**	**430.57**
Less: Income Tax Paid	57.91	225.02	280.09	306.32	295.64	198.50
Net Cash flow from Operating Activities (A)	**111.76**	**(256.75)**	**312.49**	**130.50**	**592.29**	**232.08**
CASH FLOW FROM INVESTING ACTIVITIES						
Payment for Purchase of Fixed Assets	(21.80)	(41.92)	(8.45)	(73.54)	(100.64)	(191.32)
Proceeds from Sale of Fixed Assets	0.10	17.10	1.95	8.87	4.05	0.44

Proceeds from Sale/(Payment for Purchase) of Non-Current Investments (Net)	(0.08)	(200.80)	(145.77)	(128.36)	(293.20)	(4.50)
Proceeds from Sale/(Payment for Purchase) of Current Investments	(0.09)	(0.15)	(0.15)	9.92	(11.02)	(0.09)
Proceeds from Sale of Property	-	-	56.72	60.00	-	-
Refund of Share Application Money	-	-	-	8.89	-	-
Increase In FDRs	(73.49)	(43.44)	(8.03)	(11.66)	(36.42)	(22.52)
Interest on FDRs	10.75	14.97	13.94	11.91	8.85	6.04
Interest on Loan	7.10	49.28	3.69	1.21	4.85	1.22
Dividend Income	2.74	2.80	2.80	1.07	0.27	0.09
Net Cash used in Investing Activities (B)	**7.83**	**(202.16)**	**(83.31)**	**(111.69)**	**(423.26)**	**(210.64)**
Proceeds/(Repayment) of Borrowings	23.94	305.26	20.00	(1.63)	(20.87)	63.50
Finance Cost	(34.43)	(11.83)	(7.54)	-	(12.95)	(0.12)
Dividend Paid (Including Dividend Distribution Tax)	(66.92)	(66.92)	(66.73)	(65.58)	(65.58)	(65.14)
Net Cash used in Financing Activities (C)	**(77.41)**	**226.51**	**(54.27)**	**(67.21)**	**(99.40)**	**(1.77)**
Net increase in Cash & Cash Equivalents (A+B+C)	**42.18**	**(232.40)**	**174.91**	**(48.39)**	**69.63**	**19.67**
Opening Cash and Cash Equivalents	**30.21**	**262.61**	**87.70**	**136.09**	**66.46**	**46.79**
Closing Cash and Cash Equivalents	**72.39**	**30.21**	**262.61**	**87.70**	**136.09**	**66.46**

Consolidated Statement of Assets and Liabilities, As Restated

(Rs. in Lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
EQUITY AND LIABILITIES						
Shareholders Funds						
a. Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
b. Reserves & Surplus	2,552.30	3,482.32	3,075.12	2,415.51	1,919.49	955.50
Minority Interest	75.81	315.37	73.14	6.17	1.11	0.99
Non Current Liabilities						
a. Long Term Borrowings	0.25	1,845.36	990.82	41.00	42.88	63.50
b. Other non-current liabilities	8.37	123.47	-	1.00	1.00	1.00
c. Long term provisions	76.30	76.29	61.97	45.60	40.07	36.14
d. Deferred tax Liabilities (Net)	-	-	-	-	0.35	-
Current Liabilities						
a. Short Term Borrowings	390.20	-	-	0.25	1.00	17.80
b. Trade Payables	237.50	881.59	264.75	221.48	270.36	98.42
c. Other Current Liabilities	582.36	556.37	449.19	557.72	472.21	155.49
d. Short Term Provisions	8.46	12.46	28.26	18.03	14.02	12.44
T O T A L	**5,108.60**	**7,349.28**	**4,999.30**	**3,362.81**	**2,818.54**	**1,397.33**
ASSETS						
Non Current Assets						
a. Property, Plant and Equipment: -						
i. Tangible Assets	517.05	562.11	558.90	536.19	527.65	468.55
ii. Intangible Assets (Net)	139.62	1,581.45	127.02	123.82	75.15	67.61
iii. Capital WIP	8.03	896.86	150.02	8.12	-	-
Gross Block	**664.70**	**3,040.42**	**835.94**	**668.13**	**602.80**	**536.16**
Less: Accumulated Depreciation	490.66	707.27	449.59	362.93	230.72	155.61
Net Block	**174.04**	**2,333.15**	**386.35**	**305.20**	**372.08**	**380.55**
b. Non Current Investments	1,302.90	1,488.29	2,164.45	753.33	712.57	0.50
b. Deferred Tax Assets (Net)	42.13	39.78	26.17	13.88	-	1.18
c. Long term Loans & Advances	321.86	265.07	211.78	261.35	163.21	52.43
d. Other Non Current Assets	61.75	54.54	6.18	-	-	-
Current Assets						
a.Current Investments	2.79	2.70	2.56	2.41	12.33	1.32
b. Inventories	75.58	305.18	-	6.28	19.98	-
c. Trade Receivables	1,948.96	2,018.40	1,488.75	1,327.64	969.29	645.23
d. Cash and Cash Equivalents	317.82	438.68	451.08	315.05	264.23	142.96
e. Short Term Loans & Advances	63.31	25.79	9.56	150.07	125.68	49.64
f. Other Current Assets	797.46	377.70	252.42	227.60	179.17	123.52
T O T A L	**5,108.60**	**7,349.28**	**4,999.30**	**3,362.81**	**2,818.54**	**1,397.33**

Consolidated Summary Statement of Profit and Loss, As Restated

(Rs. in Lakh)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
INCOME						
Revenue from Operations	3,444.28	3,300.50	3,736.12	3,844.23	3,312.88	2,297.98
Other Income	86.89	122.18	198.71	21.48	28.26	43.91
Total Income (A)	**3,531.17**	**3,422.68**	**3,934.83**	**3,865.71**	**3,341.14**	**2,341.89**
EXPENDITURE						
(Increase)/ Decrease in Inventories	229.60	(305.18)	6.28	13.70	(19.98)	-
Employee benefit expenses	1,494.57	1,979.50	1,818.31	1,549.58	1,206.17	887.85
Financial costs	48.14	12.66	12.75	3.83	14.82	1.36
Depreciation and amortisation expense	76.88	87.04	88.13	134.84	82.58	61.81
Other Expenses	1,322.96	1,039.09	1,049.01	1,297.15	1,207.09	826.84
Total Expenses (B)	**3,172.15**	**2,813.11**	**2,974.48**	**2,999.10**	**2,490.68**	**1,777.86**
Profit before extraordinary items, Exceptional item and tax (C)	**359.02**	**609.57**	**960.35**	**866.61**	**850.46**	**564.03**
Prior period items (Net)	-	-	-	-	-	-
Profit before exceptional, extraordinary items and tax	**359.02**	**609.57**	**960.35**	**866.61**	**850.46**	**564.03**
Exceptional items	-	-	-	-	-	-
Profit before extraordinary items and tax (D)	**359.02**	**609.57**	**960.35**	**866.61**	**850.46**	**564.03**
Extraordinary items (See Annexure V)	-	-	-	-	5.38	-
Profit before tax (E)	**359.02**	**609.57**	**960.35**	**866.61**	**845.08**	**564.03**
Tax expense :						
(i) Current tax	172.76	245.91	288.93	312.25	308.68	191.82
(ii) Deferred tax	(12.81)	(12.10)	(12.29)	(14.23)	1.52	(1.59)
(iii) MAT Credit	-	(0.05)	(0.64)	1.04	(1.23)	(0.35)
Total Tax Expenses (F)	159.95	233.76	276.00	299.06	308.97	189.88
Profit for the year (G= E - F)	**199.07**	**375.81**	**684.35**	**567.55**	**536.11**	**374.15**
Add: Share of Profit of Associate Company	19.28	24.02	48.39	-	-	-
Elimination of Unrealized Profit on Transactions with Associates during the year	-	-	(3.05)	-	-	-
Less: Share of Profit/(Loss) of Minority	(94.14)	(64.91)	2.28	2.39	(1.47)	0.42
Profit Attributable to Equity Shareholders	**312.49**	**464.74**	**727.41**	**565.16**	**537.58**	**373.73**

Consolidated Summary Statement of Cash Flow, As Restated

(Rs. in Lakh)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
CASH FLOW FROM OPERATING ACTIVITIES						
Net Profit Before Tax	359.03	609.56	960.33	866.61	850.46	564.03
Adjustments for:						
Depreciation	76.88	87.04	88.13	134.84	82.58	61.81
Interest Expenses	34.43	9.50	7.24	-	12.95	0.16
Loss/(Profit) on Sale of Investment	(53.85)	-	(72.05)	-	-	-
Loss/(Profit) on Sale of Properties	-	-	(16.72)	-	-	-
Loss/(Profit) on Sale of Fixed Assets	(0.30)	(2.05)	(1.19)	-	1.77	0.01
Provision for Gratuity (Net of Payments)	1.64	1.44	18.69	8.63	3.62	23.71
Provision for Leave Encashment (Net of Payments)	(1.53)	3.04	5.83	0.94	3.10	-
Provision for Bonus (Net of Payments)	(1.34)	(0.42)	2.08	-	-	-
Provision for doubtful debts	(11.59)	31.27	-	89.80	-	-
Bad Debts Written Off	121.22	2.43	-	1.88	100.55	-
Extraordinary Items	-	-	-	-	(5.38)	-
Dimunition in value of Investment	-	-	-	3.00	-	-
Sundry Balances w/off	7.03	21.49	0.46	1.90	0.44	-
Liabilities written back	-	(8.63)	(81.44)	(3.29)	(17.99)	-
Interest Income	(19.68)	(19.04)	(25.61)	(16.01)	(11.41)	(6.04)
Dividend Income	(0.09)	(0.15)	(0.15)	(1.07)	(0.27)	(0.09)
Operating Profit before Working Capital Changes	**511.85**	**735.48**	**885.61**	**1087.24**	**1020.41**	**643.59**
Adjustments for:						
Decrease/(Increase) in Trade Receivables	(47.22)	(584.85)	(161.57)	(451.92)	(425.07)	(104.45)
Decrease/(Increase) in Inventories	229.60	(305.18)	6.28	13.70	(19.98)	-
Decrease/(Increase) in Short-Term Loans and Advances	(37.51)	(16.24)	140.53	(24.40)	(76.04)	29.03
Decrease/(Increase) in Long-Term Loans and Advances	(56.77)	(53.30)	49.59	(98.15)	(110.77)	(42.08)
(Increase)/Decrease in Other Non-Current Assets	(7.22)	(48.35)	(6.18)	-	-	-
Decrease/(Increase) in Other Current Assets	(551.38)	(117.76)	(28.76)	(8.43)	(41.14)	(85.91)
Increase/(Decrease) in Trades Payables	(644.10)	616.85	43.26	(48.87)	171.94	37.05
Increase/(Decrease) in Long-Term Provisions	-	-	-	-	-	-
Increase/(Decrease) in Short-Term Provisions	-	-	-	-	-	-
Increase in Other Long-Term Liabilities	-	-	-	-	-	0.30
Increase/(Decrease) in Other Non-Current Laibilities	(115.10)	115.10	(1.00)	-	-	-
Increase/(Decrease) in Other Current	26.01	115.77	(27.09)	88.81	334.74	(52.90)

Laibilities						
Cash generated from Operations	**(691.84)**	**457.51**	**900.66**	**557.98**	**854.09**	**424.63**
Less: Income Tax paid	44.60	250.53	284.36	353.84	323.16	150.91
Net Cash flow from Operating Activities (A)	**(736.44)**	**206.99**	**616.30**	**204.13**	**530.92**	**273.72**
CASH FLOW FROM INVESTING ACTIVITIES						
Payment for Purchase of Fixed Assets	(17.09)	(36.50)	(28.11)	(72.30)	(94.12)	(247.57)
Increase in Capital Work-in-Progress	888.84	(746.84)	(141.90)	(8.12)	-	-
Proceeds on Sale of Investments	-	-	-	-	-	-
Proceeds from Sale of Fixed Assets	3.35	17.10	1.95	8.87	2.43	1.02
Increase in Minority Interest	(145.43)	307.15	64.69	2.67	1.59	1.44
Increase in Non- Current Investments	258.52	710.14	(1,293.73)	(43.76)	(252.41)	-
(Increase)/ Decrease in Current Investments	(0.09)	(0.15)	(0.15)	9.92	(11.01)	(0.08)
Increase In FDRs (Net)	(71.00)	(40.24)	5.21	(32.20)	(36.42)	(66.77)
Profit on Sale of Properties	-	-	16.72	-	-	-
Interest Income	19.68	19.04	25.61	16.01	11.41	6.04
Dividend Income	0.09	0.15	0.15	1.07	0.27	0.09
Reversal of Profit/ (Loss) on De-subsidiarisation	1,153.36	(1,265.54)	(0.55)	-	48.14	-
Difference in Deffered Tax	10.46	(1.51)	-	-	-	-
Difference in MAT Credit Entitlements	0.70	-	-	0.53	-	-
Effect of Consolidation	-	-	-	-	-	-
Reversal of Loss	-	-	-	-	-	(0.86)
	-	-	-	-	-	-
Adjustment on account of Consolidation during the year	1,164.52	(1,267.05)	(0.55)	0.53	48.14	(0.86)
Net Cash used in Investing Activities (B)	**2,101.38**	**(1,037.21)**	**(1,350.12)**	**(117.31)**	**(330.12)**	**(306.71)**
CASH FLOW FROM FINANCING ACTIVITIES						
Proceeds/(Repayment) of Borrowings	(1,454.91)	854.54	949.57	(2.63)	(37.42)	81.30
Finance Cost	(34.43)	(9.50)	(7.24)	-	(12.95)	(0.16)
Dividend Paid (Including Dividend Distribution Tax)	(67.46)	(67.46)	(67.26)	(65.58)	(65.58)	(65.14)
Net Cash used in Financing Activities (C)	**(1,556.80)**	**777.58**	**875.07**	**(68.21)**	**(115.95)**	**16.00**
Net increase in Cash & Cash Equivalents (A+B+C)	**(191.86)**	**(52.64)**	**141.25**	**18.62**	**84.85**	**(16.99)**
Opening Cash and Cash Equivalents	**268.26**	**320.90**	**179.66**	**161.04**	**76.19**	**93.17**
Closing Cash and Cash Equivalents	**76.40**	**268.26**	**320.90**	**179.66**	**161.04**	**76.19**

THE ISSUE

Following table summarise the present Issue in terms of this Prospectus:

Details of Equity Shares offered:	
Public Issue	Issue of 4,569,000 Equity Shares having face value of Rs. 10 each at a price of Rs. 41 per Equity Share (including a share premium of Rs. 31 per Equity share) aggregating Rs. 1873.29 lakhs
Of Which	
A) Reserved for the Market Makers	Upto 231,000 Equity Shares having face value of Rs. 10 each for cash at a price of Rs. 41 per Equity Share aggregating Rs. 94.71 Lakhs.
B) Net Issue to the Public	Upto 4,338,000 Equity Shares having face value of Rs. 10 each for cash at a price of Rs. 41 per equity share aggregating Rs. 1778.58 Lakhs.
Of Which	
For Retail Individual Investors	Upto 2,169,000 Equity Shares having face vaue of Rs. 10 each (constituting 50% of the Net Issue to the Public) for cash at a price of Rs. 41 per equity share aggregating Rs. 889.29 Lakhs.
For Individual applicants other than retail individual investors; and Other investors including corporate bodies or institutions, irrespective of the number of Equity Shares applied for.	Upto 2,169,000 Equity Shares having face value of Rs. 41 each for cash at a price of Rs. 41 per equity share aggregating Rs. 889.29 Lakhs.
Pre and Post Issue Equity Shares	
Equity Shares outstanding prior to the Issue	12,770,500 Equity Shares of face value of Rs. 10 each
Equity Shares outstanding after the Issue	17,339,500 Equity Shares of face value of Rs. 10 each
Use of Issue proceeds	
See the section titled "Objects of the Issue" on page 66 of this Prospectus for information about the use of the Issue Proceeds.	

Kindly Note:

Public issue of 4,569,000 Equity Shares of 10.00 each for cash at a price of Rs. 41 per Equity Share of our Company aggregating to Rs. 1873.29 lakhs is being made in terms of Chapter XB of the SEBI (ICDR) Regulations, 2009, as amended from time to time. For further details refer 'Terms of the Issue' on page 279.

The Issue has been authorised by our Board pursuant to a resolution dated November 29, 2017, and by our Equity Shareholders pursuant to a resolution passed at the extraordinary general meeting held on December 05, 2017.

The allocation in the net issue shall be made as per the Regulation 43 (4) of the SEBI (ICDR) Regulations and accordingly under subscription, if any, in any category would be allowed to be met with spill over from any of the other categories, at the sole discretion of the Company, in consultation with the Lead Managers and the Designated Stock Exchange.

GENERAL INFORMATION

Our Company was originally incorporated on September 01, 1992, in the name and style of "Rudrabhishek Enterprises Private Limited" under the provisions of the Companies Act, 1956 with the Registrar of Companies, NCT of Delhi & Haryana. Subsequently, our Company was converted into a public company pursuant to special resolution passed at the Annual General Meeting of our Company held on September 28, 2017 and the name of our Company was changed to "Rudrabhishek Enterprises Limited" and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana. The Corporate Identity Number of our Company is U74899DL1992PLC050142.

For further details of the changes in our name and registered office of our Company, please refer to the section titled "History and Certain Corporate Matters" on page 118 of this Prospectus.

Brief Information of Company and Issue are as follows:

Particulars	Details
Registered Office	820, Antriksha Bhawan, K.G. Marg, New Delhi - 110001 Contact Person: Mr. Vikas Gupta Telephone No-011-23738974 Email: secretarial@replurbanplanners.com Web: www.repl.global
Corporate Office	A-6, Sector 58, Noida, Uttar Pradesh 201301 Telephone No.: 0120 4022333
Date of Incorporation	September 01, 1992
CIN	U74899DL1992PLC050142
Company Category	Company limited by Shares
Registrar of Company	NCT of Delhi & Haryana
Address of the ROC	National Capital of Delhi & Haryana 4th Floor, IFCI Tower, 61, Nehru Place, New Delhi – 110019 Tel No.: 011-26235703, 26235708; Fax No.: 011-26235702 Email: roc.delhi@mca.gov.in
Company Secretary and Compliance Officer	Mr. Vikas Gupta C/o Rudrabhishek Enterprises Limited 820, Antriksha Bhawan, K.G. Marg, New Delhi - 110001 Telephone No: 011- 23738974, 41069500 Email: vikasgupta.cs@replurbanplanners.com Web: www.repl.global
Chief Financial Officer	Mr. Manoj Kumar C/o Rudrabhishek Enterprises Limited 820, Antriksha Bhawan, K.G. Marg, New Delhi - 110001 Telephone No: 011- 23738974, 41069500 Email: manoj.kumar@replurbanplanners.com Web: www.repl.global
Designated Stock Exchange	National Stock Exchange of India Limited (SME Platform) Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai-400051, Maharashtra, India
Issue Programme	Issue Opens On: June 29, 2018 | Issue Closes On: July 05, 2018

BOARD OF DIRECTORS OF OUR COMPANY

Sr. No.	Name	DIN	Designation	Date of Original Appointment
1.	Mr. Pradeep Misra	01386739	Managing Director	01/09/1992
2.	Ms. Richa Misra	00405282	Whole Time Director	26/08/1996
3.	Mr. Jamal Husain Ansari	06641874	Independent Director	25/07/2013
4.	Mr. Tarun Jain	07940978	Independent Director	29/11/2017
5.	Mr. Himanshu Garg	08010105	Independent Director	29/11/2017

For further details of the Board of Directors, please refer to the section titled "Our Management" beginning on page 125 of this Prospectus.

Details of Key Market Intermediaries pertaining to this issue and Our Company

LEAD MANAGERS	
CORPORATE CAPITALVENTURES PRIVATE LIMITED SEBI Registration No.: INM000012276 Address: 160, Lower Ground Floor, Vinoba Puri, Lajpat Nagar – II, New Delhi – 110 024 Tel No.: +91–11–4170 4066 Fax No.: Not Available Email: investors@ccvindia.com Website: www.ccvindia.com Contact Person: Mr. Amit Puri/ Mr. Pankaj Passi CIN: U74140DL2009PTC194657	**KHAMBATTA SECURITIES LIMITED** SEBI Regn. No.: INM000011914 Address: C-42, South Extension Part II, New Delhi-110049 Tel No.: 011-41645051, 41641415 Fax No.: Not Available E-mail: ipo@khambattasecurities.com Website: www.khambattasecurities.com Contact Person: Mr. Vipin Aggarwal CIN: U67120MH1997PLC107524
REGISTRAR TO THE ISSUE	**BANKERS TO THE COMPANY**
SKYLINE FINANCIAL SERVICES PRIVATE LIMITED SEBI Registration No.: INR000003241 Address: D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. Tel No.: +91–11–40450193 - 97 Fax: +91–11–2681 2683 Email: virenr@skylinerta.com Website: www.skylinerta.com Contact Person: Mr. Virendra Rana CIN: U74899DL1995PTC071324	**ICICI BANK** Address: 9A, Phelps Building, Connaught Place, New Delhi-110001 Tel No: 011-7042698572 Fax No: 011-66310410 Email Id: seemant.tripathi@icicibank.com Website:www.icicibank.com Contact Person:Mr. Seemant Tripathi **HDFC BANK** Address: Janpath, 72, Ved Mansion, New Delhi-110001 Tel. No: +91 7428391678 Email Id: hina.dewan@hdfcbank.com Website: www.hdfc.com Contact Person: Ms. Hina Deawan **State Bank of India** Address: 101-102, New Delhi House 27, Barakhamba Road, New Delhi 110001 Tel. No: +91 49995522 Email Id: sbbj10390@sbi.co.in Website: www.onlinesbi.com Contact Person: Ms. Gaurav Arora
STATUTORY AUDITORS OF THE COMPANY (PEER REVIEWED)	**BANKER TO THE ISSUE**
SANJEEV NEERU & ASSOCIATES Address : 202, Mohan Place, L.S.C "C" Block, Saraswati Vihar, Delhi-110034 Tel No: 011-27029108, 27035428 Fax No:011-27035429 Contact Person: Sanjeev Gupta Firm Registration No.: 013350N Membership No.: 090188	**ICICI BANK LIMITED** Address: Capital Market Division, 1st Floor, 122,Mistry Bhawan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai- 400020 Tel No.: 022- 66818932/923/924 Fax No: 022- 22611138 Email: shweta.surana@icicibank.com Website: www.icicibank.com Contact Person: Ms. Shweta Surana SEBI Registration Number- INBI00000004
LEGAL ADVISOR TO THE COMPANY	**MARKET MAKER**
MS. LALITA KUMARI Advocate Supreme Court of India Reg. No. D-607/95 Address : D-39, Dayanand Block, Nirman Vihar, Jain Mandir, Delhi 110092 Mobile No: +91-7011934093 Fax No: Not Available Email Id: corplegaladvisor@gmail.com Contact Person: Ms. Lalita Kumari	**INDO JATALIA SECURITIES PRIVATE LIMITED** CIN: U74899DL1994PTC061476 SEBI Registration No.: INB/INE/INF 231449530 Address: 102, 1st Floor, Jhilmil Metro Complex, Above State Bank of India, Jhilmil, Delhi-110095 Tel No.: 011-22893600/699 Fax: Not available E-mail: info@indojatalia.in, compliance@indojatalia.in Contact Person: Mr. P. K. Jain Website:www.indojatalia.in

Note: *Investors can contact the Compliance Officer and /or the Registrar to the Issue and / or the Lead Managers, in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allocation, credit of allotted shares in the respective beneficiary account or refund orders, etc. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue with a copy to the relevant SCSB giving full details such as name, address of the applicant, number of Equity Shares applied for, Application Amount blocked, ASBA Account number and the designated branch of the relevant SCSB where the Application Form was submitted.*

SELF CERTIFIED SYNDICATE BANKS

The list of banks that have been notified by SEBI to act as the SCSBs for the ASBA process is provided on the website of SEBI at http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries as updated from time to time. For a list of branches of the SCSBs named by the respective SCSBs to receive the ASBA Forms from the Designated Intermediaries and updated from time to time, refer to the above-mentioned link.

REGISTERED BROKERS

The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the website of the Stock Exchange at http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm as updated from time to time.

RTAs

The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the website of the Stock Exchange at http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm as updated from time to time.

Collecting Depository Participants

The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, is provided on the website of the Stock Exchange at http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm as updated from time to time.

NOMINATED INVESTOR

There are no Nominated Investors for this issue.

INTER-SE ALLOCATION OF RESPONSIBILITIES

Below mentioned table set forth the inter-se allocation of responsibilities for various activities between the Corporate CapitalVentures Private Limited (CCVPL) and Khambatta Securities Limited (KSL)

Sr. No.	Activities	Responsibility	Coordinator
1.	Capital restructuring with the relative components and formalities such as type of instruments, etc.	CCVPL, KSL	CCVPL, KSL
2.	Due diligence of the Company's operations/ management/ business plans/ legal, etc. Drafting and design of offer document and of statutory advertisement including memorandum containing salient features of the Prospectus. The Lead Managers shall ensure compliance with stipulated requirements and completion of prescribed formalities with the Stock exchange, RoC and SEBI including finalization of the Prospectus and filing with the RoC.	CCVPL, KSL	CCVPL, KSL
3.	Appointment of Registrar to the issue (RTA), bankers to the Issue, printersand other agencies to the Issue, etc.	CCVPL	CCVPL
4.	Drafting and approval of all publicity material other than statutory advertisement as mentioned above including corporate advertisement, brochure, etc	CCVPL, KSL	CCVPL, KSL
5.	➢ Appointment of advertising agency. ➢ Developing marketing strategy which will cover, inter alia ➢ Formulating marketing strategies, preparation of publicity budget; ➢ Finalising media, marketing and public relations strategy; ➢ Follow-up on distribution of publicity and issue material including form, Prospectus and deciding on the quantum of the issue material.	CCVPL, KSL	CCVPL, KSL

6.	Management of Public Issue Bank account and Refund Bank account and allocation.	CCVPL	CCVPL
7.	Post Issue activities including coordination for non-institutional allocation, coordination with Registrar and Banks, intimation of allocation and instruction to RTA to unblock the funds of unsuccessful applicants, etc. The post issue activities of the issue will involve essential follow up steps, which include finalization of trading and dealing instruments and dispatch of certificates and demat delivery of shares, with the various agencies connected with the work such as Registrar to the Issue, Banker to the Issue and unblocking of ASBA funds, etc. The Lead managers shall be responsible for ensuring that these agencies fulfil their functions and enable them to discharge the responsibility through suitable agreements with the Issuer Company.	CCVPL	CCVPL

CREDIT RATING

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

IPO GRADING

Since the Issue is being made in terms of Chapter XB of the SEBI (ICDR) Regulations, 2009, there is no requirement of appointing an IPO Grading agency.

EXPERTS

Except for the Statement of Tax Benefits dated April 06, 2018 and the Auditors' Report dated June 06, 2018, by Independent Peer Review Certified Auditor M/s Sanjeev Neeru & Associates, the Company has not obtained any expert opinions.

TRUSTEES

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

MONITORING AGENCY

As per Regulation 16(1) of the SEBI (ICDR) Regulations, 2009 the requirement of Monitoring Agency is not mandatory if the Issue size is below Rs. 10,000 Lakh. Since the Issue size is only of Rs. 1873.29 Lakhs, our Company has not appointed any monitoring agency for this Issue.

However, as per the Section 177 of the Companies Act 2013, the audit committee of the Company would be monitoring the utilization of the proceeds of the Issue.

APPRAISER

The project has not been appraised by any external agency and is based upon Management Estimates.

ISSUE PROGRAMME

ISSUE OPENS ON	Friday, June 29, 2018
ISSUE CLOSES ON	Thursday, July 05, 2018

Applications and any revisions to the same will be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time) during the Issue Period at the Application Centres mentioned in the Application Form, or in the case of ASBA Applicants, at the Designated Bank Branches except that on the Issue Closing Date applications will be accepted only between 10.00 a.m. and 3.00 p.m. (Indian Standard Time). Applications will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holidays).

Underwriting Agreement

This Issue is 100% Underwritten. The Underwriting agreement has been entered on May 24, 2018. Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters are several and

are subject to certain conditions specified therein. The Underwriters have indicated their intention to underwrite the following number of specified securities being offered through this Issue:

Name, Address, Telephone, Fax, and Email of the Underwriter	Indicative Number of Equity Shares to be Underwritten*	Amount Underwritten (Rs. in lakh)	Percentage of the Total Issue Size Underwritten
CORPORATE CAPITALVENTURES PRIVATE LIMITED **Regd. Off.:**160 LGF, Vinoba Puri, Lajpat Nagar – II, New Delhi- 110024 **Tel No.:** +91-11-41704066 **E-mail**: info@ccvindia.com	690,000	282.90	15.10
KHAMBATTA SECURITIES LIMITED **Office**: C-42, South Extension Part II, New Delhi-110049 **Tel No.:** 011-41645051, 41641415 **E-mail**: ipo@khambattasecurities.com	3,879,000	1,590.39	84.90

Details of the Market Making Arrangement for this issue

Our Company and the Lead Managers have entered into a tripartite agreement dated May 19, 2018 with the Market Maker, duly registered with SME Platform of National Stock Exchange of India Limited to fulfill the obligations of Market Making:

Name	**Indo Jatalia Securities Private Limited** CIN: U74899DL1994PTC061476
Address	102, 1st Floor, Jhilmil Metro Complex, Above State Bank of India, Jhilmil, Delhi-110095
Tel. No.	011-22893600/699
Email Id	info@indojatalia.in, compliance@indojatalia.in
Website	www.indojatalia.in
Contact Person	Mr. P. K. Jain
SEBI Registration No.	INB/INE/INF 231449530

The Market Maker shall fulfill the applicable obligations and conditions as specified in the SEBI (ICDR) Regulations, and its amendments from time to time and the circulars issued by the NSE and SEBI regarding this matter from time to time.

Details of the Market Making Arrangement for this Issue

Our Company and the Lead Managers have entered into a Tripatite agreement dated May 19, 2018, with the Market Maker as above described to fulfill the obligations of Market Making.

The Market Maker shall fulfill the applicable obligations and conditions as specified in the SEBI (ICDR) Regulations, 2009 and its amendments from time to time and the circulars issued by the NSE and SEBI regarding this matter from time to time.

Following is a summary of the key details pertaining to the Market Making arrangement:

1) The Market Maker(s) (individually or jointly) shall be required to provide a 2-way quote for 75% of the time in a day. The same shall be monitored by the stock exchange. Further, the Market Maker(s) shall inform the exchange in advance for each and every black out period when the quotes are not being offered by the Market Maker(s).

2) The minimum depth of the quote shall be Rs. 100,000. However, the investors with holdings of value less than Rs. 100,000 shall be allowed to offer their holding to the Market Maker(s) (individually or jointly) in that scrip provided that he sells his entire holding in that scrip in one lot along with a declaration to the effect to the selling broker.

3) Execution of the order at the quoted price and quantity must be guaranteed by the Market Maker(s), for the quotes given by him.

4) After a period of three (3) months from the market making period, the market maker would be exempted to provide quote if the Shares of market maker in our Company reaches to 25% of Issue Size (Including the 231,000 Equity Shares out to be allotted under this Issue.) Any Equity Shares allotted to Market Maker under this Issue over and above 231,000 Equity Shares would not be taken in to consideration of computing the threshold of 25% of Issue Size. As soon as the Shares of market maker in our Company reduce to 24% of Issue Size, the market maker will resume providing 2-way quotes.

5) There shall be no exemption/threshold on downside. However, in the event the Market Maker exhausts his inventory through market making process, NSE may intimate the same to SEBI after due verification.

6) There would not be more than five Market Makers for a scrip at any point of time and the Market Makers may compete with other Market Makers for better quotes to the investors.

7) On the first day of the listing, there will be pre-opening session (call auction) and there after the trading will happen as per the equity market hours. The circuits will apply from the first day of the listing on the discovered price during the pre-open call auction.

8) The Market Maker may also be present in the opening call auction, but there is no obligation on him to do so.

9) There will be special circumstances under which the Market Maker may be allowed to withdraw temporarily/fully from the market – for instance due to system problems, any other problems. All controllable reasons require prior approval from the Stock Exchange, while *force-majeure* will be applicable for non controllable reasons. The decision of the Exchange for deciding controllable and non-controllable reasons would be final.

10) The Market Maker(s) shall have the right to terminate said arrangement by giving a one month notice or on mutually acceptable terms to the Lead Managers, who shall then be responsible to appoint a replacement Market Maker(s).

    In case of termination of the above mentioned Market Making agreement prior to the completion of the compulsory Market Making period, it shall be the responsibility of the Lead Managers to arrange for another Market Maker in replacement during the term of the notice period being served by the Market Maker but prior to the date of releasing the existing Market Maker from its duties in order to ensure compliance with the requirements of Regulation 106V of the SEBI (ICDR) Regulations, 2009. Further the company and the Lead Managers reserve the right to appoint other Market Makers either as a replacement of the current Market Maker or as an additional Market Maker subject to the condition that the total number of Designated Market Makers does not exceed five or as specified by the relevant laws and regulations applicable at that particulars point of time. The Market Making Agreement is available for inspection at our registered office from 11.00 a.m. to 5.00 p.m. on working days.

11) **Risk containment measures and monitoring for Market Makers**: NSE SME Exchange will have all margins which are applicable on the NSE Main Board viz., Mark-to-Market, Value-At-Risk (VAR) Margin, Extreme Loss Margin, Special Margins and Base Minimum Capital etc. NSE can impose any other margins as deemed necessary from time-to-time.

12) **Punitive Action in case of default by Market Makers:** NSE SME Exchange will monitor the obligations on a real time basis and punitive action will be initiated for any exceptions and/or non-compliances. Penalties / fines may be imposed by the Exchange on the Market Maker, in case he is not able to provide the desired liquidity in a particular security as per the specified guidelines. These penalties / fines will be set by the Exchange from time to time. The Exchange will impose a penalty on the Market Maker in case he is not present in the market (offering two way quotes) for at least 75% of the time. The nature of the penalty will be monetary as well as suspension in market making activities / trading membership.

    The Department of Surveillance and Supervision of the Exchange would decide and publish the penalties / fines / suspension for any type of misconduct/ manipulation/ other irregularities by the Market Maker from time to time.

13) **Price Band and Spreads:** SEBI Circular bearing reference no: CIR/MRD/DP/ 02/2012 dated January 20, 2012, has laid down that for issue size up to Rs. 250 crores, the applicable price bands for the first day shall be:

i. In case equilibrium price is discovered in the Call Auction, the price band in the normal trading session shall be 5% of the equilibrium price.

ii. In case equilibrium price is not discovered in the Call Auction, the price band in the normal trading session shall be 5% of the issue price.

Additionally, the trading shall take place in TFT segment for first 10 days from commencement of trading. The price band shall be 20% and the market maker spread (difference between the sell and the buy quote) shall be within 10% or as intimated by Exchange from time to time. The call auction is not applicable of those companies, which are listed at SME platform.

14) Pursuant to SEBI Circular number CIR/MRD/DSA/31/2012 dated November 27, 2012, limits on the upper side for market makers during market making process has been made applicable, based on the issue size and as follows:

Issue Size	Buy quote exemption threshold (including mandatory initial inventory of 5% of the Issue Size)	Re-Entry threshold for buy quote (including mandatory initial inventory of 5% of the Issue Size)
Up to Rs. 20 Crore	25%	24%
Rs. 20 Crore to Rs. 50 Crore	20%	19%
Rs. 50 Crore To Rs. 80 Crore	15%	14%
Above Rs. 80 Crore	12%	11%

All the above-mentioned conditions and systems regarding the Market Making Arrangement are subject to change based on changes or additional regulations and guidelines from SEBI and Stock Exchange from time to time.

CAPITAL STRUCTURE OF THE COMPANY

Share capital of our Company as at the date of filing of this Prospectus with NSE is set forth below:

(Rs. in lakhs, except share data)

Sr. No.	Particulars		Aggregate value at face value	Aggregate value at issue price
A.	**Authorized Share Capital**			
	20,000,000 Equity Shares of face value of Rs. 10/- each		2,000.00	-
B.	**Issued, subscribed and paid-up Equity Share Capital before the Issue**			
	12,770,500 Equity Shares of face value of Rs.10/- each		1,277.05	-
C.	**Present issue in terms of this Prospectus**			
	Issue of 4,569,000** Equity Shares having face value of Rs. 10/- each for cash at a price of Rs. 41/- per Equity Share.		456.90	1,873.29
	Which comprises			
	231,000 Equity Shares having face value of Rs. 10.00 each at a price of Rs. 41 per Equity Share reserved as Market Maker portion		23.10	94.71
	Net Issue to the Public of 4,338,000 Equity Shares having face value of Rs. 10.00 each at a price of Rs. 41 per Equity Share		433.80	1,778.58
	Of which			
	2,169,000 Equity Shares having face value of Rs. 10.00 each at a price of Rs. 41 per Equity Share will be available for allocation to Retail Individual Investors up to Rs. 200,000/-		216.90	889.29
	2,169,000 Equity Shares having face value of Rs. 10.00 each at a price of Rs. 41 per Equity Share will be available for allocation to Other than Retail Individual Investors above Rs. 200,000/-		216.90	889.29
D.	**Issued, Subscribed & Paid up Equity capital after the Issue**			
	17,339,500 Equity Shares of Rs. 10/- each		1,733.95	-
E.	**Securities Premium Account**	Before the Issue		400.00
		After the Issue		1,816.39

***The Issue has been authorised by our Board pursuant to a resolution dated November 29, 2017, and by our Equity Shareholders pursuant to a resolution passed at the extraordinary general meeting held on December 05, 2017.*

For further details, please refer to the section titled "Issue Procedure" on page 287 of the Prospectus.

Our Company has no outstanding convertible instruments as on the date of the Prospectus.

Class of Shares

Our Company has only one class of share capital i.e. Equity Shares of Rs.10/- each only. All Equity Shares issued are fully paid up. Our Company does not have any outstanding convertible instruments as on the date of the Prospectus.

Notes to the Capital Structure

1. Details of increase in Authorised Share Capital:

The details of increase and change in authorized share capital of our Company after the date of incorporation till filling of the Prospectus with NSE is as follows:

Date of change	Nature of increase /change	Number of Shares	Face Value	Nature of Instrument	Cumulative authorized Share Capital (In Rs.)
Incorporation	Initial Capital	150,000	10	Equity	1,500,000
June 30, 2007	Increase in Authorized Share Capital (Increase in Equity Share Capital from Rs. 15 Lakh to Rs. 100 Lakh divided into 10 Lakh Equity Shares of Rs.10 each)	850,000	10	Equity	10,000,000
September28, 2017	Increase in Authorized Share Capital (Increase in Equity Share Capital from Rs.100 Lakh to Rs.1700 Lakh divided into 170 Lakh Equity Shares of Rs. 10 each)	16,000,000	10	Equity	170,000,000
March 08, 2018	Increase in Authorized Share Capital (Increase in Equity Share Capital from Rs.1700 Lakh to Rs.2000 Lakh divided into 200 Lakh Equity Shares of Rs. 10 each)	3,000,000	10	Equity	200,000,000

2. History of Issued and Paid Up Share Capital of our Company

Date of allotment	Number of equity shares Allotted	Face value	Issue price	Nature of consideration (Cash, other than Cash, Bonus)	Nature of allotment/ Transaction	Cumulative Number of Equity Shares	Cumulative Paid up Equity share Capital	Cumulative
		In Rs.	In Rs.				In Rs.	Share Premium (In Rs.)
September 01, 1992 (On Incorporation)	200	10	-	Cash	Subscriber to MOA[(i)]	200	2,000	-
October 15, 2001	21,700	10	10	Cash	Further Allotment[(ii)]	21,900	219,000	-
October 30, 2006	108,600	10	10	Cash	Further Allotment[(iii)]	130,500	1,305,000	-
June 30, 2007	160,000	10	10	Cash	Further Allotment[(iv)]	290,500	2,905,000	-
December 12, 2011	270,000	10	10	Cash	Preferential Allotment[(v)]	560,500	5,605,000	-
September 28, 2017	11,210,000	10	-	Other than Cash	Bonus Issue[(vi)]	11,770,500	117,705,000	-
January 29, 2018	1,000,000	10	50	Cash	Private Placement[(vii)]	12,770,500	127,705,000	40,000,000

(i) Initial Subscribers to Memorandum of Association hold 200 Equity Shares each of face value of Rs. 10/- fully paid up as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Mr. Pradeep Misra	100
2.	Ms. Tulika Misra	100
	Total	**200**

(ii) Further on 15.10.2001 Allotment of 21,700 Equity Shares of Face Value & issue price of Rs. 10/- each at a Issue Price of Rs. 10/- per shares as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1	Mr. Pradeep Misra	4,900
2	Ms. Richa Misra	2,000
3	Mr. Jagan Nath Misra	4,800
4	Kahtura Finvest Pvt Ltd	10,000
	Total	**21,700**

(iii) Further on 30.10.2006 allotment of 1,08,600 Equity Shares of Face Value of Rs. 10/- each at a Issue Price of Rs. 10/- per shares as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Mr. Pradeep Misra	80,100
2.	Ms. Richa Misra	28,500
	Total	**108,600**

(iv) Further on 30.06.2007 allotment of 160,000 Equity Shares of Face Value of Rs. 10/- each at a Issue Price of Rs. 10/- per shares as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Mr. Pradeep Misra	100,000
2.	Kahtura Milk & Agro Products Pvt. Ltd.	60,000
	Total	**160,000**

(v) Further on 12.12.2011 allotment of 270,000 Equity Shares of Face Value of Rs. 10/- each at a Issue Price of Rs. 10/- per shares as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Mr. Pradeep Misra	270,000
	Total	**270,000**

(vi) Further on 28.09.2017 Company allotted 11,210,000 Equity Shares as Bonus issue in the ration of 20:1 with Face Value of Rs. 10/- each as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1	Mr. Pradeep Misra	9,192,000
2	Ms. Richa Misra	810,000
3	Kahtura Milk & Agro Products Pvt. Ltd.	1,200,000
4	Mr. Prajjwal Misra	2,000
5	Ms. Shruti Misra	2,000
6	Ms. Sarla Sharma	2,000
7	Pradeep Misra (HUF)	2,000
	Total	**11,210,000**

(vii) Further on 29.01.2018 allotment of 1,000,000 Equity Shares of Face Value of Rs. 10/- each at a Issue Price of Rs. 50/- per shares as per the details given below:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Mr. Rick Earley	1,000,000
	Total	**1,000,000**

3. We have not issued any equity shares for Consideration other than Cash except as mentioned below:

Date of Allotment	Face Value	Issue Price	Reasons for Allotment	Benefit accrued to the Company	Allottees	No. of Shares Allotted
28.09.2017	10	NA	Equity shares allotted as bonus shares to all existing shareholders as twenty (20) equity shares against one (1) equity share	Capitalization of reserves	Mr. Pradeep Misra	9,192,000
					Ms. Richa Misra	810,000
					Kahtura Milk & Agro Products Pvt. Ltd.	1,200,000
					Mr. Prajjwal Misra	2,000
					Ms. Shruti Misra	2,000
					Ms. Sarla Sharma	2,000
					Pradeep Misra HUF	2,000

4. We have not issued any Equity Shares out of revaluation reserves or in terms of any scheme approved under Sections 391- 394 of the Companies Act 1956 or Section 230-234 of Companies Act, 2013.

5. We have not issued any equity shares in last one year at price below Issue Price except as follows:

Date of Allotment	Number of Equity Shares Allotted	Face Value	Issue Price	Reasons for Allotment	Allottees	No. of Shares Allotted
28.09.2017	11,210,000	10	Nil	Bonus Issue of Equity Shares in the ratio of 20:1	Mr. Pradeep Misra	9,192,000
					Ms. Richa Misra	810,000
					Kahtura Milk & Agro Products Pvt. Ltd.	1,200,000
					Mr. Prajjwal Misra	2,000
					Ms. Shruti Misra	2,000
					Ms. Sarla Sharma	2,000
					Pradeep Misra (HUF)	2,000

6. At present we do not have any proposals or intentions, negotiations and considerations to alter the capital structure by way of split or consolidation of the denomination of the shares, or issue of Equity Shares on a preferential basis or issue of bonus or rights or further public issue of Equity Shares or qualified institutions placement, within a period of six months from the date of opening of the present issue.

7. Details of Shareholding of the Promoters

Date of Allotment/ Acquisition	Nature of Issue & reason for allotment	No. of Equity Shares	Face Value (Rs.)	Issue/ acquisition Price (Rs.)	Consideration	% of Pre Issue capital	% of Post Issue capital	No. of Pledged shares	% of Pledged shares to Total Pre issue Holding
Mr. Pradeep Misra									
01-09-92	Equity Shares on Incorporation	100	10	10	Cash	0.001	0.001	0	0.00
15-10-01	Equity Shares by way of preferential issue	4900	10	10	Cash	0.038	0.028	0	0.00
15-03-02	Equity Shares transferred from Tulika Misra	100	10	10	Cash	0.001	0.001	0	0.00
15-03-06	Equity Shares transferred from Mr. Jagan Nath Misra	4800	10	10	Cash	0.038	0.028	0	0.00
30-10-06	Equity Shares by way of preferential issue	80100	10	10	Cash	0.627	0.462	0	0.00
30-06-07	Equity Shares by way of preferential issue	100000	10	10	Cash	0.783	0.577	0	0.00
12-12-11	Equity Shares by way of preferential issue	270000	10	10	Cash	2.114	1.557	0	0.00
03-08-17	Equity Shares transferred to Mr. Prajjwal Misra as gift	(100)	10	NA	NA	-0.001	-0.001	0	0.00
03-08-17	Equity Shares transferred to Ms. Shruti Misra as gift	(100)	10	NA	NA	-0.001	-0.001	0	0.00
03-08-17	Equity Shares transferred to Ms. Sarla Sharma	(100)	10	451	Cash	-0.001	-0.001	0	0.00
03-08-17	Equity Shares transferred to Pradeep Misra HUF	(100)	10	451	Cash	-0.001	-0.001	0	0.00
28-09-17	Equity Shares allotted as bonus issue	9192000	10	NA	NA	71.978	53.012	0	0.00
Total Shareholding		**9651600**				**75.577**	**55.663**	**0**	**0.00**

Date of Allotment/ Acquisition	Nature of Issue & reason for allotment	No. of Equity Shares	Face Value (Rs.)	Issue/ acquisition Price (Rs.)	Consideration	% of Pre Issue capital	% of Post Issue capital	No. of Pledged shares	% of Pledged shares to Total Pre issue Holding
Ms. Richa Misra									
15-10-01	Equity Shares by way of preferential issue	2000	10	10	Cash	0.02	0.01	0	0.00
30-10-06	Equity Shares by way of preferential issue	28500	10	10	Cash	0.22	0.16	0	0.00
28-03-17	Equity Shares transferred from K. M. Business Consultants Pvt. Ltd.	10000	10	440.88	Cash	0.08	0.06	0	0.00
28-09-17	Equity Shares Allotted as Bonus Shares	810000	10	NA	NA	6.34	4.67	0	0.00
Total Shareholding		**850500**				**6.66**	**4.99**	**0**	**0.00**

8. **The average cost of acquisition of or subscription to Equity Shares by our Promoter is set forth in the table below:**

Name of the Promoters	No. of Equity Shares held	Average cost of acquisition (in Rs.)
Mr. Pradeep Misra	9,651,600	0.48
Ms. Richa Misra	850,500	5.54

9. **The shareholding pattern of our Promoter and Promoter Group Pre & Post Issue:**

Sr. No.	Name of share holder	Pre issue		Post issue	
		No. of equity shares	As a % of Issued Capital	No. of equity shares	As a % of Issued Capital
A.	**Promoters**				
1.	Mr. Pradeep Misra	9,651,600	75.58	9651,600	55.66
2.	Ms. Richa Misra	850,500	6.66	850,500	4.90
	Total - A	**10,502,100**	**82.24**	**10,502,100**	**60.57**
B.	**Promoter Group**				
3.	Kahtura Milk & Agro Products Pvt. Ltd.	1,260,000	9.87	1,260,000	7.27
4.	Mr. Prajjwal Misra	2,100	0.02	2,100	0.01
5.	Ms. Sarla Sharma	2,100	0.02	2,100	0.01
6.	Ms. Shruti Misra	2,100	0.02	2,100	0.01
7.	Pradeep Misra (HUF)	2,100	0.02	2,100	0.01
	Total – B	**1,268,400**	**9.93**	**1,268,400**	**7.32**
Total Promoters and Promoter Group (A+B)		**11,770,500**	**92.17**	**11,770,500**	**67.88**

10. There has been no acquisition/sale/transfer of the Equity Shares by the Promoter Group and/or the Directors of the Company which is a Promoter of the Issuer and/or by the Directors of The Issuer and their immediate relatives within six months immediately preceding the date of filing Prospectus with the NSE.

11. **Details of all financing arrangements whereby the Promoter Group, the Directors of the Company which is a Promoter of The Issuer, the Directors of The Issuer and their relatives have financed the purchase by any other person of securities of The Issuer other than in the normal course of the business of the financing entity during the period of six months immediately preceding the date of this Prospectus.**

NIL

12. **Promoters' Contribution**

Pursuant to Regulation 32 and 36 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, an aggregate of 20% of the fully diluted post-Issue paid up capital of our Company held by the Promoters shall be locked in for a period of three years from the date of Allotment of Equity Shares in the Issue.

The Promoter contribution that will be locked in for three years is as follows.

The following shares that make up 20% of the post issue capital shall be locked in for a period of 3 years from the date of allotment of Equity Shares pursuant to the proposed issue. The balance shareholding of the Promoters shall be put under a lock-in of 1 year.

Date of Allotment/ Acquisition	Nature of acquisition (Allotment/ Acquired/ transfer)	Nature of Consideration (Cash/Other than Cash)	No. of Equity Shares	Face Value (Rs.)	Issue/ acquisition Price Rs.)	Percentage of Post Issue capital	Date upto which the Equity Shares are subject to Lock-in
Mr. Pradeep Misra							
28/09/2017	Bonus Issue	Other than Cash	3,467,900	10	Nil	20.00	3 Year from the date of allotment
Total			**3,467,900**	**10**	**Nil**	**20.00**	

The minimum Promoters' contribution has been brought to the extent of not less than the specified minimum lot and from the persons defined as Promoters under the SEBI (ICDR) Regulations, 2009. The Company has obtained specific written consent from the Promoters and Promoters Group for inclusion of the Equity Shares held by them in the minimum Promoters' contribution subject to lock-in. Further, the Promoters have given an undertaking to the effect that they shall not sell/transfer/dispose of in any manner, Equity Shares forming part of the minimum Promoters' contribution from the date of filing this Prospectus till the date of commencement of lock-in as per the SEBI (ICDR) Regulations. 2009.

Equity Shares held by the Promoters and offered as minimum Promoters' contribution are free from pledge.

- All the Equity Shares of promoters and Promoters Group which have been locked-in are eligible for computation of Promoters' contribution under Regulation 33 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- The entire share capital outstanding as on the date of filing of Prospectus except minimum Promoters' contribution which has been locked in for three years as shown above would be locked in for one year from the date of allotment in the Issue.
- In terms with Regulation 36 (b) of the SEBI (ICDR) Regulations, 2009, if the Promoters' contribution in the proposed issue exceeds the required minimum contribution (of 20% of the post issue capital), such excess contribution shall also be locked in for a period of One year.
- The Promoters have given their consent for lock in as stated above. The entire pre-issue capital, other than the minimum Promoters contribution which is locked in for three years, shall be locked in for a period of one year. The lock-in shall start from the date of allotment in the Issue and the last date of the lock-in shall be reckoned as three years from the date of allotment in the Issue.
- In terms of Regulation 39 of the SEBI (ICDR) Regulations, 2009, Equity Shares held by promoters and locked-in may be pledged with any scheduled commercial bank or public financial institution as collateral security for loan granted by such bank or institution, subject to the following:

(a) if the Equity Shares are locked-in in terms of clause (a) of regulation 36, the loan has been granted by such bank or institution for the purpose of financing one or more of the objects of the issue and pledge of Equity Shares is one of the terms of sanction of the loan;

(b) if the Equity Shares are locked-in in terms of clause (b) of regulation 36 and the pledge of Equity Shares is one of the terms of sanction of the loan.

In terms of Regulation 40 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, subject to the provisions of Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011, the Equity Shares held by promoters and locked-in as per regulation 36 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 may be transferred to another promoter or any person of the promoter group or a new promoter or a person in control of the issuer and the Equity Share held by persons other than promoters and locked-in as per regulation 37 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 may be transferred to any other person holding the Equity Shares which are locked-in along with the Equity Shares proposed to be transferred, provided that lock-in on such Equity Shares shall continue for the remaining period with the transferee and such transferee shall not be eligible to transfer them till the lock-in period stipulated in these regulations has expired.

13. Buy-back and Standby arrangements

    The Company, it's Promoters and Promoters Group, its Directors and the Lead Managers have not entered into any buy back arrangements for purchase of the Equity Shares of the Company from any person.

14. An over-subscription to the extent of 10% of the Issue can be retained for the purpose of rounding off while finalizing the basis of allotment to the nearest integer during finalizing the allotment, subject to minimum allotment lot. Consequently, the actual allotment may go up by a maximum of 10% of the Issue, as a result of which, the post issue paid up capital after the Issue would also increase by the excess amount of allotment so made. In such an event, the Equity Shares held by the Promoters and subject to lock-in shall be suitably increased to ensure that 20% of the post issue paid-up capital is locked-in.

15. All the Equity Shares offered through the issue shall be fully paid-up.

16. The unsubscribed portion in any reserved category may be added to any other reserved category.

17. In case of under-subscription if any, in any category, shall be met with spill-over from any other category or combination of categories at the discretion of our Company, in consultation with the Lead Managers and National Stock Exchange of India Limited.

13. Shareholding Pattern of our Company:

The shareholding pattern of our Company as on date of this Prospectus is given here below:

i. Summary of Shareholding Pattern

Category (I)	Category of shareholder (II)	No. of shareholders (III)	No of fully paid-up equity shares held (IV)	No of Partly paid-up equity shares held (V)	No of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C)	Number of Voting Rights held in each class of securities (IX)				No of shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)=(VII)+(X) As a % of (A+B+C)	Number of Locked in shares (XII)		Number of shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class eg: X	Class eg: Y	Tota								
(A)	Promoter & Promoter Group	7	11770500	0	0	11770500	92.17	11770500	0	11770500	92.17	0	92.17	0	0	0	0	11770500
(B)	Public	1	1000000	0	0	1000000	7.83	1000000	0	1000000	7.83	0	7.83	0	0	0	0	1000000
(C)	Non Promoter-Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C1)	Shares underlying DRs	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C2)	Shares held by Employee Trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
		8	**12770500**	**0**	**0**	**12770500**	**100.00**	**12770500**	**0**	**12770500**	**100.00**	**0**	**100.00**	**0**	**0**	**0**	**0**	**12770500**

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

Our Company will file the shareholding pattern of our Company, in the form prescribed under Regulation 31 of the SEBI (LODR) Regulations, 2015 one day prior to the listing of the equity shares. The shareholding pattern will be uploaded on the website of National Stock Exchange of India Limited before commencement of trading of such Equity Shares.

14. Shareholding of persons belonging to the category "Public" and holding more than one percent of our Equity Shares as on the date of this Prospectus:

Name of Shareholders	Pre issue		Post Issue	
	Number of shares	% of Total paid up Equity Share Capital	Number of shares	% of Total paid up Equity Share Capital
Mr. Rick Earley	1,000,000	7.83	1,000,000	5.77
Total	**1,000,000**	**7.83**	**1,000,000**	**5.77**

15. A list of top eight*(8) shareholders of the Company and the number of Equity Shares held by them is as under:

a.) As on the date of the Prospectus

Name of Shareholders	Number of shares	% of Total paid up Equity Share Capital
Mr. Pradeep Misra	9,651,600	75.58
Kahtura Milk & Agro Products Pvt. Ltd	1,260,000	9.87
Mr. Rick Earley	1,000,000	7.83
Ms. Richa Misra	850,500	6.66
Mr. Prajjwal Misra	2,100	0.02
Ms. Shruti Misra	2,100	0.02
Ms. Sarla Sharma	2,100	0.02
Pradeep Misra HUF	2,100	0.02
Total	**12,770,500**	**100.00**

**As on the date of this Prospectus Company has eight shareholders.*

b.) The top eight*(8) shareholders of our Companyas on ten days prior to the date of this Prospectus

Name of Shareholders	Number of shares	% of Total paid up Equity Share Capital
Mr. Pradeep Misra	9,651,600	75.78
Kahtura Milk & Agro Products Pvt. Ltd	1,260,000	9.87
Mr. Rick Earley	1,000,000	7.83
Ms. Richa Misra	850,500	6.66
Mr. Prajjwal Misra	2,100	0.02
Ms. Shruti Misra	2,100	0.02
Ms. Sarla Sharma	2,100	0.02
Pradeep Misra HUF	2,100	0.02
Total	**12,770,500**	**100.00**

**As on ten days prior to the filing of this Prospectus company had eight shareholders.*

c.) The top *four (4) shareholders of our Companyas on Two years prior to the date of this Prospectus

Name of Shareholders	Number of shares	% of Total paid up Equity Share Capital
Mr. Pradeep Misra	460,000	82.07
Ms. Richa Misra	30,500	5.44
Kahtura Milk & Agro Products Pvt. Ltd	60,000	10.70
K. M. Business Consultants Pvt. Ltd.	10,000	1.78
Total	**560,500**	**100.00**

**As on two years prior to the filing of this Prospectus company had four shareholders.*

16. The details of shareholding, if any, of the Lead Managers and their associates in the Company. Nil

17. There are no options granted or equity shares issued under any scheme of employee stock option or employee stock purchase of the Company. However, the members of the Company have passed resolution for approval of Scheme of Employee Stock Purchase scheme on December 05, 2017.

18. The Company has not raised any bridge loan against the proceeds of the Issue.

19. As on the date of filing the Prospectus with NSE, there are no outstanding financial instruments or any other right, which would entitle the Promoters or shareholders or any other person any option to receive equity shares after the Issue. The Company does not have any shares to be allotted, which are outstanding under ESOPs.

20. We have not issued any Equity Shares out of revaluation reserve or reserves without accrual of cash resources.

21. At any given point of time there shall be only one denomination of Equity Shares of our Company, unless otherwise permitted by law. The Company shall comply with such disclosures and accounting norms specified by SEBI from time to time.

22. An Applicant cannot make an application for more than the number of Equity Shares offered through the Issue, subject to the maximum limit of investment prescribed under relevant laws applicable to each category of investor.

23. None of our Promoters or the members of our Promoter Group will participate in the Issue.

24. As on the date of filing of this Prospectus, there are no outstanding warrants, options or rights to convert debentures, loans or other financial instruments into our Equity Shares.

25. There are no safety net arrangements for this public issue.

26. Our Company has eight shareholders as on the date of this Prospectus.

27. The Company, the Directors, the Promoters or the Promoter Group shall not make any, direct or indirect, payments, discounts, commissions or allowances under this Issue, except as disclosed in this Prospectus.

28. The Equity Shares held by the Promoters are not subject to any pledge.

29. None of the Directors or key managerial personnel holds Equity Shares in the Company except as stated in the section titled "Our Management" on page 125 of this Prospectus.

30. As per the RBI regulations, OCBs are not allowed to participate in the Issue.

SECTION IV – PARTICULARS OF THE ISSUE

OBJECTS OF THE ISSUE

A) OBJECTS OF THE ISSUE

The net proceeds of the Issue, after deducting the underwriting and issue management fees, selling commission and other expenses associated with the Issue (the "**Net Proceeds of the Issue**") are proposed to be utilised by the Company for the following objects:

1. To raise funds for long term working capital requiredfor the Business of the Company;
2. General Corporate Purpose and
3. To meet the expenses of the issue.

B) FUND REQUIREMENT

The fund requirement and deployment are based upon Management estimates:

S. No.	Particulars	Amount (Rs. in Lakhs)
1.	To raise funds for meeting long term working capital requirements	1354.33
2.	General Corporate Purposes	356.96
3.	To meet the expenses of the issue	162.00
	Total	**1873.29**

The Objects Clause of the Memorandum and Articles of Association of the Company enable it to undertake the activities for which the funds are to be raised in the present Issue. Further, it is confirmed that the activities, which the company has been carrying out until now is in accordance with the object clause of Memorandum and Articles of Association of the Company.

1) DETAILED FUND REQUIREMENT FOR ADDITIONAL LONG TERM WORKING CAPITAL

Our Company will utilise net proceeds of the Issue to meet its additional long-term working capital requirements. The details of the same are as under:

(Rs. in Lakhs)

Particulars	FY 2016-17	FY 2017-18 Estimated	FY 2018-19 Estimated
Current Assets			
Current Investment	2.70	2.79	0.00
Inventories	238.34	275.00	340.00
Trade Receivables	1573.29	2620.49	4425.42
Cash and cash Equivalent	196.54	30.35	57.66
Short Term Loans & Advances	11.84	8.57	10.28
Other Current Assets	234.62	529.98	1237.03
Total current assets	**2257.32**	**3467.18**	**6070.39**
Less :			
Short Term Borrowing	-	97.34	-
Creditors/Trade Payables	231.68	123.64	148.39
Other current liabilities	297.52	638.25	267.82
Short Term Provisions	8.72	224.88	422.86
Total current liabilities	**537.92**	**1084.11**	**839.06**
Net working capital requirement	**1719.40**	**2383.07**	**5231.33**

Additional Working Capital Requirement		**663.67**	**2848.26**
Funding Pattern			
Internal Accurals/Share Capital/ Borrowings	1719.40	663.67	1493.93
Proposed to be funded from proposed IPO towards margin for working capital	-	-	1354.33
Total	**1719.40**	**663.67**	**2848.26**

Assumptions

The total working capital requirement for the year 2018-19 is estimated to be Rs. 2,848.26 Lakhs. The incremental working capital requirement will be met through the Net Proceeds to the extent of Rs. 1,354.33 Lakhs and the balance portion will be met through Internal Accurals/Share Capital/ Borrowings.

The above working capital estimates are based on the following assumptions on an estimated sales figure of Rs. 3849.52 Lakh during the FY 2017-18 and Rs. 6500.00 Lakh for financial Year 2018-19 as the company is on business expansion spree.

Holding Period

Period in Months

Particulars	**FY 2016-17**	**FY 2017-18**	**FY 2018-19**
Inventories	0.81	1.27	0.90
Trade Receivables	6.48	6.63	6.59
Trade Payable	6.49	1.47	0.84

Justification for "Holding Period" levels

The justifications for the holding levels mentioned in the table above are provided below:

Current Assets	
Inventories	We have Inventories of 0.81 & 1.27 months for Financial Year 2016-2017 and 2017-2018 which shall be of 0.98 month for financial year 2018-2019 after achieving better inventory management.
Trade Receivables	Our Company currently has Trade Receivable for 6.48 months which shall be 6.59 on increased scale of business operations.
Current Liabilities	
Trade paybles	Our trade paybles based on restated financial statements was 6.49 months for the Fiscal 2017. Going forward we have estimated trade payable level of 1.01 and 0.91 month for the fiscal 2017-18 and 2018-19, as we expect to prune our creditors days by infusing funds towards working capital from the net Offer proceeds.

(2) GENERAL CORPORATE PURPOSE

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 25% of the Net Proceeds, in compliance with the SEBI ICDR Regulations. Our Company intends to deploy the balance Net Proceeds, if any, for general corporate purposes, subject to above mentioned limit, as may be approved by our management, including but not restricted to, the following:

(i) Strategic initiatives

(ii) Brand building and strengthening of marketing activities; and

(iii) Ongoing general corporate exigencies or any other purposes as approved by the Board subject to compliance with the necessary regulatory provisions.

The quantum of utilization of funds towards each of the above purposes will be determined by our Board of Directors based on the permissible amount actually available under the head —General Corporate Purposesand the business requirements of our Company, from time to time. We, in accordance with the policies of our Board, will have flexibility in utilizing the Net Proceeds for general corporate purposes, as mentioned above.

TO MEET THE EXPENSES OF THE ISSUE

The expenses of this Issue include, among others, underwriting and management fees, selling commission, printing and distribution expenses, legal fees, statutory advertisement expenses and listing fees. The estimated expenses of the Issue are as follows:

Activity	Expense (in Lakhs)	Expenses (% of total Issue Expenses)	Expenses (% of the Gross Issue Proceeds)
Payment to Merchant Banker, market making fees, selling commissions, Underwriting, SCSB commissions, brokerages, payment to other intermediaries such as Legal Advisors, Registrars, Bankers, etc. and other out of pocket expenses	120.00	74.07	6.41
Advertisement and Marketing expenses	31.00	19.14	1.65
Printing and Stationery (including courier and transportation charges)	5.00	3.09	0.27
Others (Processing fees, listing fee, Corporate Action charges etc)	6.00	3.70	0.32
Total Estimated Issue expenses	**162.00**	**100.00**	**8.65**

C) MEANS OF FINANCE

The working capital requirements under our Objects will be met through the Net Proceeds to the extent of Rs. 1354.33 lakhs and internal accruals as provided for below:

Rs. in Lakhs

S. No.	Particulars	Amount Required	IPO Proceeds	Internal Accruals
1.	Working Capital Requirements of the Company	2848.26	1354.33	1493.93

Accordingly, we confirm that we are in compliance with the requirement to make firm arrangements of finance under Regulation 4(2) (g) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Net Proceeds and existing identifiable internal accruals.

D) APPRAISAL

None of the objects for which Net Proceeds will be utilized have been financially appraised and the estimates of the costs of projects mentioned above are based on internal estimates of the Company.

E) SCHEDULE OF IMPLEMENTATION

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

Rs. in Lakhs

S. No.	Particulars	Amount to be funded from Net Proceeds	Estimated Utilisation of Net Proceeds (Financial Year 2018-19)
1.	Funding long term working capital requirement	1354.33	1354.33
2.	General Corporate Purpose	356.96	356.96
3.	Issue Expenses	162.00	162.00

To the extent our Company is unable to utilise any portion of the Net Proceeds towards the Objects, as per the estimated schedule of deployment specified above, our Company shall deploy the Net Proceeds in the subsequent Financial Years towards the Objects.

F) DEPLOYMENT OF FUNDS

The Company has received the Sources and Deployment Funds Certificate dated May 19, 2018 from M/s. Sanjeev Neeru and Associates, Chartered Accountants. The certificate states that the Company has deployed amounts aggregating Rs. 11.25 Lakh. Details of the deployment of funds as on May 18, 2018, as per the certificate are as follows:

Deployment of Funds	Total Fund Required	Amount Incurred (Rs. In Lakhs)	Source of Fund	Balance deployment during FY 2018-19
Working Capital Requirement	1354.33	-	-	1354.33
General Corporate Purpose	356.96	-	-	356.96
Issue Expenses	162.00	11.25	Internal Accurals	150.75
Total	**1873.29**	**11.25**		**1862.04**

G) BRIDGE FINANCING FACILITIES

We have not entered into any bridge finance arrangements that will be repaid from the Net Issue Proceeds.

H) INTERIM USE OF FUNDS

Pending utilization of the Issue Proceeds for the Objects of the Issue described above, our Company shall deposit the funds only in Scheduled Commercial Banks included in the Second Schedule of Reserve Bank of India Act, 1934.

In accordance with Section 27 of the Companies Act, 2013, our Company confirms that, pending utilisation of the proceeds of the Issue as described above, it shall not use the funds from the Issue Proceeds for any investment in equity and/or real estate products and/or equity linked and/or real estate linked products

I) MONITORING OF UTILIZATION OF FUNDS

As the size of the Issue does not exceed Rs. 10,000 Lakhs, in terms of Regulation 16 of the SEBI

Regulations, our Company is not required to appoint a monitoring agency for the purposes of this Issue. Our Board and Audit Committee shall monitor the utilization of the Net Proceeds.

Pursuant to Regulation 32 of the Listing Regulations, our Company shall on a half yearly basis disclose to the Audit Committee the uses and application of the Issue Proceeds. Until such time as any part of the Issue Proceeds remains unutilized, our Company will disclose the utilization of the Issue under separate heads in our Company's balance sheet (S) clearly specifying the amount of and purpose for which Issue Proceeds have been utilized so far, and details of amounts out of the Issue Proceeds that have not been utilized so far, also indicating interim investments, if any, of such unutilized Issue Proceeds.

In the event that our Company is unable to utilize the entire amount that we have currently estimated for use out of the Issue Proceeds in a Fiscal Year, we will utilize such unutilized amount in the next financial year. Further, in accordance with Regulation 32(1) (a) of the Listing Regulations our Company shall furnish to the Stock Exchanges on a half yearly basis, a statement indicating material deviations, if any, in the utilization of the Issue Proceeds for the objects stated in this Prospectus.

J) VARIATION IN OBJECTS

In accordance with Section 13(8) and Section 27 of the Companies Act, 2013 and applicable rules, our Company shall not vary the objects of the Issue without our Company being authorised to do so by the Shareholders by way of a special resolution through postal ballot. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution (the —Postal Ballot Notice‖) shall specify the prescribed details as required under the Companies Act and applicable rules. The Postal Ballot Notice shall simultaneously be published in the newspapers, one in English and one in the vernacular language of the jurisdiction where the Registered Office is situated. Our Promoters or controlling Shareholders will be required to provide an exit opportunity to such Shareholders who do not agree to the proposal to vary the objects, at such price, and in such manner, as may be prescribed by SEBI, in this regard.

K) OTHER CONFIRMATIONS

No part of the issue proceeds will be paid as consideration to promoters, directors, key managerial personnel, associates or group companies except in the normal course of business and as disclosed in the sections titled 'Our Promoters & Promoters Group' and 'Our Management' as mentioned on page nos. 140 and 125 of this Prospectus.

BASIS FOR ISSUE PRICE

The Issue Price has been determined by our Company in consultation with the Lead Managers on the basis of the key business strengths. The face value of the Equity Shares is Rs.10.00 and Issue Price is Rs. 41.00 per Equity Share and 4.1 times of the face value.

Investors should also refer to the sections titled "Business Overview", "Risk Factors" and "Financial Information" on page 85, 12, and 178 respectively of this Prospectus, to have an informed view before making an investment decision.

Qualitative Factors

We believe that our business strengths listed below enable us to remain competitive in the businesses:

- Experienced and skilled management team and a motivated and efficient work force.
- Wide range of services.
- We have a large marketing and service network
- Quality assurance

For detail on qualitative factors pertaining to the pricing of this issue, please refer to "Business Overview" on page 85 of this Prospectus.

Quantitative factors

1. Earnings Per Share (EPS) and Diluted Earnings Per Share, Pre Issue, for last three years (as Adjusted for change in capital) on Standalone and Consolidated Basis*

On the basis of Standalone Financial Statement

Financial Year	Basic & Diluted EPS	Weights
2016-17	3.51	3
2015-16	4.49	2
2014-15	3.98	1
Weighted Average EPS		3.92
EPS for 31st December 2017 (not annualized)		3.36

**Source: Restated Financial Statements*

On the basis of Consolidated Financial Statement

Financial Year	Basic & Diluted EPS	Weights
2016-17	3.95	3
2015-16	6.18	2
2014-15	4.80	1
Weighted Average EPS		4.84
EPS for 31st December 2017 (not annualized)		2.65

**Source: Restated Financial Statements*

Note-

- 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 year multiplied by the time weighing factor. The time weighing factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year. The figures disclosed above are based on the Financial Statements as Restated of our Company.
- Face value of each equity share is Rs. 10.
- EPS has been calculated in accordance with Accounting Standard 20 "Earning per Share" issued by Institute of Chartered Accountants of India.
- *For further details, please refer to* Annexure No. XXIV – *"Statement of Accounting Ratios" of the "Financial Information" beginning on page* 178 *of this Prospectus.*

2. Price/Earning (P/E) ratio in relation to issue Price of Rs. 41/-

On the basis of standalone financial statements

Particulars	PE Ratio on Issue price
P/E ratio based on Basic & Diluted EPS for FY 2016-17	11.67
P/E ratio based on Weighted Average Basic EPS	10.46

On the basis of consolidated financial statements

Particulars	PE Ratio on Issue price
P/E ratio based on Basic & Diluted EPS for FY 2016-17	10.38
P/E ratio based on Weighted Average Basic EPS	8.47

Industry PE*	
Highest	124.21
Lowest	7.37
Average	41.41

*Industry composite consists of Dhruv Consultancy Services Limited, S.S. Infrastructure Development Consultants Limited, Mitcon Consultancy and Engineering Limited and Artefact Projects Limited.

3. Return on Net Worth in the last three years

On the basis of standalone financial statements

Financial Years	Return on Net Worth (RONW) (%)	Weights
2016-17	14.06	3.00
2015-16	20.39	2.00
2014-15	21.94	1.00
Weighted Average RONW		17.48
For the period ended December 31, 2017 (not annualized)		12.09

On the basis of consolidated financial statements

Financial Years	Return on Net Worth (RONW) (%)	Weights
2016-17	13.13	3.00
2015-16	23.23	2.00
2014-15	22.87	1.00
Weighted Average RONW		18.12
For the period ended December 31, 2017 (not annualized)		8.38

Note: *The RoNW has been computed by dividing net profit after tax as restated, by Net Worth as at the end of the year. Net worth has been computed as the aggregate of share capital and reserves and surplus (excluding revaluation reserves, if any) of our Company.*

4. Minimum Return on Net Worth after Issue needed to maintain Pre-Issue EPS for the year ended March 31, 2017 are as under:

Standalone Basis	Consolidated Basis
11.45%	11.59%

5. Net Asset value (NAV) per Equity Share

Based Standalone Financial Statement

Particulars	In Rs.
Net Asset Value per Equity Share as of December 31, 2017	27.78
Net Asset Value per Equity Share as of March 31, 2017	24.99

Issue Price per Equity Share	41.00
Net Asset Value per Equity Share after the Issue	30.65

Based Consolidated Financial Statement

Particulars	In Rs.
Net Asset Value per Equity Share as of December 31, 2017	31.68
Net Asset Value per Equity Share as of March 31, 2017	30.06
Issue Price per Equity Share	41.00
Net Asset Value per Equity Share after the Issue	34.09

Note:

- *Net Asset Value per Equity Share has been calculated as net worth divided by number of equity shares outstanding at the end of the period.*
- *Net worth has been computed as the aggregate of share capital and reserves and surplus (excluding revaluation reserves, if any) of our Company.*

6. Comparison of Accounting ratios with Industry peers

S. No.	Name of the company	Face Value (Rs. Per Share)	CMP	EPS (Rs. Per Share)	P/E Ratio	RONW (%)	NAV (Rs. Per Share)	PAT (Rs. In Lakhs)
1.	Rudrabhishek Enterprise Limited	10.00	41.00	3.51	11.68	14.06	24.99	413.61
Peer Group*								
1.	Dhruv Consultancy Services Limited	10.00	54.20	3.10	17.51	35.48	8.73	308.16
2.	S.S. Infrastructure Development Consultants Limited	10.00	35.00	4.75	7.37	20.76	22.87	380.27
3.	Mitcon Consultancy and Engineering Services Limited	10.00	60.50	3.66	16.55	4.80	76.13	442.42
4.	Artefact Projects Limited	10.00	43.30	0.35	124.21	0.54	64.77	19.26

**Source: www.bseindia.com, www.nseindia.com, and Capital Market*

Notes:

- Considering the nature and turnover of business of the Company the peer are not strictly comparable. Though compareable peers do not have all business verticals of REPL, however the same have been included for broader comparison.
- The figures for Rudrabhishek Enterprises Limited are based on the restated results for the year ended March 31, 2017.
- The figures for the peer group are based on standalone audited results for the respective year ended March 31, 2017.
- Current Market Price (CMP) is the closing price of as on May 31, 2018 for Dhruv Consultancy Services Limited, S.S. Infrastructure Development Consultants Limited, Mitcon Consultancy and Engineering Limited and Artefact Projects Limited.

For further details see section titled "Risk Factors" beginning on page 12 and the financials of the Company including profitability and return ratios, as set out in the section titled "Financial Information" beginning on page 178 of this Prospectus for a more informed view.

STATEMENT OF POSSIBLE TAX BENEFITS

To,

The Board of Directors,
Rudrabhishek Enterprises Limited
820, Antriksh Bhawan, 22 KG Marg,
Connaught Place, New Delhi – 110001

Dear Sirs,

Subject: Statement of Possible Special Tax Benefits available to Rudrabhishek Enterprises Limited (the Company) and its shareholders prepared in accordance with the requirements under Schedule VIII – Clause (VII) (L) of the SEBI (ICDR) Regulations, 2009 as amended (the 'Regulations')

We hereby report that the enclosed annexure prepared by us, states the possible special tax benefits available to Rudrabhishek Enterprises Limited and the shareholders of the Company under the Income Tax Act, 1961 ('Act'), presently in force in India. Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant provisions of the Act. Hence, the ability of the Company or its shareholders to derive the special tax benefits is dependent upon fulfilling such conditions, which based on the business imperatives, the company may or may not choose to fulfill. The benefits discussed in the enclosed Annexure cover only special tax benefits available to the Company and shareholders do not cover any general tax benefits available to the Company. Further, the preparation of enclosed statement and the contents stated therein is the responsibility of the Company's management. We are informed that, this Statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the proposed initial public offering of equity shares ("the Offer") by the Company.

We do not express any opinion or provide any assurance as to whether:
a. The Company or its Equity Shareholders will continue to obtain these benefits in future; or
b. The conditions prescribed for availing the benefits have been / would be met with.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company. Our views are based on facts and assumptions indicated to us and the existing provisions of tax law and its interpretations, which are subject to change or modification from time to time by subsequent legislative, regulatory, administrative, or judicial decisions. Any such changes, which could also be retrospective, could have an effect on the validity of our views stated herein. We assume no obligation to update this statement on any events subsequent to its issue, which may have a material effect on the discussions herein. This report including enclosed annexure are intended solely for your information and for the inclusion in the Draft Prospectus/ Prospectus or any other offer related material in connection with the proposed initial public offer of the Company and is not to be used, referred to or distributed for any other purpose without our prior written consent.

For Sanjeev Neeru & Associates,
Chartered Accountants
Firm Registration No. 013350N

Sanjeev Gupta
Proprietor
M. No. 090188

Date: April 06, 2018
Place: New Delhi

ANNEXURE TO THE STATEMENT OF TAX BENEFITS

The information provided below sets out the possible special tax benefits available to the Company and the Equity Shareholders under the Income Tax Act 1961 presently in force in India. It is not exhaustive or comprehensive and is not intended to be a substitute for professional advice. Investors are advised to consult their own tax consultant with respect to the tax implications of an investment in the Equity Shares particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have a different interpretation on the benefits, which an investor can avail.

A. SPECIAL TAX BENEFITS TO THE COMPANY

The Company is not entitled to any special tax benefits under the Act

B. SPECIAL TAX BENEFITS TO THE SHAREHOLDER

The Shareholders of the Company are not entitled to any special tax benefits under the Act

Note:

1. All the above benefits are as per the current tax laws and will be available only to the sole / first name holder where the shares are held by joint holders.

2. The above statement covers only certain relevant direct tax law benefits and does not cover any indirect tax law benefits or benefit under any other law. No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to any claims, liabilities or expenses relating to this assignment except to the extent of fees agreed for this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to any other person in respect of this statement.

SECTION V – ABOUT US

INDUSTRY OVERVIEW

The information in this section includes extracts from publicly available information, data and statistics and has been derived from various government publications and other industry sources. Neither we nor any other person connected with this Issue have verified this information. The data may have been re-classified by us for the purposes of presentation. Industry sources and publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured and, accordingly investment decisions should not be based on such information.

GLOBAL ECONOMIC OUTLOOK

The global upswing in economic activity is strengthening. Global growth, which in 2016 was the weakest since the global financial crisis at 3.2 percent, is projected to rise to 3.6 percent in 2017 and to 3.7 percent in 2018. The growth forecasts for both 2017 and 2018 are 0.1 percentage point stronger compared with the April 2017 World Economic Outlook (WEO) forecast. Broad-based upward revisions in the euro area, Japan, emerging Asia, emerging Europe, and Russia—where growth outcomes in the first half of 2017 were better than expected—more than offset downward revisions for the United States and the United Kingdom.

But the recovery is not complete: while the baseline outlook is strengthening, growth remains weak in many countries, and inflation is below target in most advanced economies. Commodity exporters, especially of fuel, are particularly hard hit as their adjustment to a sharp step-down in foreign earnings continues. And while short-term risks are broadly balanced, medium-term risks are still tilted to the downside. The welcome cyclical pickup in global activity thus provides an ideal window of opportunity to tackle the key policy challenges—namely to boost potential output while ensuring its benefits are broadly shared, and to build resilience against downside risks. A renewed multilateral effort is also needed to tackle the common challenges of an integrated global economy.

The global pickup in activity that started in the second half of 2016 gained further momentum in the first half of 2017. Growth is projected to rise over this year and next in emerging market and developing economies, supported by improved external factors—a benign global financial environment and a recovery in advanced economies. Growth in China and other parts of emerging Asia remains strong, and the still-difficult conditions faced by several commodity exporters in Latin America, the Commonwealth of Independent States, and sub-Saharan Africa show some signs of improvement. In advanced economies, the notable 2017 growth pickup is broad based, with stronger activity in the United States and Canada, the euro area, and Japan. Prospects for medium-term growth are more subdued, however, as negative output gaps shrink (leaving less scope for cyclical improvement) and demographic factors and weak productivity weigh on potential growth.

The welcome cyclical pickup in global economic activity after disappointing growth over the past few years provides an ideal window of opportunity to undertake key reforms designed to boost potential output and ensure that its benefits are broadly shared and to build resilience against downside risks. With countries still facing differences in cyclical conditions, varied stances of monetary and fiscal policy remain appropriate. Completing the economic recovery and adopting strategies to ensure fiscal sustainability remain important goals in many economies.

Important areas of strategic focus include:

- Raising potential output: Structural reforms and growth-friendly fiscal policy are needed to boost productivity and labor supply, with differing priorities across countries. Looking ahead, ongoing structural transformation (labor-saving technological change and cross-border competition) demands comprehensive policy approaches, including policies that reduce the pain of adjustment and provide opportunities for all.

- Securing the recovery and building resilience: In advanced economies, monetary policy settings should remain accommodative until there are firm signs of inflation returning to targets. Still-subdued wage pressures mostly reflect remaining slack, not fully captured by headline unemployment rates. At the same time, stretched asset valuations and increasing leverage in some

parts of the financial sector require close monitoring, with proactive micro- and macro prudential supervision, as necessary. The stance of fiscal policy should be aligned with structural reform efforts, taking advantage of favorable cyclical conditions to place public debt on a sustainable path while supporting demand where still needed and feasible.

- Cross-Border Impacts of Fiscal Policy: It emphasizes, higher public spending designed to boost potential output can result in both domestic benefits as well as positive spillovers to other countries, especially if it involves economies with slack and monetary accommodation. Indeed, adopting these policy recommendations would help reduce external imbalances, notably for advanced economies with excess surpluses, where stronger domestic demand would offset negative demand effects from the needed rebalancing by deficit countries. In many emerging market and developing economies, fiscal space to support demand is limited, especially in commodity exporters. But monetary policy can generally be supportive, as inflation appears to have peaked in many countries. Exchange rate flexibility helps with the adjustment to commodity price shocks. Efforts to improve governance and the investment climate would also strengthen growth prospects. In low-income countries, many of which need to undertake durable fiscal adjustment efforts and reduce financial vulnerabilities, growth enhancing reforms would help make the best use of the coming demographic dividend by spurring job creation.

- Strengthening international cooperation: For many of the challenges that the global economy confronts, individual country actions can be more effective if supported by multilateral cooperation. Preserving the global economic expansion will require policymakers to avoid protectionist measures and to do more to ensure that gains from growth are shared more widely. In addition to preserving an open trading system, key areas for collective action include: safeguarding global financial stability; achieving equitable tax systems and avoiding a race to the bottom; continuing to support low-income countries as they pursue their development goals; and mitigating and adapting to climate change.

***Source**: Report of World Economic Outlook*
https://www.imf.org/en/Publications/WEO/Issues/2017/09/19/world-economic-outlook-october-2017

RECENT DEVELOPMENT IN SOUTH ASIA

In South Asia, growth slowed to a still strong 6.5 percent in 2017, below the June forecast, in part reflecting adjustment in India to the new Goods and Services Tax and the adverse impact of natural disasters across the region. Growth is expected to stabilize around 7 percent a year over 2018-2020, with private consumption remaining strong and investment recovered by infrastructure projects and reforms. Main risks to the outlook include setbacks in reviving investment, fiscal slippages, and disruptions to activity resulting from natural disasters.

In India, growth slowed for the fifth consecutive quarter to 5.7 percent (year-on-year) in the first quarter of FY 2017/18 (April-June 2017), partly reflecting adjustments by businesses to the prospective introduction of the GST in July 2017. In addition, protracted balance sheet weaknesses— in particular, a corporate debt overhang and elevated non-performing loans in the banking sector—continued to weigh on already weak private investment (World Bank 2017y). Weak private investment was only partly mitigated by a public infrastructure investment push and a surge in current expenditures after recent public pay hikes. In the second quarter of FY2017/18 (July-September 2017), the slowdown in economic activity bottomed out by a still weak 6.3 percent (year-on-year) growth. The manufacturing Purchasing Managers' Index (PMI) and industrial production growth remained broadly expansionary after they temporarily weakened as producers reduced inventories amid uncertainty relating to the implementation of the GST. Despite a recent uptick, inflation remained within the Reserve Bank of India's (RBI) target band of 2-6 percent, following a steady decline over the past year to 1.3 percent in July amid weak food prices. Fiscal consolidation has continued in the central government, but sub national fiscal deficits have risen, partly reflecting debt payments taken over through Ujwal Discom Assurance Yojana (UDAY) and a broader shift in public expenditures from central to state governments, and recent public pay hikes.

***Source**: Report of World Bank*
http://www.worldbank.org/en/publication/global-economic-prospects

INDIAN ECONOMY- OVERVIEW:

Introduction

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF) and it is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India's GDP increased 7.1 per cent in 2016-17 and is expected to reach a growth rate of 7 per cent by September 2018

Market size

India's gross domestic product (GDP) grew by 6.3 per cent in July-September 2017 quarter as per the Central Statistics Organisation (CSO). Corporate earnings in India are expected to grow by over 20 per cent in FY 2017-18 supported by normalisation of profits, especially in sectors like automobiles and banks, according to Bloomberg consensus.

The tax collection figures between April-June 2017 Quarter show an increase in Net Indirect taxes by 30.8 per cent and an increase in Net Direct Taxes by 24.79 per cent year-on-year, indicating a steady trend of healthy growth. The total number of e-filed Income Tax Returns rose 21 per cent year-on-year to 42.1 million in 2016-17 (till 28.02.17), whereas the number of e-returns processed during the same period stood at 43 million.

India has retained its position as the third largest startup base in the world with over 4,750 technology startups, with about 1,400 new start-ups being founded in 2016, according to a report by NASSCOM.
India's labour force is expected to touch 160-170 million by 2020, based on rate of population growth, increased labour force participation, and higher education enrolment, among other factors, according to a study by ASSOCHAM and Thought Arbitrage Research Institute. India's foreign exchange reserves were US$ 404.92 billion in the week up to December 22, 2017, according to data from the RBI.

Recent Developments

With the improvement in the economic scenario, there have been various investments in various sectors of the economy. The M&A activity in India increased 53.3 per cent to US$ 77.6 billion in 2017 while private equity (PE) deals reached US$ 24.4 billion.

Government Initiatives

In the Union Budget 2017-18, the Finance Minister, verified that the major push of the budget proposals is on growth stimulation, providing relief to the middle class, providing affordable housing, curbing black money, digitalisation of the economy, enhancing transparency in political funding and simplifying the tax administration in the country.

India's unemployment rate has declined to 4.8 per cent in February 2017 compared to 9.5 per cent in August 2016, as a result of the Government's increased focus towards rural jobs and the Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA) scheme.The Government of Maharashtra has set a target to double farm income by 2022 through measures like large scale micro irrigation, water conservation, expansion of formal cash credit coverage, crop insurance and agriculture diversification, as per Mr Vidyasagar Rao, Governor of Maharashtra.

Numerous foreign companies are setting up their facilities in India on account of various government initiatives like Make in India and Digital India. Government of India has launched the Make in India initiative with an aim to boost the manufacturing sector of Indian economy, to increase the purchasing power of an average Indian consumer, which would further boost demand, and hence spur development, in addition to benefiting investors. The Government of India, under the Make in India initiative, is trying to give boost to the contribution made by the manufacturing sector and aims to take it up to 25 per cent of the GDP from the current 17 per cent. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and to increase the digital literacy.

Road Ahead

India's gross domestic product (GDP) is expected to reach US$ 6 trillion by FY27 and achieve upper-middle income status on the back of digitisation, globalisation, favourable demographics, and reforms.

India is also focusing on renewable sources to generate energy. It is planning to achieve 40 per cent of its energy from non-fossil sources by 2030 which is currently 30 per cent and also have plans to increase its renewable energy capacity from 57 GW to 175 GW by 2022. India is expected to be the third largest consumer economy as its consumption may triple to US$ 4 trillion by 2025, owing to shift in consumer behaviour and expenditure pattern, according to a Boston Consulting Group (BCG) report; and is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by the year 2040, according to a report by PricewaterhouseCoopers.

Source: *https://www.ibef.org/economy/indian-economy-overview*

OUR INDUSTRY

Service Industry

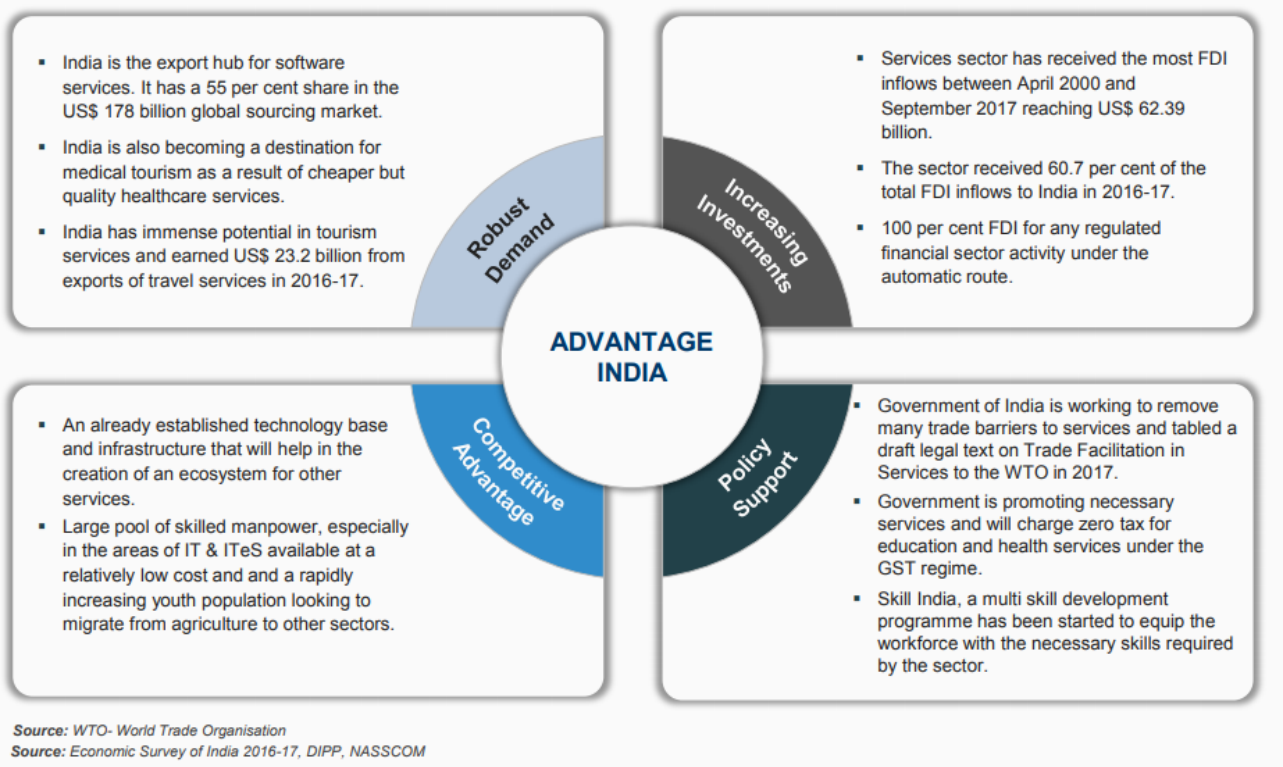
Introduction

The services sector is not only the dominant sector in India's GDP, but has also attracted significant foreign investment flows, contributed significantly to exports as well as provided large-scale employment. India's services sector covers a wide variety of activities such as trade, hotel and restaurants, transport, storage and communication, financing, insurance, real estate, business services, community, social and personal services, and services associated with construction.

Services sector is the biggest one in India and contributes more than half of Gross Value Added (GVA). As of 2016-17, 28.6 per cent of the Indian population was employed in this sector. The sector is a major contributor to the country's FDI Inflows. In 2016-17, share of services sector in total FDI inflows was 60.7 per cent. FDI inflows to the sector during April 2000-September 2017 stood at US$ 62.39 billion. Nikkei India Services Purchasing Managers' Index (PMI) increased to 50.9 in December 2017 from 48.5 in November 2017.

Services exports comprise a major part of the total exports of India. Net services exports from India stood at US$ 67.5 billion in 2016-17. Also, India is the export hub for software services. It has a 55 per cent share in the US$ 178 billion global sourcing market.

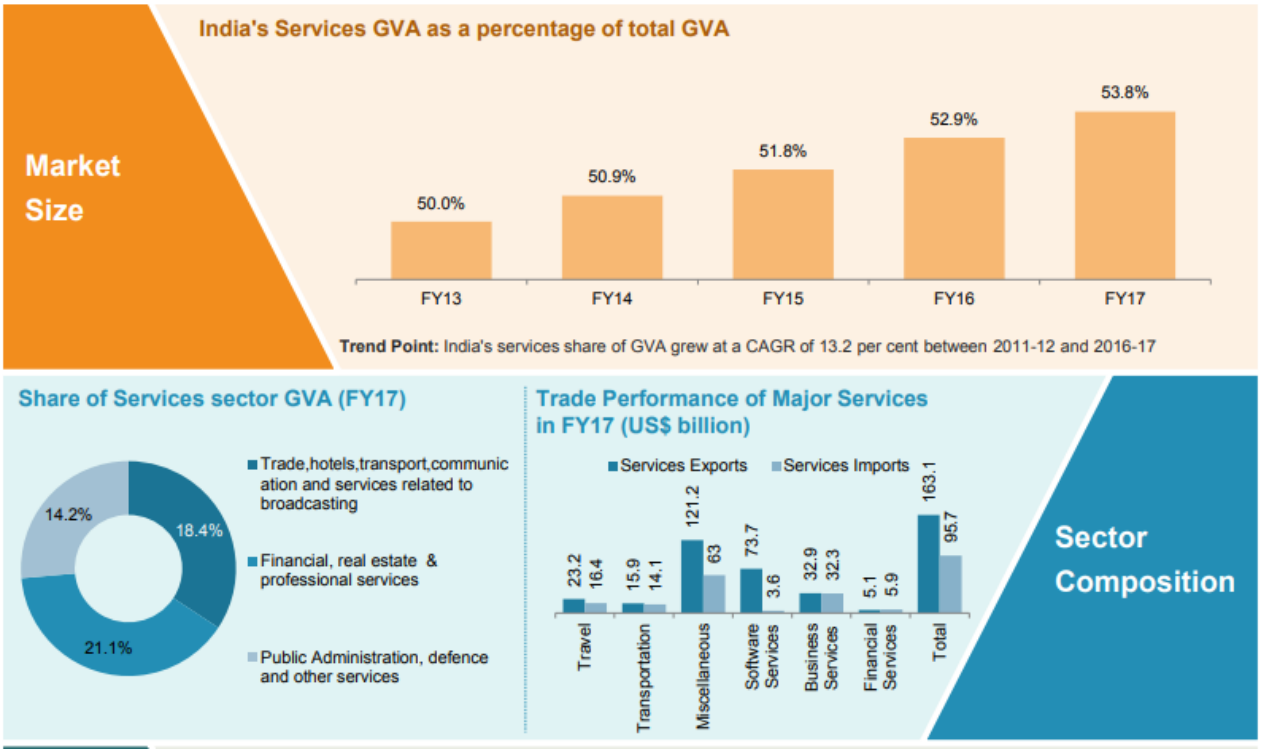
Advantage India



Source: *WTO- World Trade Organisation*
Source: *Economic Survey of India 2016-17, DIPP, NASSCOM*

SHARE OF SERVICES SECTOR GROWS AT THE FASTEST CAGR

- India achieved Compound Annual Growth Rate (CAGR) of 13.20 percent between 2011-12 and 2016-17 in services share to GVA.
- In terms of overall GDP India ranks 5th in 2017 and in terms of and services GVA India ranked 13th respectively as of 2015.
- Services sector Gross Value Added at constant (2011-12) basic prices as a percentage of total GVA reached 53.8 in FY17.
- An acceleration in the growth rate of Public Administration and other services (11.3 per cent in FY17 from 6.9 per cent in FY16) supported the increase in FY17, which was in turn supported by the implementation of the recommendations of the 7th Pay commission.



MARKET SIZE

The services sector is the key driver of India's economic growth. The sector contributed around 53.8 per cent of its Gross Value Added in 2016-17 and employed 28.6 per cent of the total population. Net services exports from India grew 14.6 per cent in the first half of 2017-18 and the sector attracted 60.7 per cent of India's total FDI inflows.

As per the Economic Survey 2017-18, Central Statistics Office's (CSO) first advance estimates of Gross Value Added (GVA) in FY 2017-18 indicate that the services sector is expected to grow 8.3 per cent year-on-year.

According to a report called 'The India Opportunity' by leading research firm Market Research Store, the Indian mobile services market is expected to reach $37 billion in 2017 and grow by 10.3 per cent year-on-year to reach US$ 103.9 billion by 2020.

Out of overall services sector, the sub-sector comprising financial services, real estate and professional services contributed US$ 305.8 billion or 20.5 per cent to the GDP. The sub-sector of community, social and personal services contributed US$ 188.2 billion or 12.6 per cent to the GDP

INVESTMENTS

The Indian services sector which includes financial, banking, insurance, non-financial/business, outsourcing, research and development, courier and technical test analysis, has attracted FDI equity inflows in the period April 2000-September 2017, amounting to about US$ 62.39 billion which is about

17.46 per cent of the total foreign inflows, according to the Department of Industrial Policy and Promotion (DIPP).

Some of the developments and major investments by companies in the services, Infratsructure, Real Estate in the recent past are as follows:

- Private Equity (PE) investments in the hospitality industry rose nearly three-fold to US$ 119 million in 2017 from US$ 43.58 million in 2016. Hotel deals, including mergers and acquisitions, are expected to pick up further in 2018 as many premium hotel properties are up for sale.
- The domestic and foreign logistic companies are optimistic about prospects in the logistics sector in India, and are actively making investments plans to improve earnings and streamline operations.
- In February 2018, the Government of India signed a loan agreement worth US$ 345 million with the New Development Bank (NDB) for the Rajasthan Water Sector Restructuring Project for desert areas.
- In January 2018, the National Investment and Infrastructure Fund (NIIF) partnered with UAE-based DP World to create a platform that will mobilise investments worth US$ 3 billion into ports, terminals, transportation, and logistics businesses in India.
- In February 2018, Japanese conglomerate Sumitomo Corporation announced its US$ 2 billion partnership with Krishna Group to develop real estate projects in the country.
- KKR India Asset Finance Pvt Ltd has invested over US$ 500 million in residential real estate projects in India in 2017, taking its total investments in real estate projects in India to US$ 1 billion.
- The Indian Railways is planning to invest around Rs 3,000 crore (US$ 461.08 million) to convert 40 out of its 100 yards into smart yards and end manual inspections

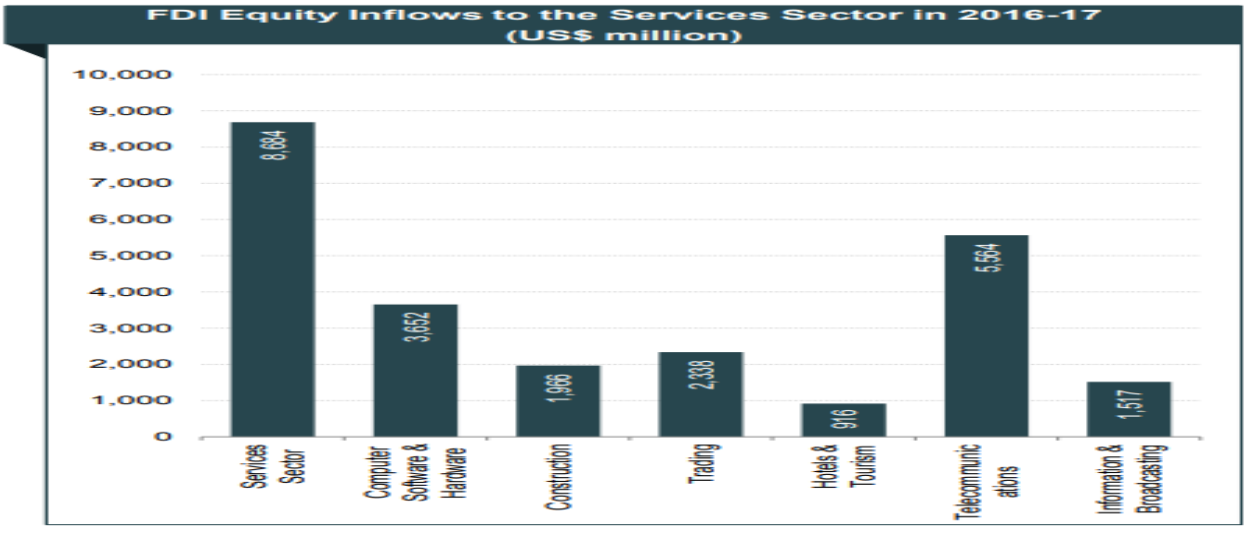
Road Ahead

Services sector growth is governed by both domestic and global factors. The Indian facilities management market is expected to grow at 17 per cent CAGR between 2015 and 2020 and surpass the US$19 billion mark supported by booming real estate, retail, and hospitality sectors. The performance of trade, hotels and restaurants, and transport, storage and communication sectors are expected to improve in FY17. The financing, insurance, real estate, and business services sectors are also expected to continue their good run in FY17.

The implementation of the Goods and Services Tax (GST) has created a common national market and reduced the overall tax burden on goods. It is expected to reduce costs in the long run on account of availability of GST input credit, which will result in the reduction in prices of services.

HIGH FDI INFLOWS INTO THE SECTOR

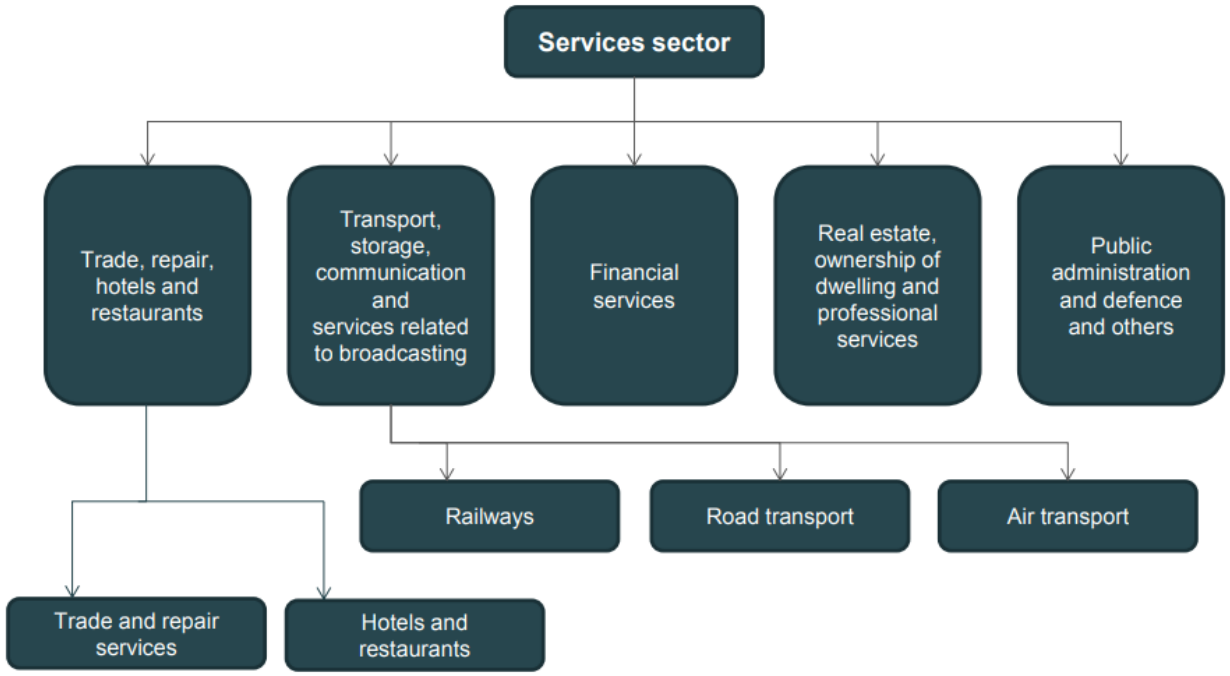
- The share of the services sector is 60.7 per cent of the FDI equity inflows during 2016-17.
- In 2016-17, growth rate of FDI inflows reduced to 8.7 per cent (US$ 43.5 billion) due to negative growth in trading, computer hardware and software, construction and hotels and tourism.
- To ensure that India remains an attractive investment, the Government has brought about a number of reforms such as the abolition of the Foreign Investment Promotion Board (FIPB) and the introduction of composite caps in the FDI policy which permits 100 per cent FDI under automatic route for any financial sector activity which is regulated by any financial sector regulator.



GOVERNMENT POLICIES AND INITIATIVES ON SERVICE, INFRASTRUCTURE, REAL ESTATE SECTOR

- Announcements in Union Budget 2018-19:
  - Massive push to the infrastructure sector by allocating Rs 5.97 lakh crore (US$ 92.22 billion) for the sector.
  - Railways received the highest ever budgetary allocation of Rs 1.48 trillion (US$ 22.86 billion).
- The 90 smart cities shortlisted by the Government of India have proposed projects with investments of Rs 191,155 crore (US$ 30.02 billion) which include Projects Focusing on Revamping an Identified Area (Area Based Projects) with investment of Rs 152,500 crore (US$ 23.95 billion).
- Contracts awarded under the Smart Cities Mission would show results by June 2018 as the work is already in full swing, according to Mr Hardeep Singh Puri, Minister of State (Independent Charge) for Housing and Urban Affairs, Government of India.
- The Government of India is working to ensure a good living habitat for the poor in the country and has launched new flagship urban missions like the Pradhan Mantri Awas Yojana (Urban), Atal Mission for Rejuvenation and Urban Transformation (AMRUT), and Swachh Bharat Mission (Urban) under the urban habitat model, according to Mr Hardeep Singh Puri, Minister of State (Independent Charge) for Housing.
- In February 2018, creation of National Urban Housing Fund was approved with an outlay of Rs 60,000 crore (US$ 9.27 billion).
- Under the Pradhan Mantri Awas Yojana (PMAY) Urban 1,427,486 houses have been sanctioned in 2017-18. In March 2018, construction of additional 3,21,567 affordable houses was sanctioned under the scheme.

SERVICES SECTOR CLASSIFICATION



Source: *https://www.ibef.org/industry/services.aspx*

INFRASTRUCTURE

Infrastructure is a key driver of the overall development of Indian economy. This sector focuses on major infrastructure sectors such as power, roads and bridges, dams and urban infrastructure. The changing infrastructure landscape in India has generated significant interest from international investors. This section provides details of various Government of India policies and plans aimed at improving the infrastructure, with specific focus on urban transformation (Smart City, AMRUT, HRIDAY) and Namami Gange.

Accelerating implementation of infrastructure projects for future in India

- The Union Budget 2018reflecting government's focused vision for boosting agricultural and rural economy and the infrastructure spending through the public exchequer, while encouraging greater involvement of private sector participants. It was current Government's last full year budget ahead of the general elections to be held in 2019.

- Government's focus has not only been on 'Ease of Doing Business' but the announcement to build 1 crore houses by 2019 in rural areas under the mission 'Housing for All by 2022' has shown government's focus on 'Ease of Living' as well.

- The estimated budgetary and extra-budgetary expenditure on infrastructure has been increased to Rs 5.97 lakh crore for fiscal year 2018-19, this will certainly contribute to economic growth, connect and integrate the nation with a network of roads, airports, railways, ports and inland waterways.

- The ambitious Bharatmala Pariyojana with an estimated cost of Rs 5.35 lakh crore has been approved. The railways' capital expenditure for the fiscal year 2018-19 has been proposed at Rs 1.48 lakh crore. The government stated that additional 3.7 million homes will be built in urban areas in 2018-19, and 5.1 million homes in rural areas. These initiatives will create job opportunities and facilitate generation of employment.

- India will require around $4.5 trillion in the next 25 years for infrastructure development, of which it will be able to garner about $3.9 trillion, according to the Economic Survey. Hence, India to realize its infrastructure dreams, the government must revisit public–private partnership (PPP) models and re-instate confidence into the private sector, which's lagging at this point of time.

SMART CITY MISSION

The Centre has released nearly Rs 9,940 crore to the states so far for the Smart Cities Mission, with Maharashtra accounting for the highest amount of Rs 1,378 crore, followed by Madhya Pradesh getting Rs 984 crore, according to government data.

The total proposed investment in these cities was Rs 2.03 lakh crore.

Under the mission, the cities propose to take up various projects, including "smart" roads, rejuvenation of water bodies, cycle tracks, walking paths, smart classrooms, skill development centres, upgradation of health facilities, and pan city projects like integrated command and control centre.

Stating that Smart City Mission was setting a benchmark in terms of implementation of projects, Puri had underlined that the progress of implementation depended on the round of selection of the city as it takes around 15-18 months after the selection¸ followed by about Rs 100 crore over the next three years.

PRADHAN MANTRI AWAS YOJNA

The ministry of housing and urban affairs has approved the construction of 1,86,777 more affordable houses under its flagship Pradhan Mantri Awas Yojana (Urban), with an investment of Rs 11,169 crore, a government release said. The central assistance for the same will be Rs 2,797 crore. The approval was given at the 30th meeting of the Central Sanctioning and Monitoring Committee, it said, adding that the total homes sanctioned under PMAY(U) has now gone up to 37,83,392. Haryana has been sanctioned 53,290 houses in 38 cities and towns with an investment of Rs 4,322 crore. Tamil Nadu has got 40,623 houses in 65 cities and towns at an investment of Rs 2,314 crore. Karnataka has been sanctioned 32,656 affordable houses in 95 cities with an investment of Rs 1,461 crore. Gujarat has been sanctioned 15,584 houses in 45 cities and towns with an investment of Rs 946 crore while Maharashtra got 12,123

houses in 13 cities and towns with an investment of Rs 868 crore. Kerala has been sanctioned 9,461 houses in 52 cities and towns with an investment of Rs 284 crore.

Uttarakhand has been sanctioned 6,226 houses in 57 cities with an investment of Rs 258 crore, while Odisha got 5,133 houses in 26 cities and towns with an investment of Rs 156 crore. The approval accorded was for construction of 1,08,095 new houses under the beneficiary-led construction (BLC) component of PMAY (U). In Tamil Nadu, 26,672 houses, 16,630 in Karnataka, 13,663 houses in Haryana, 11,411 in Bihar, 9,461 in Kerala, 8,768 in Gujarat, 7,088 in Maharashtra, 5,698 in Uttarakhand and 5,133 houses in Odisha will be built under the BLC component, under which an eligible beneficiary is assisted to build a house on the land owned by him/her.

***Source**: https://transformingindia.mygov.in/category/infrastructure/smart-city-amrut-hriday/*

BUSINESS OVERVIEW

Some of the information contained in the following discussion, including information with respect to our business plans and strategies, contain forward-looking statements that involve risks and Uncertainties. You should read the chapter titled "Forward-Looking Statements" beginning on page 11 of this Prospectus, for a discussion of the risks and uncertainties related to those statements and also the section "Risk Factors" for a discussion of certain factors that may affect our business, financial condition or results of operations. Our actual results may differ materially from those expressed in or implied by these forward-looking statements. Our fiscal year ends on March 31 of each year, so all references to a particular fiscal are to the twelve-month period ended March 31 of that year.

The financial information used in this section, unless otherwise stated, is derived from our Financial Information, as restated prepared in accordance with Indian GAAP, Companies Act and SEBI Regulations. The following information is qualified in its entirety by, and should be read together with, the more detailed financial and other information included in this Prospectus, including the information contained in the sections titled "Risk Factors" and "Financial Information" beginning on pages 12 and 178 respectively.

ABOUT US

Our Company was initially incorporated as Private Limited Company on September 01, 1992, in the name and style of "RUDRABHISHEK ENTERPRISES PRIVATE LIMITED" under the provisions of the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana, subsequently, the Company was converted into public company and consequent to the conversion name of our Company was changed to "RUDRABHISHEK ENTERPRISES LIMITED" pursuant to a Shareholders Resolution passed at the Annual General Meeting held on September 28, 2017 and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana.

Our Company started operations in 1992. Over the years we have diversified to several other services linked to our basic work and built a steady position for ourselves in the Domestic market which can be witnessed from our revenue growth over the time.

Since incorporation, our Company was a service provider which provides a wide range of services to a wide range of end users. Our integrated services include Infrastructural Services, Urban Designing and planning, Global Information Systems, Building Designing Services and Project Management Services.

Our Company is a brainchild of our Promoter Mr. Pradeep Misra. Currently Mr. Pradeep Misra and Ms. Richa Misra are the promoters of our Company. Our Promoters have cumulative experience of more tha 45 years in Infrastructure Consultancy Services. They have been the guiding force to take timely decisions and have served as an invaluable mentor for strategy formulation for our company. For the detailed information regarding experience of our promoters, refer to "Our Promoters and Promoter Group" beginning on page 140 of this Prospectus.

REPL is an ISO 9001:2008 Certified Company which follows Good management practices. We assure that our services are consistently high in quality and durability for their intended use. We have advanced in-house quality check facility, which enables us to maintain the quality of the services. It is the diligent efforts of our personnel, that we have been able to streamline our business operations. Owing to our earnest efforts, apart from Government of India, we have been able to garner a niche clientele across the private domestic market also.

SALIENT FEATURES

- REPL is a "One Stop Solution" for its clients. The Company provides end-to-end services of Urban Planning Consultancy to its clients ranging from Infrastructure services, Building Designing, Structural Designing, MEP Designing Services to Project Management Consultancy Services.
- The Company is not just providing every service of its field under one roof but also providing them at every level. In other words, the Company is working with the Central Government and with several State Governments of India also. Over the years, the Company has handled projects of different sizes and levels including Zonal/Regional Planning, City Planning, and Master Planning.
- The Company provides its services to the Government as well as Corporate Clients. Some major Corporate clients of the Company include Ansal API, Emaar MGF Land Limited, Gannon Dunkerley &

Co. Limited, Hyundai Motor India Private Limited, Omaxe Limited, Paarth Infrabuild Private Limited etc.

- Apart from the corporate clients mentioned above, the Company has been empanelled with 30+ Government Development Authority Departments for its services.
- The cumulative experience of the Team Members of our Group is more than 550 years in our services sphere.

REPL is the user of Microsoft Navision Software an enterprise resource planning (ERP) application. It intends to assist with finance, customer relationship management, supply chains, analytics and electronic commerce.

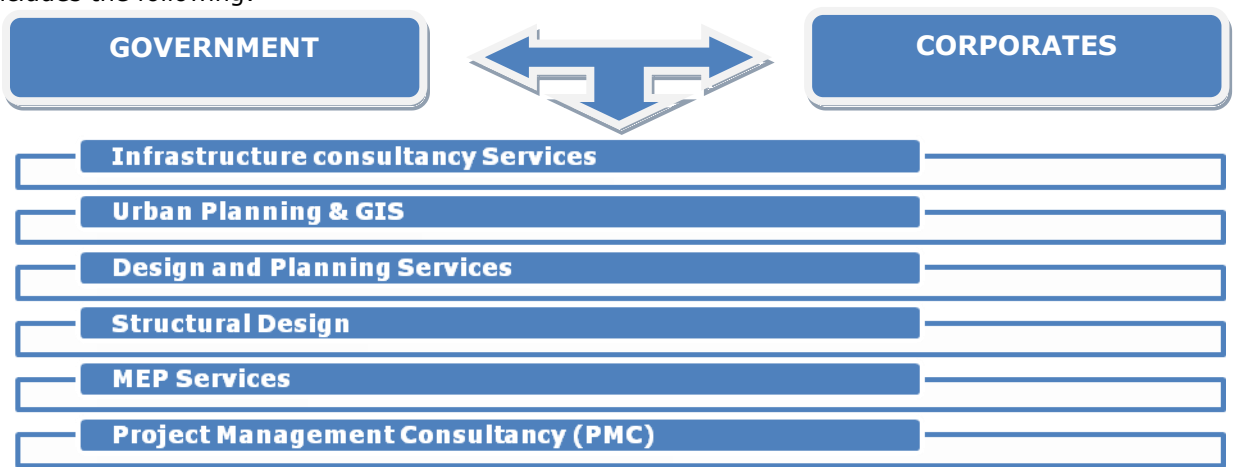
BRIEF INTRODUCTION OF REPL GROUP

VISION: To be the most endorsed integrated real estate & infrastructure consultants.

MISSION: To facilitate best living conditions by designing buildings and infrastructure that is proudly inherited by coming generations.

OUR SERVICES

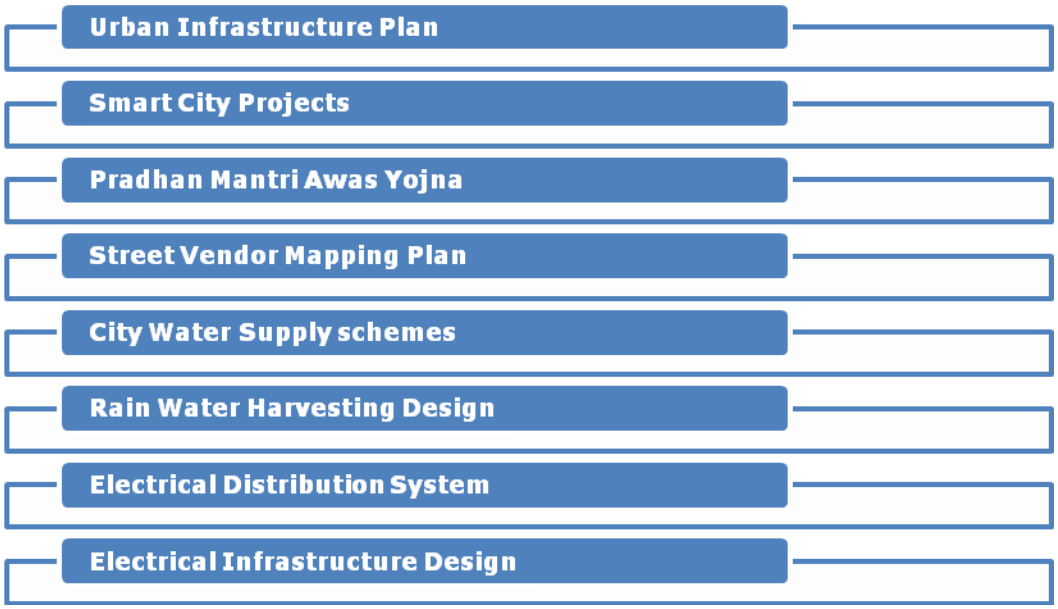
We, at REPL, are engaged in providing a wide range of Consultancy services. Our main service heads includes the following:



A. INFRASTRUCTURE CONSULTANCY SERVICES:

With the team of highly experienced personnel, REPL provides various infrastructure consultancy services such as Urban Infrastructure Plan, Smart City Projects, Pradhan Mantri Awas Yojna, Street Vendor Mapping Plan, City Water Supply schemes; Solid waste management system; Electrical Distribution System, Storm Water Drainage system including rain water harvesting system and preparation of detailed drawings and plan for execution of same.

The following are our key focus area under Infrastructural Services:



B. URBAN PLANNING & GEOGRAPHICS INFORMATION SYSTEM:

REPL has stronghold in delivering integrated urban planning projects. Our capability in Urban Planning is supported by original research in Domain Knowledge, Innovation and Sustainability – all of which help us achieve our goal to deliver future cities that are socially acceptable, economically feasible and environmentally sustainable. The REPL planning team comprises of group of professional Planners with a diverse experience in the various sectors such as Urban Policy, and Social, Environmental, Financial, Recreational & other Planning Skills.

Our expertise area in Urban Planning mainly includes:

- Urban Policy Plans
- Master Plans
- Regional Plans
- Zonal Plans
- Special Area Development Plans
- Urban Redevelopment/ Renewal Plans
- Slum free City Plans
- City Sanitation Plans

Our scope of work includes GIS based City Mapping, Preparation of Base Maps, Demographic Studies, Socio-economic surveys & analysis, Infrastructure analysis, DPR for various projects, Financial operating plan formulation, Community Consultations, Preparation of future Land use Maps, Coordination and Discussion with various Government Agencies and Policy Level Recommendations.

WHAT IS GROGRAPHIC INFORMATION SYSTEM?

A geographic information system (GIS) is a system designed to capture, store, manipulate, analyze, manage, and present all types of geographical data. The key word to this technology is **Geography** – this means that some portion of the data is spatial. In other words, data that is in some way referenced to locations on the earth.

HOW GIS SYSTEM WORKS IN FOUR SIMPLE STEPS:

REPL focuses on helping organizations in creation, conversion, updation, integration and evaluation of data through application of GIS, ERP and other technologies. It provides optimum, business driven solutions by undertaking consulting assignments and offers end to end geospatial consultancy and development services. The power and potential of these applications is limited only by one's imagination.

C. DESIGNING AND PLANNING SERVICES:

REPL has specialized division to provide most efficient Building design services to its clients. We have expertise in high-end Building Designing and Documentation Services. Our focus is always on the quality and innovation of Building Designing. We use latest technology platforms like Archicad, STR Vision, Solibri, BIM & Revit to provide state-of-art Designing solution.

REPL also has done equity investment in Singapore based company "Shing Design", to provide advance Designing solutions to its clients.

The company has specific expertise in most building types including:

- Health institutions
- Hotel
- Commercial and Office Complex
- Institutional
- Residential

OUR KEY AREA IN DESIGNING AND PLANNING SERVICES

D. STRUCTURAL DESIGN:

REPL has a dedicated team of experienced structural engineers who are working on range of projects pertaining to Residential, Commercial, Hotel, Malls & Multiplexes and Industrial Structures.

We work on latest technologies and software's of international standards viz. STAAD.PRO v8i, ETABS 13.1.4 and SAFE 2013.

Structural designing as being the key feature and backbone for any project is among the most important and crucial activity to be taken and which need expertise to solve typical problems.

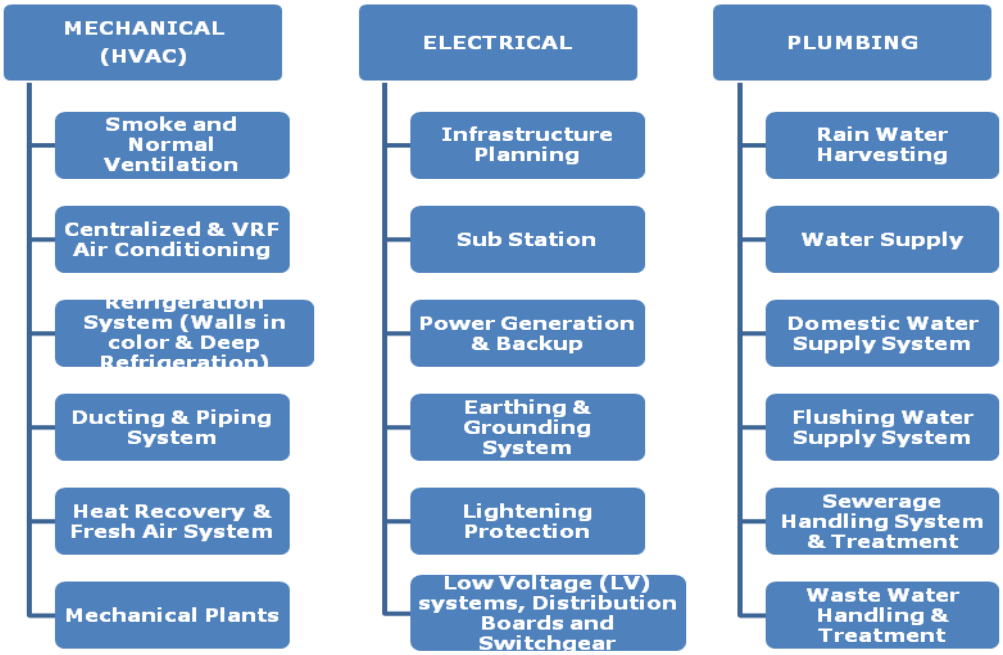
Structural designing is important for companies because it provides them cost effective and optimal structural design with the help of software such as ETABS, SAFE, and SAP etc.

OUR SPECIALIZED SKILLS IN STRUCTURAL DESIGN

- Design of pre-stressed & composite structures
- Wind analysis based on wind tunnel tests
- Cost optimizing solutions and techniques
- Expertise in geotechnical interpretative reports
- Mitigating earthquake forces

E. MEP SERVICES DESIGN

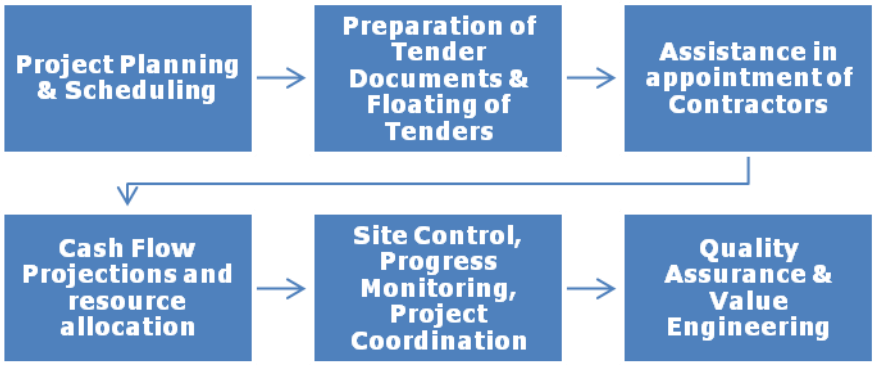
We also deliver services in MEP sector. MEP refers to planning and design in the areas of Mechanical, Electrical, and Plumbing (MEP) systems including developing polices, standards, inspection procedures, and performance and cost-estimating, construction planning etc. An MEP Engineer prepares and will review drawings, specifications, and cost estimates for the mechanical, electrical, and/or plumbing systems in the resulting facility. The following list contains some of our various activities in Mechanical, Electrical and Plumbing services:.



F. PROJECT MANAGEMENT CONSULTANCY:

Our Company has expertise in Planning, Organizing and Managing Resources along with proven Project Management Methodologies which enable us to deliver an effective service that provides significant benefit to our Clients. For this purpose, we have a team of Project Managers who have expertise in Building Designing, Planning, Engineering and Site Execution. We use STR Software for the PMC projects.

OUR WORKING METHODOLOGY IN PROJECT MANAGEMENT CONSULTANCY



OUR PROJECTS

1. SMART CITY MISSION:

Smart Cities Mission is an urban renewal and retrofitting program by the Government of India with the mission to develop 100 cities across the country making them citizen friendly and sustainable. The implementation of the Mission at the City level will be done by a Special Purpose Vehicle (SPV) created for the purpose. The SPV will plan, appraise, approve, release funds, implement, manage, operate, monitor and evaluate the Smart City development projects. Each smart city will have a SPV which will be headed by a full time CEO and have nominees of Central Government, State Government and ULB on its Board. The States/ULBs shall ensure that, (a) a dedicated and substantial revenue stream is made available to the SPV so as to make it self-sustainable and could evolve its own credit worthiness for raising additional resources from the market and (b) Government contribution for Smart City is used only to create infrastructure that has public benefit outcomes. The execution of projects may be done through joint ventures, subsidiaries, public-private partnership (PPP), turnkey contracts, etc suitably dovetailed with revenue streams.

REPL has been involved in the smart city mission of Government of India. In Phase I we were involved in developing the concept plan for Bhopal (M.P.) and Dehradun (Uttrakhand). We assisted the municipal corporations in bidding with the government for getting selected in the list under Smart City challenge. The plan for Bhopal Smart City was selected among the top 20 in the first list. In phase II we have been working as Project Monitoring Company with our collaboration partners to implement the Apporved Plan for three cities- Varanasi (U.P.), Indore (M.P.) and Kanpur (U. P.),

Smart City Varanasi **Client:** Varanasi Smart City Limited **Area:** 1389 Acres **Status:** Ongoing Project
Smart City Indore **Client:** Indore Smart City Development Limited **Area:** 742 Acres **Status:** Ongoing Project
Smart City Kanpur **Client:** Kanpur Smart City Limited **Area:** 2311 Acres **Status:** Ongoing Project

	BHOPAL SMART CITY	VARANASI SMART CITY	KANPUR SMART CITY	INDORE SMART CITY
SERVICES OFFERED	City level analysis and projection of social, physical, economic and infrastructure. Identification of projects at city level and area based level. Development of hubs with essential smart city features. Detailed urban designing, 3D – modelling and preparation of Project Costing and Operating Plans	REPL shall support the Varanasi Smart City Limited of the Varanasi in overall project Management of smart City projects, including designing, developing, managing and implementing smart city project identified by the city on the following two output:- Area Based Development and Pan City Solutions	REPL shall support the Kanpur Smart City Limited of the Kanpur in overall project Management of smart City projects, including designing, developing, managing and implementing smart city project identified by the city on the following two output:- Area Based Development and Pan City Solutions	Consultancy Services for Project Development and management of area based development projects which include Baseline mapping, Existing situation assessment, Project Identification, Preparation of Inception report, Conducting baseline study, Conducting Topographic & Engineering Survey.
COLLABORATION PARTNER	PriceWaterHouse Coopers Private Limited	Grant Thornton India LLP and ANB Consultants	Jones Lang LaSalle Property Consultants (India) Pvt. Ltd.	Knight Frank India Pvt. Limited
TENURE	-	3 Years	3 Years	3 Years
AREA	348.42 Acres	1389 Acres	2311 Acres	742 Acres
STATUS OF PROJECT	Completed	On Going	On Going	On Going

Other Projects in hand in Smart City Missions:

Indoor Sports Complex (Stadium) Project under Kanpur Smart City Project
Client: Kanpur Smart City Ltd.
Area of Project: 35.05 Acre
Status of Project: Ongoing

- Situation Analysis Report
- Feasibility Report
- Detailed Project Report
- Request For Proposal, Bill Of Quantity and Tender Drawings.

Command & Control Centre (CCC) Project under Kanpur Smart City.
Client: Kanpur Smart City Ltd.
Area of Project: 232 sq. km.
Status of Project: Ongoing

- Situation Analysis Report
- Feasibility Report
- Detailed Project Report
- Request For Proposal, Bill Of Quantity and Tender Drawings.

DPR for Mahu Naka Jucntion Flyover
Client: Indore Smart City Limited / Knight Frank
Status –Ongoing

- Existing Situation Report with Primary and Secondary Data Collection.
- Survey and investigations, Data analysis, feasibility Study, Design options, BOQ and Cost Estimates.
- Preparation of DPR.

2. URBAN PLANS & GIS

The Company has been providing the following services in the following Projects:

- Preparation of base map on GIS platform; integrating the master plans for all major cities; proposed and existing transit corridors; superimposition of proposed plan on revenue maps.

- Study & analysis of socio-economic, infrastructure, heritage, conversation and other aspect for identifying potentials and development constraints of specific area under this scheme

U.P Sub Regional Plan 2021 for NCR	Redevelopment Plan as Notified In Master Plan of Delhi-2021	Master Plan for 4 Towns in Odisha (Keonjhar, Baripada, Barbil, Dhenkanal)	Zonal Development Plans (Ghaziabad, Modinagar, Muradnagar, Lucknow)
Client: NCR Planning Cell, U.P. **Area:** Approx. 1 Mn. Hectare **Status:** Completed	**Area:** 2,510 Hectares **Status:**Project Completed	**Client:** Berhampur Municipal Corporation **Area:** 62,158 Hectares **Status:** Ongoing	**Client:** Ghaziabad Development Authority & Lucknow Development Authority **Area:** 20,000 Hectares (approx.) **Status:** Ongoing

Apart from the above projects and services, our Company was also a part of following projects for other services under Urban Plans & GIS:

City Development Plan
(10 Towns in M.P.)

Client: Urban Administration and Development Daprtment, Madhya Pradhesh
Area: 2,408 Hectares
Status: Project Completed

- Preparation of base map on GIS platform, preparation of city development plan with a city investment plan; analysis of physical, socio-economic and infrastructure status
- Projections and gap assessment of demography, housing and infrastructure for plan period

Slum-free City Plan of Action (SFCPoA) & DPR Under Rajiv Awas Yojna (RAY)

Client: Municipal Corporation of respective cities (9 cities from Bihar, M.P, Rajasthan & Odisha)
Status: Approved / Advanced Stage of Approval

- Identifying slum settlements and conducting socio-economic and infrastructure survey of slum settlements
- Slum free city plan of action prepare for 9 cities from 4 states in India
- DPR prepared for 58 slums in 10 cities

Spatial Plan for Special Purpose Infrastructure Corridor E 763, Republic of Serbia

Client: Republic of Serbia (RoS)
Status: Project Completed

- To prepare a strategic planning document which will guide in the development of E-763 corridor from Požega to Boljare
- Conceptual Design route of the highway with interchanges, intersections, bridges, tunnels etc.
- Analysis of network infrastructure, Demography, economic and social factors
- EIA (Environment Impact Analysis), SIA (Social Impact Analysis)

Preparation of Street Vending Plan for Ambala, Gurugram, Rohtak and Hisar Cluster – Haryana

Client: State Urban Development Authority, Haryana (SUDAH)
Status: Ongoing

- The task consists of Survey of street vendors through mobile application.
- GIS-based mapping, Gap analysis and provisions for Social Entitlement.
- Preparing de-duplication software, preparing city street vending plan.
- Preparing MIS software and
- Preparation of Detailed Implementation Plan (DIP).

Housing for All Plan of Action – HFAPoA for 128 Towns in Uttar Pradesh

Client: State Urban Development Authority, Uttar Pradesh. (SUDA)
Status: Ongoing

- Demand Survey through Camps
- 20% of Physical Verification of Demand Survey
- Organisation of stakeholders meeting as per guidelines.
- Data entry of and Non Slum Survey data Verification, Collection and compilation of data.
- Assessment of Urban Poor status in Slums – and Non –slums.
- Devising Development options for beneficiaries for verticals
    - Implementation Methodology
    - Formulation of Financial Plans

DPR & PMC for PMAY Projects in 128 Towns in Uttar Pradesh

Client: State Urban Development Authority, Uttar Pradesh. (SUDA)
Status: Ongoing

- 100% Physical verification
- Submission of Preliminary DPR & its Approval
- MIS Entry
- Preparation of beneficiary wise detail Engineering Designs, Drawings & Estimates for all Sizes of Plots
- Geo Tagging of beneficiaries

Housing for All Plan of Action – HFAPoA for 60 Towns in Bihar

Client: Bihar Urban Development Authority (BUDA)
Status: Ongoing

- Demand Survey through Camps
- Preparation of beneficiary list
- Organisation of stakeholders meeting as per guidelines.
- Data entry of and Non Slum Survey data Verification, Collection and compilation of data.

- Assessment of Urban Poor status in Slums – and Non –slums.
- Devising Development options for beneficiaries for verticals
    - Implementation Methodology
    - Formulation of Financial Plans

Housing for All Plan of Action – HFAPoA& DPR for 2 Towns in Madhya Pradesh

Client: Nagar Palika Parishad – Mandsaur & Tikam Garh
Status: Ongoing

- Assessment of present Slum situation, slum Mapping, Socio-economic Survey of all Slum Pockets and formulation of various Slums Development options.
- Analysis of existing housing market (Shortage Gaps, Supply & Demand)
- Selection of beneficiaries under various verticals of PMAY
- Costing and Financial Operating plan for each vertical under various phases.
- Assisting the ULB's to prepare the tender documentation for construction.

Housing for All Plan of Action – HFAPoA for 10 Towns in Rajasthan

Client: Rajasthan AwasVikas and Infrastructure Limited
Status: Ongoing

- Assessment of present Slum situation, slum Mapping, Socio-economic Survey of all Slum Pockets and formulation of various Slums Development options.
- Analysis of existing housing market (Shortage Gaps, Supply & Demand)
- Selection of beneficiaries under various verticals of PMAY
- Costing and Financial Operating plan for each vertical under various phases.
- Assisting the ULB's to prepare the tender documentation for construction.

Preparation of Street Vending Plan for Jhansi in Uttar Pradesh &Bhatinda in Punjab

Client: Municipal Corporation for Jhansi in Uttar Pradesh &Bhatinda in Punjab
Area: 16900 Hectare - Jhansi
11000 Hectare - Bhatinda
Status: Ongoing

- City Level and street level GIS Mapping
- Developing of Software for field Data Collection Including Photo and Biometric Information
- Street vendor Survey i.e Questionnaire, Coordinates, photo & Biometric Information
- Preparing ID cards for each street vendor.
- Preparing MIS Software.
- Preparing De-duplication Software
- Preparing of city street vending plan.
- Preparation of detailed implementation plan.

Master Plan for 5 Towns in Himachal – Dharamshala, Bir-Billing, Manikaran, Nagar, RekongPeo)

Client: Town & Country Planning Dept., Shimla
Area: 4163 Hectare
Status: Ongoing

- To arrange and prepare contoured base map based on satellite imagery.
- Conducting Various Surveys and studies for all the sectors, land suitability, availability of government land and making proposals for the year 2035.
- Preparation of policy framework, guidelines and regulations etc, including zonal regulations and bye laws.
- Identification of priority for development & Investment Plan.

Preparation of GIS Based Base map, Composite Sajra Mosaic & Existing Landuse Map of Development Area of NLRSADA, Nainital

Client: Lake Region Special Area Development Authority (NLRSADA)
Area: 5000 Hectare

Status: Ongoing

- Procurement of satellite Imagery of 0.5M Preferably
- Geo-reference and digitize of Sajra Maps.
- Composite Mosaic of all village Sajra Maps.
- Prepare Base Map
- Land Use Survey and existing land use Mapping
- Total Station Survey and DGPS Survey.
- Preparation of contour Map with 2.0m Interval.
- Physiographic i.e. Slop/Relief, DEM, Drainage Pattern.

DPR for Development of New Industrial Area in Pahadi District Morena, Madhya Pradesh - IIDC

Client: IIDC Gwalior
Area: 991,921 Acres
Status: Completed

- Preparation of Techno-economic Feasibility Report (Detailed Project Report), Survey, Project Design, Master Planning & Structuring, Bill of Quantity.
- Preparation of Documentation needed for obtaining loan from Financial Institution and completing the tasks of selection of construction Agency and a Quality Control Agency through a New Procurement Process for Setting up New Industrial Area in Pahadi Tehsil Banmore, District Morena

Techno Feasibility Study & Riverfront Development Master Plan of Rispnana&Bindal River, Dehradun

Client: Mussoorie Dehradun Development Authority (MDDA), Draft Submitted
Area: Bindal - 93.51 Acres
Rispana - 187.50 Acres
Status: Ongoing

- Preparation of Draft Zoning Plan
- Preparation of Infrastructure Development Plan with Block Estimate & financial model
- Land parcel identification to undertake Techno-Economic Feasibility
- Draft Feasibility with concept design of Identified Projects
- Preparation of Techno-Economic Feasibility Report

3. WATER MANAGEMENT & SEWAGE PROJECTS

Sewerage Scheme, Lucknow

Client: UP Jal Nigam
Area: 8,094 Hectares (approx.)
Status: Completed

- Project funded under the Central Government's flagship programme, JnNURM
- Preparation of DPR of District 2 and District 4 in Lucknow city
- Designing of sewerage rising main STP, preparation of sewer profile, layout drawing, preparation of estimates/BOQ, etc.

Augmentation of Water Supply Scheme, Blantyre City, Malawi, Africa

Client: Lucky Export
Status: DPR Approved

- Augmentation of water supply to Blantyre city through Mount Mulanje (up to 12 million liters per day)
- Present water supply to be augmented by Likhubula River, originating from Mulanje Mountain (approx. 60 KMs from the city)

River Pollution Abatement - Narmada

Client: Urban Administration and Development Dapartment, Madhya Pradhesh
Area: Feasibility Report Approved

- City sanitation plan for four towns under NRCP (National River Conservation Plan)
- Hoshangabad, Dhamnod, Karieli & Saikheda of M.P.
- Consultancy Involved: Solid waste management, river front development, sewerage, drainage & water supply systems

Detailed Project Report (DPR) for Group Water Supply Scheme 7 District (RajonMahi, Baneta, Badonkalan, Tejgargh, Semrikalan, Behori&Pahargarh) of Madhya Pradesh

Client: M.P. Jal Nigam, Maryadit
Status of Project: Completed

- Topographical Survey
- Detailed Design engineering
- Cost Estimation & BOQ
- Preparation of DPR
- Designing of Water Supply Scheme.

Detailed design engineering and preparation of DPR for argumentation of water supply scheme for Blantyre city in Malawi, Africa

Client: Lucky Export
Status of Project: Completed

- Topographical Survey
- Detailed Design engineering
- Cost Estimation & BOQ
- Preparation of DPR
- Designing of Water Supply Scheme.

Topographical Survey & Preparation of Detail Engineering Design & Drawing of Surface Water Based Water Supply Distribution System, CWR Main Preparation of BOQ for these items for Matihani, Begusarai Project at Bihar and Tapan&Gangarampur Project at West Bengal

Client: Gannon Dunkerley& Co. Ltd.
Status of Project: Ongoing

- Topographical Survey
- Preparation of Detail Engineering Design & Drawing of Surface Water Based Water Supply Distribution System
- CWR Main Preparation of BOQ
- Preparation of DPR

DPR for 24x7 Water Supply System, Integrated Sewerage System & Storm Water Drainage system for 59 towns in Bihar (Pkg-3, Darbhanga)

Client: Bihar Urban Infrastructure Development Corporation Ltd.
Status of Project: Completed

- Topographical Survey
- Preparation of Detail Engineering Design & Drawing of Surface Water Based Water Supply Distribution System
- CWR Main Preparation of BOQ
- Preparation of DPR

Detailed Project Report of Hydraulic Design & Storm Water Disposal from Donar Railway Gumti to Kamla River (Tinhi Bridge,), Darbhanga, Bihar

Client: Bihar Urban Infrastructure Development Corporation Ltd.
Status of Project: Completed

- Topographical Survey
- Preparation of Detail Engineering Design & Drawing of Surface Water Based Water Supply Distribution System
- CWR Main Preparation of BOQ
- Preparation of DPR

Detail Project Report of hydraulic Design & Storm Water Disposal 5 Nala Project at Bihar

Client: Bihar Urban Infrastructure Development Corporation Ltd.
Status of Project: Ongoing

- Topographical Survey
- Preparation of Detail Engineering Design & Drawing of Surface Water Based Water Supply Distribution System
- CWR Main Preparation of BOQ
- Preparation of DPR

DPR and Project Report on Water Supply System of Jabalpur City

Client: Municipal Corporation of Jabalpur (MCJ)
Status of Project: Completed

- Collection of Primary& secondary data
- Field Survey
- Design Engineering
- Project Cost & Financial viability
- Concept Report & Project Structuring
- Feasibility Report DPR & BOQ

Water Supply scheme for 3 Town (peri-urban area Nathuwawala, Pratit Nagar and Central Hope Town) of Dehradun, Uttrakhand

Client: Uttrakhand Jal Sansthan, Dehradun
Status of Project: Ongoing

- Topographical Survey
- Detailed Household Survey
- Planning of Zoning of system for efficient Services
- Detailed Designing and Preparation of Detailed Project Report

4. HI-TECH CITIES

Hi-Tech Township: Sushant Golf City, Lucknow

Client: Ansal Properties & Infrastructure Ltd.
Area: 6465 Acres
Status: Completed

- Consists of the parent city and its two extensions
- Detailed design for master plan, layout plan, water supply & irrigation network, sewerage disposal & storm water disposal network, traffic flow pattern, etc.
- Preparation of Detailed Project Report (DPR)

Wave City Hi-Tech Township, NH-24, Ghaziabad

Client: Uppal Chadha Hi-Tech Developers Pvt. Ltd.
Area: 5965 Acres
Status: Completed

- Conceptual planning and detail phase-wise planning
- Consultancy involved submission of feasibility report & DPR
- DPR included land acquisition strategy, planning infrastructure and services (roads, water supply, sewers, electrification and telecommunication), solid waste management, financial statistics, projects maintenance, etc.

Megapolis Hi-Tech City, Dadri
Client: Ansal API
Area: 2,504 Acres
Status: Completed

- Layout plan as per the Hi-tech Township Policy of U.P.
- B.D. planned at the centre of the layout with high-end services
- Designing of Infrastructure Services namely, road & transportation system, sewerage system, water supply system, drainage system & rainwater, harvesting system, electrical system

5. RESIDENTIAL

The Company has been a part of several Residential projects throughout the Country; the following are some examples of our Completed as well as ongoing projects and the services offered by us for the respective Projects:

Paarth Arka, Lucknow

Client: Paarth Infrabuild Pvt. Ltd.
Area: 19,00,000 Sq. Ft.
Status: Ongoing

- Located in the upcoming IT hub in Lucknow, energy-efficient luxurious group housing
- Designed with advanced technology involving BIM
- More than 40% green landscape area and 35% water saving over IGBC green homes baseline
- Consultancy for Design, Structural Design, MEP, PMC, Sales & Marketing, etc.

Omaxe Residency, Lucknow

Client: Omaxe Ltd.
Area: 604613 Sq. Ft.
Status: Completed

- It's a luxurious group housing project with landscapes and gardens.
- Strategically located within the hub of development and modernity.
- It has amenities like ultra-modern club house with swimming pool and Jacuzzi, shower, sauna bath, gymnasium, open and covered parking facility and children play area.
- Scope of work consists of, designing, Detailing and execution coordination.

Paarth Aadyant, Lucknow

Client: Paarth Infrabuild Pvt. Ltd.
Area: 12,00,000 Sq. Ft.
Status: Ongoing

- Group housing project consisting of six residential towers
- Residential built-up area is around 1.1 million Sq. Ft. with accommodation type 3 BHK

- Amenities include a large club with world-class convenience, billiards room, banquet hall, water bodies & fountains, kids play area, etc.

Navyug Smart Mini City, Allahabad (Affordable Housing)

Client: New Modern Buildwell Pvt. Ltd.
Area: 92,000 Sq. Ft. (approx.)
Status: Ongoing

- Located within Navyug Smart Mini City
- End to End Consultancy involving; design, Structural design & MEP ,Infrastructure services, PMC and Sales & Marketing
- 3 Towers, 156 Units of Type: 2BHK & 2 BHK + Study
- Earthquake resistant RCC Structure
- Club facilities with Restaurant, Cafeteria, Swimming Pool Gym, Indoor Sports etc.
- Car Parking, Beautifully landscaped Central Park with Water bodies

6. COMMERCIAL & INDUSTRIAL

Velocity Mall (Auto Mall), Lucknow

Client: Lakshya Real Infra Pvt. Ltd.
Area: 7,99,000 Sq. Ft.
Status: Concept Design submitted; Project Completed

- Designed to create a common venue for automobile industry in Lucknow
- Facilities of purchase & exhibition of automobiles of different brands
- Situated in landmark "Sushant Golf City", it comes along with an amphitheater, food court and commercial zones, etc.

Tulsiani (TCDL) Palacio Imperial White, Lucknow

Client: Tulsiani Construction and Developers Private Limited
Area: 4,57,000 Sq. Ft.
Status: Ongoing

- Landmark mixed-use development project
- Provides a whole range of 5-star facilities that combine colonial design with an ultra-modern feel
- Contains premium retail outlets, spacious office areas & luxurious residential spaces

Yamuna Expressway

Client: Yamuna Expressway Industrial Development Authority
Area: 500 Hectares
Status: Competition Drawing Submitted; Project Completed

- Design Competition done to provide high class commercial facilities to the commuters and residents along the Yamuna expressway in the vicinity of Buddha International Circuit
- The proposal consisted of Office spaces, Recreational facilities, Shopping Areas, Service apartment/hotels for the development

Bus Depot Project
Client: Uttar Pradesh State Road Transport Corporation (UPSRTC)
Area: 2,43,936 Sq. Ft.
Status: Completed

- Provided Structural drawing Electrical drawings and Services drawings for: Administrative building, Canteen building, Tool/time & Security room, Diesel and lubricant room, Meter room along with type 3 and type 4 residences, substation petrol pump and toilets

7. HOSPITALITY & EDUCATION

Tender Palm Hospital, Lucknow

Client: UP Healthcare Pvt. Ltd.
Area: 1,93,000 Sq. Ft.
Status: Ongoing

- 300-bedded hospital
- Provide medical services like Cardiology, Cardiac Surgery, Neurology, Neurosurgery, orthopedics, Surgical Gastroenterology, Urology, Nephrology, etc.

Hotel Clark Inn, Lucknow

Client: Paarth Infrabuild Pvt. Ltd.
Area: 7,50,000 Sq. Ft.
Status: Ongoing

- Fully furnished studio apartments.
- Tie-up with Clark Group of Hotels to maintain and provide services.
- Designed to offer luxuries of a hotel and warmth of a home. It includes club, banquet and pool.
- Scope of work includes, Design, Structure & MEP service, PMC & EPC Services, Sales & Marketing advisory.

Cricket Stadium & Academy, Lucknow

Client: Paarth Infrabuild Pvt. Ltd.
Status: Completed

- Located in Paarth Republic, Kanpur Road, Lucknow
- BCI-certified Stadium
- Famous Indian spinner, Harbhajan Singh will mentor and groom future cricketers

Grand View Suites Condomium, Geylang, Singapore

Client: Grand View Geylang Pte. Ltd.
Area: 50,000 Sq.Ft.
Status: Completed

- The development consists of 8 commercial units and 52 units of residential apartments.
- Situated in an old district of Geylang, it has a frontage of a conserved shophouse. The new condominium development is tightly integrated with the old shopfront.
- Scope of work consists of Design, Structural & MEP Services Co-ordination & Contract Administration

A SHING DESIGN PROJECT

8. OTHER PROJECTS

Foot-over Bridge, Lucknow

Client: Origin Advertising Pvt. Ltd.
Status: Project Completed

- Structural designing of a foot over bridge spanning 40 mts. for street pedestrian crossing

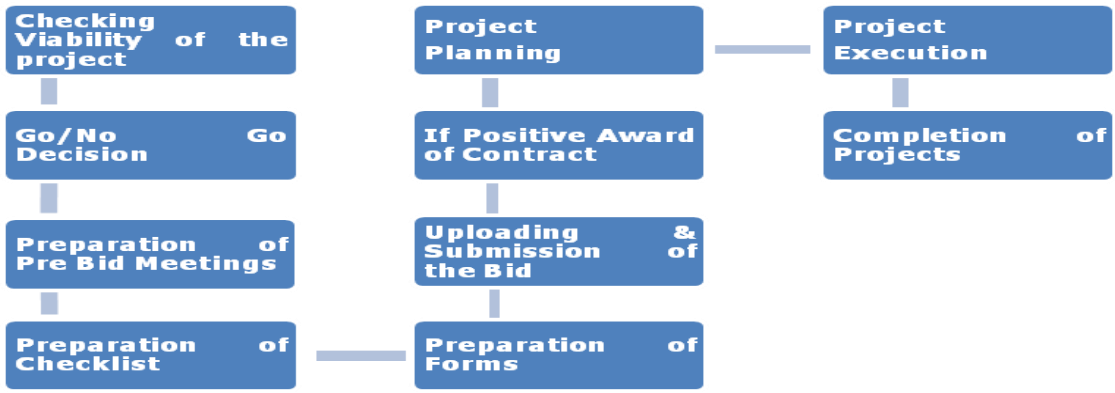
REPL Knowledge Center, Noida

Client: Despecto Realtors India P Limited
Area: 1,27,678 Sq. Ft. (built up including double basement)
Status: Ongoing

- It is LEED certified Platinum rated Office Building
- Amenities like health club, crèche, library, office spaces, incubation center, fab lab, food court and open air restaurants
- Green elements like horizontal green ramps, green balconies and terrace gardens are introduced in design to reduce the carbon footprint of the building.

BUSINESS PROCESS:

GOVERNMENT TENDERS:



PRIVATE TENDERS:

OUR COMPETITIVE STRENGTHS

WIDE RANGE OF SERVICES

Our Company has a service portfolio ranging from Infrastructural Services to Project Management Services. Basically, we provide end to end service regarding Infrastructure, whether its Designing, planning, Building Designing or Management of the whole project by supervising it, our Company make sure the plan comes to the execution as planned. Further, the services of our Company are explained in detail in this chapter later on.

RESEARCH AND DEVELOPMENT

Our Company has experienced and qualified team heads which constantly strive for innovations of new formulations. Being a service provider, we continuously need to upgrade our services and come up with something new with the demands of evolving market. Therefore, at our Noida unit, we focus on back testing every strategy and simultaneously develop new plans and designs considering the demand of the project.

EXPERIENCED PROMOTERS AND MANAGEMENT TEAM

Our Company is promoted by Mr. Pradeep Misra. Currently Mr. Pradeep Misra and Ms. Richa Misra are promoters of our Company. Mr. Pradeep Misra is the Managing Director of our company and manages routine operation while his wife is a Whole Time Director in the company and looks after accounting function. Mr. Pradeep Misra is a Civil Engineer with more than three decades of experience in the Real Estate Consultancy Industry. He has experience in executing projects for Building, designing, planning, project management etc.

WIDE RANGE OF CLIENT BASE

Our client base is not only limited to corporate but also include Government of India, number of State Governments, Municipalities of many States, and other government authorities and also include government of Countries other than India.

ORDER BOOK

As on April 30, 2018, we have projects of Rs. 31,038.52 Lakhs in hand out of which unbilled amount is Rs. 21,189.81 Lakhs.

Details of top 10 projects are as under:

Amount in Rs. In Lakh

Sr. No	Project Name	Name of Customer	Project Value	Total Billed Amount	Balance Project Value
1	End to End Consultancy services for New Group Housing (Phase -I of Aadyant - II (14.84 Acres Approx.) at Gomti Nagar Extension, Lucknow, UP	Paarth Infrabuild Pvt. Ltd.	5200.00	70.00	5130.00
2	End to End Consultancy services for Lucknow Group Housing Project (Aadyant) at Gomti Nagar Extension, Lucknow, Uttar Pradesh	Paarth Infrabuild Pvt. Ltd.	2345.31	2266.95	78.36
3	End to End Consultancy services for Paarth Republic (GH-3), Meeranpur Pinwat, Lucknow Kanpur Road, Lucknow, Uttar Pradesh for Paarth Infrabuild	Paarth Infrabuild Pvt. Ltd.	1914.50	1493.99	420.51
4	End to End Consultancy services for Group Housing-II (Arka) at Gomti Nagar Extension, Lucknow, Uttar Pradesh for Paarth	Paarth Infrabuild Pvt. Ltd.	1395.00	1198.54	196.46
5	PMC Services to Design, Develop, Manage and Implement Smart City Proposals for Kanpur Smart City, FORM FIN-3A (Breakdown of Remuneration-Professional Staff and Support Staff)	Kanpur Smart City Limited	1106.25	280.60	825.65

6	Consultancy for Building Information Management Implementation (BIM) works for (Humming, Phase-I) at Paarth Republic, Lucknow for New Modern Buildwell Pvt. Ltd	New Modern Buildwell Pvt. Ltd	1027.12	122.52	904.60
7	End to End Consultancy Services for Group Housing Project (Aryavarta Empire) at Sec-F, Sushant Golf City, Near Shaheed Path, Lucknow	New Modern Developers Private Limited	1020.00	112.13	907.88
8	Preparation of Detailed Project Report (DPR) & Providing PMC Services for projects under Beneficiary Led Construction in 18 Clusters for 635 ULBÆs under Pradhan Mantri Awas Yojana (Urban) for Cluster No.14,for Meerut Nagar Nigam Dist. Meerut in Uttar Pradesh for State Urban Development Agency, UP	State Urban Development Agency, (SUDA) U.P.	780.45	0.00	780.45
9	End to End Consultancy services for Paarth NU (Service Apartment) Project at Gomti Nagar Extension, Lucknow, Uttar Pradesh for Paarth Infrabuild	Paarth Infrabuild Pvt. Ltd.	775.00	703.28	71.72
10	Consultancy Services for Time Based-Task 1 & 3 - Breakdown of Remuneration - Professional Staff and Support Staff - FORM FIN-3A for Smart City Varanasi Project	Grant Thornton India LLP	757.50	141.30	616.20
Total			**16321.13**	**6389.31**	**9931.83**

LATEST AND MODERN TECHNOLOGY

We are always focused towards the technology up gradation. The Company is using various technologies such as Geographic Information System and use Archicad, REviT and BIM and Microsoft Navision for Operational and financials management.

STRENGTH

- 25 years of legacy
- We are providing integrated services to clients and also providing end-to-end solutions
- The Clientele of the Company is broad and large including Private as well as Public sector clients
- Expertise on complex projects such as Smart Cities, PMAY/ Affordable Housing, Integrated Townships & Regional Planning
- In-house technical expertise in diverse areas such as engineering, Building Designing, planning, fund management etc.

WEAKNESS

- Lesser Presence in South Indian region
- Limited experience on infrastructure projects other than Water Sector

OPPORTUNITIES

- Diversifying in related Infrastructure Sub-sectors like Roads & Bridges, Highways, Ports etc.
- Large EPC assignments from private sector
- More integrated PMC projects from government
- International Projects from South-East Asian Countries

THREATS

- Regional market players working with smaller set-up (run by individuals) and lesser profit-margins
- International Players with Deep pockets and are ready to fund their large working capital need from their internal connects**.**

OUR BUSINESS STRATEGIES

Strategies Reflect the Organization's Strengths, Vulnerabilities, Resources, and Opportunities. And, they also reflect the Organization's Competitors and its Market.

1. Expansion of Domestic Market

We intend to expand our geographical reach and enter the large domestic market for growth opportunities of our business. Currently we have limited presence and we plan to deepen our presence in the existing market and expand our reach and penetrate into the large available market by giving scale down low price solution and grab major market share.

2. Promotion of our brand recognition

We propose to increase the brand recognition through various brand building efforts, communication and various promotional initiatives. Such promotion would enhance the visibility of our brand and also enhance our business positioning and credibility as a serious long term service provider in the education sector.

3. Moving up the Value Chain

Our Company unceasingly endeavors to move up the value chain in terms of our learning and experiences. We believe that the more value we create, the most we can grow our competitive advantage. Through constant and focused efforts, we would keep improving our business model to bring the best services to our customers and constantly move up their value chain as well.

COLLABORATIONS:

We have entered into Business Consortium agreement with the following entity:

Sr. No	Company Name	Registered Office Address	Year of Incorporation	Paid Up Capital in Rs.	% of sharing of REPL in contract signed
1	Jones Lang Lasalle Property Consultants (India) Private Limited	1110, 11th Floor, Ashoka Estate, 24, Barakhamba Road, New Delhi 110001	1997	122,266,510	91%
2	Grant Thornton India LLP	L- 41 Connaught Circus Delhi 110001	2012	100,000	74%
3	Knight Frank(India) Private Limited	1st Floor, Paville House, Near Twin Towers, Off Veer Savarkar Marg, Prabhadevi, Mumbai 400025	1995	24,000,000	76%

OTHER AGREEMENTS

Our Company has not entered into any agreements/arrangement except under normal course of business of the Company, as on the date of filing of this Prospectus**.**

STRATEGIC/ FINANCIAL PARTNERS

Our Company does not have any strategic/ financial partner as on the date of filing of this Prospectus.

CAPACITY UTILIZATION

The services provided by our Company are majorly of Consultancy Services therefore capacity utilization is not applicable to us.

UTILITIES & INFRASTRUCTURE FACILITIES

Power
Our Company requires power for the normal requirement of the Office for lighting, systems etc. Adequate power is available which is met through the electric supply by BSES Rajdhani Power Limited. In addition, Power Back-up are also installed in the premises to ensure uninterrupted power supply in case of electricity cuts.

Water
Water required for human consumption and other purposes is fully met at the existing premises by internal supply.

Human Resources
We always believe that a motivated and empowered employee base is the key to our operations and business strategy. Over the years, we have developed a large pool of skilled and experienced personnel. Our human resource is a prudent mix of the experienced and young people which gives us the dual advantage of stability and growth, execution of services within time and quality. Our skilled resources together with our strong management team have enabled us to successfully implement our growth plans. As on May 31, 2018, Company has 172 employees on the payroll of the Company.

NATURE OF SERVICES OFFERED TO END-USERS
We are engaged in consultancy in Infrastructure sector, Urban Designing and planning, Building Designing and Project Management Services. The end-users of our services are Government of India (GOI), State Governments (SG), Municipal Corporation of Various State Governments, Builders & Constructors etc.

MARKETING
Our Company has strong relationship with our clients who have been associated with our Company for a long period. Our marketing team has the experienced professionals who continuously communicate with the clients in order to understand their concerns and needs. This also helps Company in developing and improving our services.

Further, Company also uses other formal marketing channels like advertisement in Print Media, Distributing Brochures, display of Boards or Hoardings, etc.

After completion of projects our marketing team take necessary feedback from the concerned clients and inform all the positive as well as negative experience of the Clients to the Company**.**

COMPETITION
The industry in which we operate is very competitive and almost all of our competitors are non listed entities; some of our competitors are as follows:
1. Feedback Infra Private Limited
2. Mott MacDonald Pvt Ltd
3. STUP Consultants Private Limited
4. Aashray Design Consultants Pvt Ltd
5. Mars Planning & Engineering Services Pvt. Ltd.
6. Tandon Urban Solutions Pvt. Ltd. (TUSPL) (Formerly known as Tandon & Associates)
7. Voyants Solutions Private Limited

INSURANCE
We currently have insurance policy for fire and special perils for our registered and corporate office, the details of the same are as follows:

Name of Insurance company	Annual Premium	Property covered	Amount of cover	Nature of cover	Date of Last Renewal	Renewal Date
ICICI Lombard General Insurance	2,999.56	Electrical fittings & Installations	2,000,000	Fire & Special Peril Insurance	30-11-2017	29-11-2018

ICICI Lombard General Insurance	12,000.60	Electrical fittings & Installations	11,000,000	Fire & Special Peril Insurance	30-11-2017	29-11-2018

PROPERTIES

Intellectual Properties:
The following are the trademarks/wordmark registered in the name of our Company under The Trademarks Act, 1999:

Trademark	Date of Application	Trademark No.	Class	Current Status
	19/04/2007	1551228	35	Registered

The following are the trademarks/wordmark registered in the name of our Promoter cum Managing Director i.e. in the name of Mr. Pradeep Misra under The Trademarks Act, 1999:

Trademark	Date of Application	Trademark No.	Class	Current Status
	12/07/2012	2362496	37	Registered

Land & Properties:

S. No.	Location of the Property	Area	Lessor Name	Lease Period		Rent/ Purchase price
				From	To	
1.	820, Antriksh Bhawan, 22 KG Marg, Connaught Place, New Delhi – 110001	633 Sq. Ft.	Samad Trade Links Private Limited	01.03.2018	28.02.2021	Rs. 79,125 per month
2.	House No. 274, Ground Floor, Saket Nagar, Indore MP-452018	1200 Sq. Ft.	Mr. Bharat Kumar Aidasani	15.12.2017	14.11.2018	Rs. 46,200 per month
3.	Ground Floor of Uttar Bharat Yuwak Bhawan, 13, Rana Pratap Marg, Lucknow	2400 Sq. Ft.	Kishori Lal Associate	16.08.2015	15.08.2018	Rs. 138,240 Per month
4.	A-6, Sector 58, Noida, Uttar Pradesh,	11,763 Sq. Ft.	Pushp Products Private Limited	01.04.2016	31.03.2019	Rs. 469,640 Per month
5.	Flat No. 202, Nanda Apartments, Kaushambhi, Ghaziabad, Uttar Pradesh	145 Sq. Mt.	Ms. Gyanwati Misra	01.12.2016	30.11.2019	Rs. 30,000 Per month
6.	Flat No. 818, 8th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi	550 Sq. Ft.	Mrs. Ritu Ansal	01.03.2018	31.01.2019	Rs. 70,000 Per month

7.	Flat No. 816, 8th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi	590 Sq. Ft.	Mrs. Shweta Charla & Mrs. Shweta Ansal	01.08.2015	31.07.2018	Rs. 65136 Per Month

OUR LOCATIONS

Registered Office	820, Antriksh Bhawan, 22 KG Marg, Connaught Place, New Delhi – 110001
Corporate Office	A-6, Sector-58, Noida-201 301, India
BRANCHES OR PROJECT OFFICE	
City	**Address**
Delhi	Flat No. 816, 8th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi
	Flat No. 818, 8th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi
Ghaziabad	Flat No. 202, Nanda Apartments, Kaushambhi, Ghaziabad, Uttar Pradesh
Lucknow	Ground Floor, YUVA Bhawan, YMCA Campus, 13, Rana Pratap Marg, Lucknow-226 001, India
Kanpur	Kanpur Nagar Nigam Mukhyalya, 3rd Floor, Moti Jheel, Kanpur, U.P-208002
Varanasi	Varanasi (SPV) Municipal Corporation, HQ, 3rd Floor, Sigra, Varanasi, U.P-221010, India
Indore	House No. – 274, Saket Nagar, Indore, (M.P.) – 452018, India

INTERNATIONAL & NATIONWIDE PRESENCE

Revenue from operation - Country Wise

(Rs. in Lakh)

Country Name	Till 31.12.2017	2016-17	2015-16	2014-15	2013-14	2012-13
India	2158.58	2,756.39	3,241.43	3,418.62	3,170.64	2,135.07
Dubai	0.00	0.00	0.00	0.00	0.00	0.00
Nigeria	0.00	0.00	0.00	0.00	0.00	0.38
Saudi Arabia	0.00	0.00	0.00	0.00	0.00	0.44
SHARJAH	0.00	0.00	0.00	0.00	0.00	0.21
SINGAPORE	0.00	0.00	46.58	68.17	0.00	0.00
Sri Lanka	0.00	0.00	0.00	0.00	0.00	0.33
Sudan	0.00	0.00	0.00	0.00	0.00	0.90
UAE	0.00	0.00	0.00	0.00	0.00	0.77
United Kingdom	968.29	0.00	0.00	0.00	0.00	0.10
Total	**3126.88**	**2,756.39**	**3,288.01**	**3,486.79**	**3,170.64**	**2,138.33**

Revenue from operation-State Wise

(Rs. in Lakh)

Name of State	Till 31.12.2017	2016-17	2015-16	2014-15	2013-14	2012-13
Andhra Pradesh	0.00	0.00	0.00	1.25	1.04	1.22
Assam	0.00	0.00	0.00	0.97	4.07	2.27
Bihar	179.98	27.15	30.49	190.53	56.29	1.06
Chandigarh	0.00	0.00	2.00	0.00	0.00	0.00
Chhattisgarh	0.00	0.00	0.15	0.00	0.36	0.54
Chittorgarh	0.00	0.00	0.00	0.72	0.00	0.00

Delhi	350.38	675.43	895.52	1,121.57	1,464.62	1,308.73
Goa	0.00	0.00	0.00	0.52	0.00	0.00
Gujarat	0.00	0.00	0.00	1.11	0.08	2.52
Haryana	45.69	51.18	0.00	0.81	24.13	6.38
Himachal Pradesh	18.47	1.56	4.62	0.06	1.84	0.34
Hyderabad	0.00	0.00	0.00	0.42	1.14	2.38
Imphal	0.00	0.00	0.00	0.00	0.00	0.80
Jammu & Kashmir	0.00	0.00	0.00	0.34	0.33	0.72
Jharkhand	0.00	7.75	0.00	18.32	107.86	27.93
Karnataka	16.95	0.00	0.60	5.48	3.29	4.11
Kerala	0.00	0.00		0.53	4.20	10.50
Madhya Pradesh	17.12	71.58	80.80	71.89	174.12	46.45
Maharashtra	83.18	34.07	41.74	3.11	4.06	2.36
Meghalaya	0.00	0.00	0.00	0.47	0.83	0.73
Nagaland	0.00	0.00	0.00	0.00	0.23	0.00
Orissa	6.49	32.87	74.19	30.42	63.14	34.77
Pune	0.00	0.00	0.00	0.00	0.00	0.08
Punjab	4.89	3.42	0.00	0.57	1.10	0.36
Rajasthan	41.91	16.32	0.00	18.91	19.48	55.56
Tamil Nadu	0.00	0.00	0.00	1.48	1.11	1.78
Tripura	0.00	0.00	0.00	0.00	0.59	
Uttar Pradesh	1367.16	1,826.20	2,044.42	1,947.73	1,232.25	618.59
Uttrakhand	7.10	8.86	66.91	0.65	2.47	2.67
West Bengal	9.26	0.00	0.00	0.77	2.00	2.20
Total	**2158.58**	**2,756.39**	**3,241.43**	**3,418.62**	**3,170.64**	**2,135.07**

Revenue from operation - Department Wise

(Rs. in Lakh)

Department	Till 31.12.2017	2016-17	2015-16	2014-15	2013-14	2012-13
Designing	124.36	486.57	508.27	565.24	765.75	622.32
Infra Services	235.12	372.51	525.24	536.20	943.07	498.79
Planning	496.35	164.29	157.32	165.98	313.71	332.36
Project Management Consultancy	2,271.04	1,733.01	2,097.18	2,219.38	1,148.12	684.86
Grand Total	**3,126.88**	**2,756.39**	**3,288.01**	**3,486.79**	**3,170.64**	**2,138.33**

Revenue from operation – Sector Wise

(Rs. in Lakh)

Sector	Till 31.12.2017	2016-17	2015-16	2014-15	2013-14	2012-13
Government Sector	1,373.14	362.29	300.39	355.47	501.88	229.75
Private Sector	1,753.73	2,394.10	2,987.62	3,131.32	2,668.76	1,908.58
Total	**3,126.88**	**2,756.39**	**3,288.01**	**3,486.79**	**3,170.64**	**2,138.33**

LIST OF TOP MAJOR CLIENTS

Sr. No.	Name of Party
1	UK Global Healthcare Ltd.
2	Paarth Infrabuild Pvt. Ltd.
3	State Urban Development Agency, (SUDA) U.P.
4	New Modern Buildwell Pvt. Ltd
5	APIL – LKO
6	Knight Frank (India) Pvt. Ltd. - Indore Smart City
7	BUIDCO LTD
8	Bihar Urban Development Agency
9	Rajasthan Avas Vikas & Infrastructure Ltd
10	State Urban Development Agency, Haryana

DEPARTMENT WISE EMPLOYEE BREAK UP AS ON MAY 31, 2018

Department	Number of Employees
Accounts & Finance	7
Administration	11
Engineering & Building Designing	94
Business Development	5
Human Resource	5
Marketing & Sales	6
Planning & Operation	21
Legal & Audit	3
IT & ERP	6
Office Assistance	9
Key Persons	2
Land & Revenue	2
Purchases	1
Total	**172**

Injunction or restraining orders
The Company is not operating under any injunction or restraining order.

Details regarding acquisition of business/undertakings, mergers, amalgamation, revaluation of assets etc:
There is no acquisition of business/undertakings, mergers, amalgamation, revaluation of assets etc as on the date of filing of this Prospectus.

Shareholders Agreement
There are no subsisting shareholders agreements among our shareholders in relation to our Company, to which our Company is a party or otherwise has notice of the same.

Defaults or rescheduling of borrowings with financial institutions/ banks
There have been no defaults or rescheduling of borrowings with financial institutions in respect of our current borrowings from lenders.

Number of Shareholders of our Company
Our Company has 8 (Eight) shareholders as on the date of filing the Prospectus with NSE.

KEY INDUSTRY REGULATIONS

The following description is an overview of certain laws and regulations in India, which are relevant to our Company. Certain information detailed in this chapter has been obtained from publications available in the public domain. The regulations set out below are not exhaustive, and are only intended to provide general information to applicants and is neither designed nor intended to be a substitute for professional legal advice.

The statements below are based on current provisions of Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions. For details of government approvals obtained by us, see the chapter titled "Government and Other Statutory Approvals" beginning on page 265 of this Prospectus.

LAWS RELATING TO EMPLOYMENT AND LABOUR

REGULATION GOVERNING LABOUR LAWS

CHILD LABOUR (PROHIBITION AND REGULATION) ACT, 1986
This statute prohibits employment of children below 14 years of age in certain occupations and processes and provides for regulation of employment of children in all other occupations and processes. Under this Act the employment of child labour in the building and construction industry is prohibited.

THE EMPLOYEES PROVIDENT FUNDS AND MISCELLANEOUS PROVISIONS ACT, 1952
("Employees Provident Fund and Miscellaneous Provisions Act")
The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 is a social welfare legislation to provide for the institution of Provident Fund, Pension Fund and Deposit Linked Insurance Fund for employees working in factories and other establishments. The Act aims at providing social security and timely monetary assistance to industrial employees and their families when they are in distress. The Act is administered by the Government of India through the Employees' Provident Fund Organisation (EPFO).

The following three schemes have been framed under the Act by the Central Government:
(a) The Employees' Provident Fund Schemes, 1952;
(b) The Employees' Pension Scheme, 1995; and
(c) The Employees' Deposit-Linked Insurance Scheme; 1976.

The Central Government has been constituted Employees' Provident Funds Appellate Tribunal to exercise the powers and discharge the functions conferred on such by Employees' Provident Funds and Miscellaneous Provisions Act, 1952.

PAYMENT OF GRATUITY ACT, 1972 (Gratuity Act)
The Payment of Gratuity Act, 1972 ("Act") was enacted with the objective to regulate the payment of gratuity, to an employee who has rendered for his long and meritorious service, at the time of termination of his services. A terminal Lump sum benefit paid to a worker when he or she leaves employment after having worked for the employer for a prescribed minimum number of years is referred to as "gratuity." The provisions of the Act are applicable to all the factories. The Act provides that within 30 days of opening of the establishment, it has to notify the controlling authority in Form A and thereafter whenever there is any change in the name, address or change in the nature of the business of the establishment a notice in Form B has to be filed with the authority. The Employer is also required to display an abstract of the Act and the rules made there-under in Form U to be affixed at the or near the main entrance. Further, every employer has to obtain insurance for his Liability towards gratuity payment to be made under Payment of Gratuity Act 1972, with Life Insurance Corporation or any other approved insurance fund.

PAYMENT OF BONUS ACT, 1965 (POB Act)
The Payment of Bonus Act, 1965 is applicable to every establishment employing 20 or more employees. The said Act provides for payment of the minimum bonus to the employees specified under the Act. It further requires the maintenance of certain books and registers such as the register showing

computation of the allocable surplus; the register showing the set on & set off of the allocable surplus and register showing the details of the amount of Bonus due to the employees. Further it also require for the submission of Annual Return in the prescribed form (FORM D) to be submitted by the employer within 30 days of payment of the bonus to the Inspector appointed under the Act.

WORKMEN'S COMPENSATION ACT 1923 (WCA)

This Act came into force on 1st April, 1924. It aims at providing financial protection to workmen and their dependants in case of accidental injury by means of payment of compensation by the employers. However, here the employer shall not be liable in respect of any injury that does not result in the total or partial disablement of the workmen for a period exceeding 3 days in respect of any injury not resulting in death, caused by an accident which was due to the reason that workman was under the influence of drugs, or due to his wilful disobedience of an order expressly given to him, or a wilful removal or disregard of any safety device by the workmen, or when the employee has contacted a disease which is not directly attributable to a specific injury caused by the accident or to the occupation.

EMPLOYEES STATE INSURANCE ACT, 1948 (ESI Act)

The promulgation of Employees' State Insurance Act, 1948(ESI Act), by the Parliament was the first major legislation on social Security for workers in independent India. It was a time when the industry was still in a nascent stage and the country was heavily dependent on an assortment of imported goods from the developed or fast developing countries. The deployment of manpower in manufacturing processes was limited to a few select industries such as jute, textile, chemicals etc. The legislation on creation and development of a fool proof multidimensional Social Security system, when the country's economy was in a very fledgling state was obviously a remarkable gesture towards the socio economic amelioration of a workface though limited in number and geographic distribution. India, notwithstanding, thus, took the lead in providing organized social protection to the working class through statutory provisions.

The ESI Act, 1948, encompasses certain health related eventualities that the workers are generally exposed to such as sickness, maternity, temporary or permanent disablement, Occupational disease or death due to employment injury, resulting in loss of wages or earning capacity-total or partial. Social security provision made in the Act to counterbalance or negate the resulting physical or financial distress in such contingencies, are thus, aimed at upholding human dignity in times of crises through protection from deprivation, destitution and social degradation while enabling the society the retention and continuity of a socially useful and productive manpower.

INDUSTRIAL DISPUTES ACT, 1947 ("ID ACT") AND INDUSTRIAL DISPUTE (CENTRAL) RULES, 1957

The ID Act and the Rules made thereunder provide for the investigation and settlement of industrial disputes. The ID Act was enacted to make provision for investigation and settlement of industrial disputes and for other purposes specified therein. Workmen under the ID Act have been provided with several benefits and are protected under various labour legislations, whilst those persons who have been classified as managerial employees and earning salary beyond prescribed amount may not generally be afforded statutory benefits or protection, except in certain cases. Employees may also be subject to the terms of their employment contracts with their employer, which contracts are regulated by the provisions of the Indian Contract Act, 1872. The ID Act also sets out certain requirements in relation to the termination of the services of the workman. The ID Act includes detailed procedure prescribed for resolution of disputes with labour, removal and certain financial obligations up on retrenchment. The Industrial Dispute (Central) Rules, 1957 specify procedural guidelines for lockouts, closures, lay-offs and retrenchment.

CONTRACT LABOUR (REGULATION AND ABOLITION) ACT, 1970

The purpose of Contract Labour (Regulation and Abolition) Act, 1970 is to regulate the employment of contract labour in certain establishments to provide for its abolition and certain circumstances and for matters connected herewith.

THE EMPLOYEES PENSION SCHEME, 1995

Family pension in relation to this act means the regular monthly amount payable to a person belonging to the family of the member of the Family Pension Fund in the event of his death during the period of reckonable service. The scheme shall apply to all the employees who become a member of the EPF or PF of the factories provided that the age of the employee should not be more than 59 years in order to be eligible for membership under this act. Every employee who is member of EPF or PF has an option of the

joining scheme. The employer shall prepare a Family Pension Fund contribution card in respect of the entire employee who is member of the fund.

MINIMUM WAGES ACT, 1948

The Minimum Wages Act, 1948 (—MWAǁ) came into force with an objective to provide for the fixation of a minimum wage payable by the employer to the employee. Under the MWA, every employer is mandated to pay the minimum wages to all employees engaged to do any work skilled, unskilled, and manual or clerical (including out-workers) in any employment listed in the schedule to the MWA, in respect of which minimum rates of wages have been fixed or revised under the MWA. Construction of Buildings, Roads, and Runways are scheduled employments. It prescribes penalties for non-compliance by employers for payment of the wages thus fixed.

MATERNITY BENEFIT ACT, 1961

The Maternity Benefit Act, 1961 provides for leave and right to payment of maternity benefits to women employees in case of confinement or miscarriage etc. The act is applicable to every establishment which is a factory, mine or plantation including any such establishment belonging to government and to every establishment of equestrian, acrobatic and other performances, to every shop or establishment within the meaning of any law for the time being in force in relation to shops and establishments in a state, in which ten or more persons are employed, or were employed, on any day of the preceding twelve months; provided that the state government may, with the approval of the Central Government, after giving at least two months' notice shall apply any of the provisions of this act to establishments or class of establishments, industrial, commercial, agricultural or otherwise.

EQUAL REMUNERATION ACT, 1976

The Equal Remuneration Act 1976 provides for payment of equal remuneration to men and women workers and for prevention discrimination, on the ground of sex, against Female employees in the matters of employment and for matters connected therewith. The act was enacted with the aim of state to provide Equal Pay and Equal Work as envisaged under Article 39 of the Constitution.

INTELLECTUAL PROPERTY LAWS

TRADEMARKS ACT, 1999 (TM Act)

A trademark is used in relation to goods so as to indicate a connection in the course of trade between the goods and a person having the right as proprietor or user to use the mark. The Trademarks Act, 1999, (Trademarks Act) governs the registration, acquisition, transfer and infringement of trademarks and remedies available to a registered proprietor or user of a trademark. Registration is valid for a period of 10 years but can be renewed in accordance with the specified procedure. As per the Trademarks (Amendment) Bill, 2009, Registrar of Trade Marks is empowered to deal with international applications originating from India as well as those received from the International Bureau and maintain a record of international registrations. It also removes the discretion of the Registrar to extend the time.

COPYRIGHTS ACT, 1957 (Copyright)

The Copyrights Act governs copyright protection in India. Under the Copyright Act, copyright may subsist in original literary, dramatic, musical or artistic works, cinematograph films, and sound recordings. Following the issuance of the International Copyright Order, 1999, subject to certain exceptions, the provisions of the Copyright Act apply to nationals of all member states of the World Trade Organization.

While copyright registration is not a prerequisite for acquiring or enforcing a copyright, registration creates a presumption favoring ownership of the copyright by the registered owner. Copyright registration may expedite infringement proceedings and reduce delay caused due to evidentiary considerations. Once registered, the copyright protection of a work lasts for 60 years.

The remedies available in the event of infringement of a copyright under the Copyright Act include civil proceedings for damages, account of profits, injunction and the delivery of the infringing copies to the copyright owner. The Copyright Act also provides for criminal remedies, including imprisonment of the accused, imposition of fines and seizure of infringing copies.

PATENTS ACT, 1970 (Patent Act)

The purpose of the Patent Act in India is to protect inventions. Patents provide the exclusive rights for the owner of a patent to make, use, exercise, distribute and sell a patented invention. The patent

registration confers on the patentee the exclusive right to use, manufacture and sell his invention for the term of the patent. An application for a patent can be made by (a) person claiming to be the true and first inventor of the invention; (b) person being the assignee of the person claiming to be the true and first invention in respect of the right to make such an application; and (c) legal representative of any deceased person who immediately before his death was entitled to make such an application. Penalty for the contravention of the provisions of the Patents Act include imposition of fines or imprisonment or both.

THE INFORMATION TECHNOLOGY ("IT") ACT, 2000

This Act aims to provide the legal infrastructure for e-commerce in India. And the cyber laws have a major impact for e-businesses and the new economy in India. So, it is important to understand what are the various perspectives of the IT Act, 2000 and what it offers. The Information Technology Act, 2000 also aims to provide for the legal framework so that legal sanctity is accorded to all electronic records and other activities carried out by electronic means. The Act states that unless otherwise agreed, an acceptance of contract may be expressed by electronic means of communication and the same shall have legal validity and enforceability.

PROPERTY RELATED LAWS

TRANSFER OF PROPERTY ACT, 1882

The transfer of property, including immovable property, between living persons, as opposed to the transfer of property by the operation of law, is governed by the Transfer of Property Act, 1882 ("T.P. Act"). The T.P. Act establishes the general principles relating to the transfer of property including among other things identifying the categories of property that are capable of being transferred, the persons competent to transfer property, the validity of restrictions and conditions imposed on the transfer and the creation of contingent and vested interest in the property.

THE INDIAN STAMP ACT, 1899

Stamp duty is payable on all instruments/ documents evidencing a transfer or creation or extinguishment of any right, title or interest in immoveable property. The Indian Stamp Act, 1899 (the "Stamp Act") provides for the imposition of stamp duty at the specified rates on instruments listed in Schedule I of the Stamp Act. However, under the Constitution of India, the states are also empowered to prescribe or alter the stamp duty payable on such documents executed within the state. Instruments chargeable to duty under the Stamp Act but which have not been duly stamped, are incapable of being admitted in court as evidence of the transaction contained therein. The Stamp Act also provides for impounding of instruments by certain specified authorities and bodies and imposition of penalties, for instruments which are not sufficiently stamped or not stamped at all Instruments which have not been properly stamped instruments can be validated by paying a penalty of up to 10 times of the total duty payable on such instruments.

INDIAN EASEMENTS ACT, 1882

An easement is a right which the owner or occupier of land possesses for the beneficial enjoyment of that land and which permits him to do or to prevent something from being done, in or upon, other land not his own. Under the Indian Easements Act, 1882, a license is defined as a right to use property without any interest in favour of the lessee. The period and incident may be revoked may be provided in the license agreement entered in between the licensee and the licensor.

TAXATION & DUTY LAWS

INCOME TAX ACT, 1961

The government of India imposes an income tax on taxable income of all *persons* including individuals, Hindu Undivided Families(HUFs), companies, firms, association of persons, body of individuals, local authority and any other artificial judicial person. Levy of tax is separate on each of the persons. The levy is governed by the Indian Income Tax Act, 1961. The Indian Income Tax Department is governed by CBDT and is part of the Department of Revenue under the Ministry of Finance, Govt. of India. Income tax is a key source of funds that the government uses to fund its activities and serve the public. The quantum of tax determined as per the statutory provisions is payable as: a) Advance Tax; b) Self-Assessment Tax; c) Tax Deducted at Source (TDS); d) Tax Collected at Source (TCS); e) Tax on Regular Assessment.

GOODS AND SERVICE TAX (GST)

Goods and Services Tax (GST) is levied on supply of goods or services or both jointly by the Central and State Governments. It was introduced as The Constitution (One Hundred and First Amendment) Act 2017 and is governed by the GST Council. GST provides for imposition of tax on the supply of goods or services and will be levied by centre on intra-state supply of goods or services and by the States including Union territories with legislature/ Union Territories without legislature respectively. A destination based consumption tax GST would be a dual GST with the centre and states simultaneously levying tax with a common base. The GST law is enforced by various acts viz. Central Goods and Services Act, 2017 (CGST), State Goods and Services Tax Act, 2017 (SGST), Union Territory Goods and Services Tax Act, 2017 (UTGST), Integrated Goods and Services Tax Act, 2017 (IGST) and Goods and Services Tax (Compensation to States) Act, 2017 and various rules made thereunder. It RELaces following indirect taxes and duties at the central and state levels:

Central Excise Duty, Duties of Excise (Medicinal and Toilet Preparations), additional duties on excise – goods of special importance, textiles and textile products, commonly known as CVD – special additional duty of customs, service tax, central and state surcharges and cusses relating to supply of goods and services, state VAT, Central Sales Tax, Luxury Tax, Entry Tax (all forms), Entertainment and Amusement Tax (except when levied by local bodies), taxes on advertisements, purchase tax, taxes on lotteries, betting and gambling.

It is applicable on all goods except for alcohol for human consumption and five petroleum products. Taxpayers with an aggregate turnover of Rs. 20 lakhs would be exempt from tax. The exemption threshold for special category of states like North-East shall be Rs. 10 lakhs. Small taxpayers with an aggregate turnover in preceding financial year upto Rs. 75 lakhs (50 lakhs in case of special category states) may opt for composition levy. Under GST, goods and services are taxed at the following rates, 0%, 5%, 12% and 18%. There is a special rate of 0.25% on rough precious and semi-precious stones and 3% on gold. In addition a cess of 15% or other rates on top of 28% GST applies on few items like aerated drinks, luxury cars and tobacco products. The rate of tax for CGST and SGST/UTGST shall not exceed –

a. 2.5% in case of restaurants etc.
b. 1% of the turnover in state/UT in case of manufacturer
c. 0.5% of the turnover in state/ UT in case of other supplier

Export and supplies to SEZ shall be treated as zero-rated supplies. Import of goods and services would be treated as inter-state supplies. Every person liable to take registration under these Acts shall do so within a period of 30 days from the date on which he becomes liable to registration. The Central/State authority shall issue the registration certificate upon receipt of application. The Certificate shall contain fifteen digit registration number known as Goods and Service Tax Identification Number (GSTIN). In case a person has multiple business verticals in multiple location in a state, a separate application will be made for registration of each and every location. The registered assesses are then required to pay GST as per the rules applicable thereon and file the appropriate returns as applicable thereon.

IMPORTANT GENERAL LAWS

THE COMPANIES ACT, 2013

The Companies Act, 2013, has been introduced to Replace the existing Companies Act, 1956 in a phased manner. The Ministry of Corporate Affairs has vide its notification dated September 12, 2013 notified 100 Sections and on March 26, 2014 notified 183 Sections of the Companies Act, 2013. The same are applicable from September 12, 2013 and April 01, 2014, respectively. The Ministry of Corporate Affairs has issued the rules and new improved e-forms complementary to the Act establishing the procedure to be followed by companies in order to comply with the substantive provisions of the Act.

THE FOREIGN EXCHANGE MANAGEMENT ACT, 1999

As laid down by the FEMA Regulations, no prior consents and approvals are required from the Reserve Bank of India, for Foreign Direct Investment under the automatic route within the specified sectoral caps. In respect of all industries not specified as FDI under the automatic route, and in respect of investment in excess of the specified sectoral limits under the automatic route, approval may be required from the FIPB and/or the RBI. The RBI, in exercise of its power under the FEMA, has notified the Foreign Exchange Management (Transfer of Issue of Security by a person Resident Outside India) Regulations, 2000 ("FEMA Regulations") to prohibit, restrict or regulate, transfer by or issue security to

a person resident outside India. Foreign investment in India is governed primarily by the provisions of the FEMA which relates to regulation primarily by the RBI and the rules, regulations and notifications there under, and the policy prescribed by the Department of Industrial Policy and Promotion, Ministry of Commerce & Industry, Government of India.

THE ARBITRATION AND CONCILIATION ACT, 1996

This act was enacted by Parliament in the Forty-seventh Year of the Republic of India to consolidate and amend the law relating to domestic arbitration, international commercial arbitration and enforcement of foreign arbitral awards as also to define the law relating to conciliation and for matters connected therewith or incidental thereto. The main objectives of the Act is to comprehensively cover international and commercial arbitration and conciliation as also domestic arbitration and conciliation, to make provision for an arbitral procedure which is fair, efficient and capable of meeting the needs of the specific arbitration, to provide that the arbitral tribunal gives reasons for its arbitral award, to ensure that the arbitral tribunal remains within the limits of its jurisdiction, to minimize the supervisory role of courts in the arbitral process, to permit an arbitral tribunal to use mediation, conciliation or other procedures during the arbitral proceedings to encourage settlement of disputes, to provide that every final arbitral award is enforced in the same manner as if it were a decree of the court, to provide that a settlement agreement reached by the parties as a result of conciliation proceedings will have the same status and effect as an arbitral award on agreed terms on the substance of the dispute rendered by an arbitral tribunal and to provide that, for purposes of enforcement of foreign awards, every arbitral award made in a country to which one of the two International Conventions relating to foreign arbitral awards to which India is a party applies, will be treated as a foreign award.

APPRENTICES ACT, 1961

The Apprentices Act was enacted in 1961 for imparting training to apprentices i.e. a person who is undergoing apprenticeship training in pursuance of a contract of apprenticeship. Every employer shall make suitable arrangements in his workshop for imparting a course of practical training to every apprentice engaged by him in accordance with the programme approved by the apprenticeship adviser. The central apprenticeship adviser or any other person not below the rank of an assistant apprenticeship adviser shall be given all reasonable facilities for access to each apprentice with a view to test his work and to ensure that the practical training is being imparted in accordance with the approved programme.

THE FOREIGN TRADE (DEVELOPMENT & REGULATION) ACT, 1992

The Foreign Trade (Development & Regulation) Act, 1992, provides for the development and regulation of foreign trade by facilitating imports into and augmenting exports from India and for matters connected therewith or incidental thereto.

THE COMPETITION ACT, 2002

The Competition Act, 2002 (the "Competition Act") prohibits anti competitive agreements, abuse of dominant positions by enterprises and regulates "combinations" in India. The Competition Act also established the Competition Commission of India (the "CCI") as the authority mandated to implement the Competition Act. The provisions of the Competition Act relating to combinations were notified recently on March 4, 2011 and came into effect on June 1, 2011. Combinations which are likely to cause an appreciable adverse effect on competition in a relevant market in India are void under the Competition Act. A combination is defined under Section 5 of the Competition Act as an acquisition, merger or amalgamation of enterprise(s) that meets certain asset or turnover thresholds. There are also different thresholds for those categorized as Individuals and Group. The CCI may enquire into all combinations, even if taking place outside India, or between parties outside India, if such combination is Likely to have an appreciable adverse effect on competition in India. Effective June 1, 2011, all combinations have to be notified to the CCI within 30 days of the execution of any agreement or other document for any acquisition of assets, shares, voting rights or control of an enterprise under Section 5(a) and (b) of the Competition Act (including any binding document conveying an agreement or decision to acquire control, shares, voting rights or assets of an enterprise); or the board of directors of a company (or an equivalent authority in case of other entities) approving a proposal for a merger or amalgamation under Section 5(c) of the Competition Act. The obligation to notify a combination to the CCI falls upon the acquirer in case of an acquisition, and on all parties to the combination jointly in case of a merger or amalgamation.

THE INDIAN CONTRACT ACT, 1872 ("CONTRACT ACT")

The Contract Act 1872 codifies the way in which a contract may be entered into, executed, implementation of the provisions of a contract and effects of breach of a contract. A person is free to contract on any terms he chooses. The Contract Act consists of limiting factors subject to which contract may be entered into, executed and the breach enforced. It provides a framework of rules and regulations that govern formation and performance of contract. The contracting parties themselves decide the rights and duties of parties and terms of agreement.

THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013("SHWW ACT")

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("SHWW Act") provides for the protection of women and prevention of sexual harassment at work place. The SHWW Act also provides for a redressal mechanism to manage complaints in this regard. Sexual harassment includes one or more of the following acts or behaviour namely, physical contact and advances or a demand or request for sexual favor or making sexually coloured remarks, showing pornography or any other unwelcome physical, verbal or non-verbal conduct of sexual nature. The SHWW Act makes it mandatory for every employer of a workplace to constitute an Internal Complaints Committee which shall always be presided upon by a woman. It also provides for the manner and time period within which a complaint shall be made to the Internal Complaints Committee i.e. a written complaint is to be made within a period of 3 (three) months from the date of the last incident. If the establishment has less than 10 (ten) employees, then the complaints from employees of such establishments as also complaints made against the employer himself shall be received by the Local Complaints Committee. The penalty for non compliance with any provision of the SHWW Act shall be punishable with a fine extending to Rs. 50,000.

CONSUMER PROTECTION ACT, 1986 (COPRA)

The Consumer Protection Act, 1986 ("COPRA") aims at providing better protection to the interests of consumers and for that purpose makes provisions for the establishment of authorities for the settlement of consumer disputes. The COPRA provides a mechanism for the consumer to file a complaint against a trader or service provider in cases of unfair trade practices, restrictive trade practices, defects in goods, deficiency in services, price charged being unlawful and goods being hazardous to life and safety when used. The COPRA provides for a three tier consumer grievance redressal mechanism at the national, state and district levels. Non compliance of the orders of these authorities attracts criminal penalties.

ENVIRONMENTAL LAWS

The Environment Protection Act, 1986 ("Environment Protection Act")

The purpose of the Environment Protection Act is to act as an "umbrella" legislation designed to provide a frame work for Central government co-ordination of the activities of various central and state authorities established under previous laws. The Environment Protection Act authorizes the central government to protect and improve environmental quality, control and reduce pollution from all sources, and prohibit or restrict the setting and /or operation of any industrial facility on environmental grounds. The Act prohibits persons carrying on business, operation or process from discharging or emitting any environmental pollutant in excess of such standards as may be prescribed. Where the discharge of any environmental pollutant in excess of the prescribed standards occurs or is apprehended to occur due to any accident or other unforeseen act, the person responsible for such discharge and the person in charge of the place at which such discharge occurs or is apprehended to occur is bound to prevent or mitigate the environmental pollution caused as a result of such discharge and should intimate the fact of such occurrence or apprehension of such occurrence; and (b) be bound, if called upon, to render all assistance, to such authorities or agencies as may be prescribed.

Air (Prevention and Control of Pollution) Act, 1981

Air (Prevention and Control of Pollution) Act 1981(—the Act‖) was enacted with an objective to protect the environment from smoke and other toxic effluents released in the atmosphere by industries. With a view to curb air pollution, the Act has declared several areas as air pollution control area and also prohibits the use of certain types of fuels and appliances. Prior written consent is required of the board constituted under the Act, if a person intends to commence an industrial plant in a pollution control area.

Water (Prevention and Control of Pollution) Act, 1974

The Water (Prevention and Control of Pollution) Act 1974 (—the Act‖) was enacted with an objective to protect the rivers and streams from being polluted by domestic and industrial effluents. The Act

prohibits the discharge of toxic and poisonous matter in the river and streams without treating the pollutants as per the standard laid down by the Pollution control boards constituted under the Act. A person intending to commence any new industry, operation or process likely to discharge pollutants must obtain prior consent of the board constituted under the Act.

National Environmental Policy, 2006

The Policy seeks to extend the coverage, and fill in gaps that still exist, in light of present knowledge and accumulated experience. This policy was prepared through an intensive process of consultation within the Government and inputs from experts. It does not displace, but builds on the earlier policies. It is a statement of India's commitment to making a positive contribution to international efforts. This is a response to our national commitment to a clean environment, mandated in the Constitution in Articles 48 A and 51 A (g), strengthened by judicial interpretation of Article 21. The dominant theme of this policy is that while conservation of environmental resources is necessary to secure livelihoods and well-being of all, the most secure basis for conservation is to ensure that people dependent on particular resources obtain better livelihoods from the fact of conservation, than from degradation of the resource. Following are the objectives of National Environmental Policy:

- Conservation of Critical Environmental Resources
- Intra-generational Equity: Livelihood Security for the Poor
- Inter-generational Equity
- Integration of Environmental Concerns in Economic and Social Development
- Efficiency in Environmental Resource Use

HISTORY AND CORPORATE STRUCTURE OF OUR COMPANY

History and Major Events

Our Company was originally incorporated on September 01, 1992, in the name and style of "Rudrabhishek Enterprises Private Limited" under the provisions of the Companies Act, 1956 with the Registrar of Companies, NCT of Delhi & Haryana. Subsequently, our Company was converted into a public Company pursuant to special resolution passed at the Annual General Meeting of our Company held on September 28, 2017 and the name of our Company was changed to "Rudrabhishek Enterprises Limited" and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana. The Corporate Identity Number of our Company is U74899DL1992PLC050142.

Changes in the Registered Office since incorporation

At the time of incorporation, the registered office our Company was situated at 816, Indraprakash Building, Barakhamba Road 21, New Delhi 110001.

Subsequently, due to change in registered office within city, the board of directors in their meeting held on July 21, 1993, change the registered office of the Company from "816, Indraprakash Building, Barakhamba Road 21, New Delhi 110001to 619, Indraprakash Building 21, Barakhamba Road, New Delhi 110001.

Later on, the registered office was shifted within the city, from 619, Indraprakash Building 21, Barakhamba Road, New Delhi 110001 to Sadhika Farms Behind Sector D - III, Vasant Kunj, Mall Road, New Delhi – 110070" in the Board of Directors meeting held on August 5, 2004.

Again, the registered office was shifted within the city, from Sadhika Farms Behind Sector D - III, Vasant Kunj, Mall Road, New Delhi – 110070" to 820, Antriksha Bhawan, K. G. Marg, New Delhi 110001 in the Board of Directors meeting held on June 10, 2005.

As on the date of filing Prospectus the registered office of the issuer is situated at 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001.

Alteration in the Memorandum of Association of the Issuer Company

S. No.	Date of Shareholders Resolution	Altered Clause Number	Nature of Alteration
1.	June 30, 2007	Clause 5- Capital Clause	Increase in Authorized Share Capital (Increase in Equity Share Capital from Rs.15 Lakh to Rs. 100 Lakh divided into 10 Lakh Equity Shares of Rs. 10 each)
2.	September, 28 2013	Clause 3 (a)- Object Clause	The entire object clause of the Company is substituted with new objects
3.	September, 28 2017	Clause 1- Name clause	Due to conversion of the Company from Private Limited To Public Limited, the name of the company has been Changed from Rudrabhishek Enterprises Private Limited to Rudrabhishek Enterprises Limited
4.	September, 28 2017		Adoption of new set of Memorandum and Articles of Association of the Companies Act, 2013.
5.	September, 28 2017	Clause 3 (a)- Object Clause	Point 5 is substituted as: To carry on the business as owners, builders, colonizers, developers, promoters, proprietors, contractors including but not limited to EPC Contracts, Maintainers of residential, commercial and industrial buildings, flats colonies, mills and factory buildings, workshop's building Cinema Houses, and deal in all kinds of immovable properties whether belonging to the company or otherwise in India and Outside India.

6.	September, 28 2017	Clause 5- Capital Clause	Increase in Authorized Share Capital (Increase in Equity Share Capital from Rs. 100 Lakh to Rs.1700 Lakh divided into 170 Lakh Equity Shares of Rs. 10 each)
7.	March 08, 2018	Clause 5- Capital Clause	Increase in Authorized Share Capital (Increase in Equity Share Capital from Rs.1700 Lakh to Rs.2000 Lakh divided into 200 Lakh Equity Shares of Rs.10 each)

Main Objects of the Company

The object clauses of the Memorandum of Association of our Company enable us to undertake the activities for which the funds are being raised in the present Issue. Furthermore, the activities of our Company which we have been carrying out until now are in accordance with the objects of the Memorandum. The main object for which our Company is established is set forth as below:

- To provide all kind of consultancy services related with infrastructure, environment, urban designing, urban planning housing & Project Management, civil designing, construction management including civil, mechanical, electrical, and all other types of erection, commissioning projects, project trading and execution of projects on turnkey basis and carry out engineering, procurement and construction contracts and turnkey contracts including at design services for all types of building, infrastructure and urban development projects for private and government agencies. The Company may also provide End to End Consultancy including Marketing and Strategic Advisory Services to its Clients in India and outside India.

- To provide services by using GIS and/or any other similar software with physical planning, infrastructure planning and mapping projects including base map preparation, land cover mapping and land use mapping including data structures for creation of a good and effective spatial data, Digitization of parcel/cadastral maps, feature extraction from high resolution satellite imageries, attribute data processing to Government Organizations, consulting firms, developers, builders, companies, corporate, association of persons in India and outside India.

- To provide design and engineering solutions for all types of engineering and construction of infrastructure projects. The Company shall provide design services in fields of Architecture Interior, Landscaping, Structural Design, Electrical, Plumbing, Air- Condition and other specialized area as required for project development. The Company shall undertake all contract documentation and drawing preparation.

- To act as Consultants for construction of buildings and all types of constructed properties, purchase of property and for maintenance thereof and also to act as Consultants and Advisers for the establishment, operation and improvement of hotels, restaurants, refreshment rooms, canteens, cafeterias, motelier, road house, auto court, tavern, inn, caravansary, apartment, pension, bungalow, saloon club house, grill room, coffee house, canteen, cafe, bar, ale house, skating ring, discotheque and other like places in India and Outside India.

- To carry on the business as owners, builders, colonizers, developers, promoters, proprietors, contractors including but not limited to EPC Contracts, Maintainers of residential, commercial and industrial buildings, flats colonies, mills and factory buildings, workshop's building Cinema Houses, and deal in all kinds of immovable properties whether belonging to the company or otherwise in India and Outside India.

- To undertake and to carry on the office or offices and duties of a sponsor, trustee, custodian trustee, executor, administrator, liquidator, receiver, attorney or nominee of, or for, any person, Company, corporation, body corporate, association, scheme, trust fund, government, or other person or entity and to undertake and execute trusts of all kinds, whether public or private, including declaring the Company itself as a trustee and to generally carry on whatis usually known as trustee business and in particular and without limiting the generally of above, to act as trustees whether in India or outside India.

- To collaborate and/or make joint venture with Indian/Foreign companies, limited liability partnership, partnership firms and/or individuals and act as business partners/Agents/business developers for products and services related to design and construction industries and to enter into technical tie-ups with various companies, limited liability partnership, partnership firms and/or individuals related to design, project management or construction technology, materials and services in India and outside India.

MAJOR EVENTS & ACHIEVEMENTS IN THE HISTORY OF THE ISSUER:

Year	Activities
1992	Incorporation of Issuer Company
2001	Further allotment of 21700 Equity Shares
2006	Further allotment of 108600 Equity Shares
2006	Received ISO 9001:2008 certification for Quality Management in Services
2007	Further allotment of 160000 Equity Shares
2011	Allotment of 270000 Equity Shares on preferential basis
2011	Got inspired award programme for SEWERAGE NETWORK PROJECT FOR LUCKNOW CITY Organised by BENTELY
2011	Got inspired award programme for WATER SUPPLY DISTRIBUTION SYSTEM FOR LUCKNOW CITY Organised by BENTELY
2013	Alteration in Object clause by substituting all earlier objects with new objects
2014	Become member of Indian Green Building Council (IGBC)
2014	Received "MOST INNOVATIVE REAL ESTATE CONSULTANCY OF NORTH INDIA" Award
2014	Received "AIESAC EXCELLENCE AWARD FOR INDIVIDUAL ACHIEVEMENTS AND SOCIAL RESPONSIBILITY"
2014	Received brand excellence award for consistent achievements & Contribution in its field
2014	Received India`s most trusted real estate brand award
2014	Received WCRC Leaders Asia Award for project "Paarth Aadyant"
2016	Mr. Pradeep Misra, One of Promoter of the Company received "The Promising Entrepreneurs of India" from The Economic Times.
2017	Issue of Bonus shares by the Company
2018	Issue of 1,000,000 equity shares to Mr. Rick Earley

Change in activities of Our Company during last five years

The Company has altered object clause in 2013 by substituting all earlier objects with new objects. Before alteration in Object clause, the main object of the Company was trading in all kinds of goods and merchandise, to construct build, alter adopt, prepare or maintain any property, to undertake and carry on the business of hotelier, restaurant owner, contractor, caterer, tour operator, licensed wine and to provide all kind of services related thereto, to act as consultants and advisor for establishment, operations, hotels, restaurant, canteens, coffee houses, and to act as consultants for construction of building and all type of constructed properties etc.

Presently, the main object of the Company is all kind of consultancy services related with infrastructure, environment, urban designing, urban planning housing & Project Management, civil designing, construction management, provide services by using GIS etc, provide design and engineering solutions for all types of engineering and construction of infrastructure projects. The Company shall provide design services in fields of Architecture Interior, Landscaping, Structural Design etc., to act as consultants and advisor for establishment, operations, hotels, restaurant, canteens, coffee houses, and to act as consultants for construction of building and all type of constructed properties etc, to carry on the business as owners, builders, colonizers, developers, promoters, proprietors, contractors, to undertake and to carry on the office or offices and duties of a sponsor, trustee, custodian trustee, executor, administrator, liquidator etc., too collaborate and/or make joint venture with Indian/Foreign companies, limited liability partnership, and act as business partners/Agents/business developers for products and services related to design and construction industries.

After alteration of main object of the Company in 2013, the turnover of Company was significantly increased by 48% and profit before Extra Ordinary Item and tax was increased by 51%.

Adopting New Articles of Association of the Company
Our Company has adopted a new set of Articles of Association of the Company, in its Annual General Meeting of the Company held on September 28, 2017.

Holding Company of our Company

Our Company has no holding company as on the date of filing of this Prospectus.

Subsidiary & Associate Companies of our Company:

Subsidiary Companies:

1. Rudrabhishek Infosystem Private Limited (RIPL)

Brief Information
Rudrabhishek Infosystem Private Limited Company incorporated on December 03, 2012 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 820, Antriksha Bhawan K.G Marg, New Delhi 110001. The Corporate Identity No. is U72900DL2012PTC245563 and Paid Up capital is Rs. 2,650,000.00

Nature of Activities
In terms of Memorandum of Association, RIPL is engaged in the business of manufacturing or otherwise dealing in computers, software's including development of software's and software application, IT and IT enabled services, hardware's, networking of computers, to carry on the Research & Development in software's & hardware's and to provide services by using ERP.

To provide services by using GIS and/or any other similar software with physical planning, infrastructure planning and mapping projects, Digitization of parcel/cadastral maps, feature extraction from high resolution satellite imageries, attribute data processing to Government Organizations, consulting firms, developers, builders, companies, corporate, association of persons in India and outside India.

To carry on the business of computer and act as advisor and consultants in respect of all matters relating to computer hardware, software etc., to carry on the business of buying, selling computer time, provision of computer services, management consultancy in any field of computer etc.

To carry on the business of server Infrastructure, development and maintenance of cloud applications, organizing network marketing through its members and providing them infrastructure base through internet to market the products of the Company through e-commerce.

Shareholding Pattern
The Shareholding pattern of RIPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Rudrabhishek Enterprises Limited	264,999	99.9996
2.	Mr. Pradeep Misra (Nominee of RIPL)	1	0.00038
Total		**265,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Ms. Soumya Das
2.	Mr. Ashok Kumar Verma

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	26.50	26.50	26.50
Reserve & Surplus	659.98	659.35	644.96
Net Assets Value Per Shares (Rs.)	259.05	258.81	253.38
Net Worth	686.48	685.85	671.46
Sales & Income	255.61	249.65	184.59
Profit/ (Loss) after Tax	0.64	17.58	6.74
EPS & Diluted EPS	0.24	6.63	2.54

2. Rudrabhishek Singapore PTE Limited (RSPL

Brief Information
Rudrabhishek Singapore PTE Limited Company incorporated on October 04, 2013 under the provisions of the Companies Act (Cap. 50). Presently, the registered office of the Company is situated at 165, Bukit Merah Central #07-3669, Singapore (150165). The registration number of the Company is 201326975D and Share Capital is 1,822,000 (Singapore dollars)

Nature of Activities
In terms of Memorandum of Association, RSPL is engaged into the services of Business & Management Consultancy Services and General Building Engineering Design and Consultancy Services.

Shareholding Pattern
The Shareholding pattern of RSPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Rudrabhishek Enterprises Limited	1,639,800	90.00
2.	Pradeep Misra	182,200	10.00
Total		**1,822,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Rupika Bhargava
2.	Paripooranam

Financial Performance
The summary of financials for the previous three years is as follows:

(Amount in Singapore Dollar)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1,822,000.00	1,422,000.00	112,000.00
Retained Earnings/ Accumulated Loss	(7,407.00)	38,925.00	(6,441.00)
Net Worth	1,814,593.00	1,460,925.00	105,559.00
Revenue from operation	132,850.00	453,971.00	509,750.00
Cost of sales	(60,804.00)	(187,004.00)	(168,282.00)
Gross Profit	72,046.00	266,967.00	341,468.00
Profit/ (Loss) after Tax	46,332.00	45,366.00	125,891.00

Confirmations:
1. RSPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

Associate Companies:

1. REPL PKS INFRASTRUCTURE PRIVATE LIMITED (RPIPL)

Brief Information
REPL PKS Infrastructure Private Limited incorporated on April 27, 2016 under the provisions of the Companies Act 2013. Presently, the registered office of the Company is situated at 820, Antriksha Bhawan K.G Marg, New Delhi 110001. The Corporate Identity No. is U90009DL2016PTC298598 and Paid Up capital is Rs. 100,000.00

Nature of Activities
In terms of Memorandum of Association, RPIPL is engaged into the services of 'water consultancy composite of irrigation and distribution' including water treatment, sewage treatment, water supply distribution, Storage and pumping, Civic Services Planning, Treatment & Disposal and Storm Water Drainage, Design of canal lift irrigation, planning and design of sprinkler irrigation system, Water Infrastructure, water engineering and Studies and formulation of policies in water efficiencies', including 'Strategic Consulting and 'Project Management Services', including socio-economic survey (pre and post) irrigation, Design & organizing various training programme in irrigation water management and related subjects, Action and adoptive research to evolve solution to field problems.

Civil Engineering Consultancy services by providing competitive and innovative solutions to various civil engineering projects by applying and developing latest technology, state of -art equipment and resources including 'Hydraulic Infrastructures' in 'Canal and drainage' & 'Dams and Reservoir.

RPIPL is associate Company of Rudrabhishek Enterprises Limited.

Shareholding Pattern
The Shareholding pattern of RPIPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Rudrabhishek Enterprises Limited	5,000	50.00
2.	PKS Infra Engineers P. Ltd.	5,000	50.00
Total		**10,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pushpendra Kumar Goel
2.	Mohd. Zulquer Nain
3.	Mr. Harish Sharma
4.	Mr. Prateek Sharma

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1.00	N.A.	N.A.
Reserve & Surplus	-0.84	N.A.	N.A.
Net Assets Value Per Shares (Rs.)	1.60	N.A.	N.A.
Net Worth	0.16	N.A.	N.A.
Sales & Income	8.75	N.A.	N.A.
Profit/ (Loss) after Tax	-0.84	N.A.	N.A.
EPS & Diluted EPS	-8.40	N.A.	N.A.

Confirmations:
1. RPIPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

2. Shing Design Atelier PTE LTD. (SDAPL)

Brief Information

Shing Design Atelier PTE Limited incorporated on March 27, 2012 under the provisions of the Companies Act (Cap. 50). Presently, the registered office of the Company is situated at 165, Bukit Merah Central #07-3669, Singapore (150165). The registration number of the Company is 201207491HD and Share Capital is 500,000 (Singapore dollars)

Nature of Activities

In terms of Memorandum of Association, SDAPL is engaged into the services of Architectural Services and Landscape Design and Landscape Architecture.

Shareholding Pattern

The Shareholding pattern of SDAPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Rudrabhishek Singapore PTE Ltd.	166,250	33.25
2.	Siow Kian Shingiow Kian Shing	333,750	66.75
Total		**500,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	MEI Danyu
3.	Siow Kian Shingiow Kian Shing

Financial Performance

The summary of financials for the previous three years is as follows:

(Amount in denomination of 1,00,000 $)

Particulars	31/12/2017 (Un-audited)	31-Dec-16	31-Dec-15
Equity Paid Up Share Capital	5.00	5.00	5.00
Retained Earnings/ Accumulated Loss	7.09	7.01	10.49
Net Worth	12.09	12.01	15.49
Revenue from operation	4.08	8.73	16.37
Total Gross Profit	2.14	5.93	12.86
Profit/ (Loss) after Tax	-5.57	-3.48	-3.32

Confirmations:

1. SDAPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

OUR MANAGEMENT

BOARD OF DIRECTORS

As per clause 86 of Articles of Association, our Company cannot have less than 3 Directors and more than 15 directors. Presently, Our Company has 5 (Five) directors on our Board out of which 2 (Two) are Executive Director and 3 (Two) of which are Non Executive Independent Directors, the Composition is as follows:

S.N.	Name	DIN	Category	Designation
1.	Mr. Pradeep Misra	01386739	Executive	Managing Director
2.	Ms. Richa Misra	00405282	Executive	Whole Time Director
3.	Mr.Jamal Husain Ansari	06641874	Non Executive	Independent Director
4.	Mr. Himanshu Garg	08010105	Non Executive	Independent Director
5.	Mr. Tarun Jain	07940978	Non Executive	Independent Director

The following table sets forth the details regarding the Board of Directors as on the date of filing of this Prospectus.

S.N.	Particulars	Details
1.	**Name**	**Mr. Pradeep Misra**
	Father's Name	ShriPrabhu Nath Misra
	Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
	Age	50 Years
	Designation	Managing Director
	Status	Executive Director
	DIN	01386739
	Occupation	Business
	Nationality	Indian
	Qualification	Bachelor of Technology
	No. of Years of Experience	25 years
	Date of Appointment & Term	Initial: Appointed as First Director of the Company on 01-09-1992 Present: Re-Appointed as Managing Director w.e.f. 29-11-2017 Term: 5 Year from the date of re-appointment
	Directorship in other Companies	• Shruti Planners And Advisors Private Limited • Paarth Infrabuild Private Limited • Jaini Cine India Limited • Chinu Cine India Limited • Rudrabhishek Trustee Company Private Limited • Rudrabhishek Financial Advisors Private Limited • Pradeep Richa Educare Foundation • Wisdom Planners And Developers Private Limited • Prabha Suppliers Private Limited • Pushti Vincom Private Limited • New Modern Buildwell Private Limited • Vinayaka Finlease Pvt Ltd • Kahtura Milk And Agro Products Private Limited • Pushp Products Private Limited • Samad Trade Links Private Limited • IM+ Capitals Limited
2.	**Name**	**Ms. Richa Misra**
	Father's Name	Shri Ram Avtar Sharma
	Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
	Age	49 Years
	Designation	Whole Time Director
	Status	Executive Director

	DIN	00405282
	Occupation	Business
	Nationality	Indian
	Qualification	Bachelor of Arts
	No. of Years of Experience	22 years
	Date of Appointment & Term	Initial: Appointed as Director of the Company on 26-08-1996 Present: Appointed as Whole Time Director w.e.f. 29-11-2017 Term: 5 Year from the date of re-appointment
	Directorship in other Companies	• Samad Trade Links Private Limited • Pushp Products Private Limited • Kahtura Milk And Agro Products Private Limited • K. M. Business Consultants Private Limited • New Modern Buildwell Private Limited • Wisdom Planners And Developers Private Limited • Pradeep Richa Educare Foundation • Rudrabhishek Trustee Company Private Limited • Shruti Planners And Advisors Private Limited
3.	**Name**	**Mr. Jamal Husain Ansari**
	Father's Name	Shri Irtaza Husain Ansari
	Address	138, OPP. Suryaa Hotel, Zakir Bagh, New Friends Colony, New Delhi-110025
	Age	76 Years
	Designation	Director
	Status	Independent Director
	DIN	06641874
	Occupation	Business
	Nationality	Indian
	Qualification	Master of Science in Urban and Regional Planning
	No. of Years of Experience	Teaching Experience of more than 50 years
	Date of Appointment & Term	Initial: Appointed as Director of the Company on 25-07-2013 Present: Appointed as Independent Director w.e.f. 03-11-2017 Term: 5 Year from the date appointment
	Directorship in other Companies	NIL
4.	**Name**	**Mr. Himanshu Garg**
	Father's Name	Shri Prem Mohan Garg
	Address	Flat No 163, Sector A, Pocket C, Vasant Kunj, New Delhi-110070
	Age	49 Years
	Designation	Director
	Status	Independent Director
	DIN	08010105
	Occupation	Service
	Nationality	Indian
	Qualification	Post Graduate Diploma In Business Management From Indian Institute Of Management, Calcutta
	No. of Years of Experience	20 Years Of Experience In Business Management
	Date of Appointment & Term	29-11-2017 Term: 5 Year from the date appointment
	Directorship in other Companies	NIL

5.	**Name**	**Mr. Tarun Jain**
	Father's Name	Shri Vinod Kumar Jain
	Address	FF-16, 4th Floor, Vjas Kutir, Mangal Bazar, Laxmi Nagar, New Delhi-110092
	Age	33 Years
	Designation	Director
	Status	Independent Director
	DIN	07940978
	Occupation	Professional
	Nationality	Indian
	Qualification	Member of The Institute Of Chartered Accountant Of India
	No. of Years of Experience	6 Years of Experience in Taxation & Accounting
	Date of Appointment & Term	Appointed as the Independent Director w.e.f from 29-11-2017 Term: 5 Year from the date appointment
	Directorship in other Companies	NIL

Brief Profiles of Our Directors

Mr. Pradeep Misra

Mr. Pradeep Misra has proven track record of industry leadership and entrepreneurial abilities. Over last 25 years, he has built up and nurtured many institutions, steered companies to market leadership positions and played crucial roles in large scale construction and consultancy projects. His industrial leadership ability reflects in the key positions that he holds, some of which are –

- Founder & CMD of REPL: An Integrated Real Estate and Infrastructure Consultancy Company
- Mentor of New Modern Buildwell: A leading Real Estate Developer & EPC firm of North India
- Director & Promoter in IM+ Capitals Limited: A BSE Listed Company engaged in real estate activities
- Director in RIPL: An advance Software Solutions firm for Real Estate

He has knack of identifying the profitable projects and accessing viability of large scale complex business propositions. He has been actively involved in conceptualization and implementation strategy of multiple Real Estate projects, Hi-tech Townships and Smart Cities, such as –

- Smart City Varanasi: Spread over 1389 acres, the project envisages to transform one of oldest surviving cities of the world, through area based development (ABD) and pan city solutions.
- Smart City Indore: Spread over 742 acres, the project is being implemented to modernize one of most prominent tourist and business center of India.
- Wave City Hi-tech Township, Ghaziabad, UP (India): conceptualization and detailed phase-wise planning of hi-tech Township spread over 5965 acres.
- Shushant Golf City, Lucknow, UP (India): Spread over 3530 acres, the planning of entire infrastructure such as roads, water supply, electricity and building design of 800 units.

Mr. Misra founded REPL 25 years back in 1992, when the new-age infrastructure growth of India was only in nascent stage. He could spot the opportunity of integrated & professional consultancy firm. Over the years he has brought REPL Group to a level, where it is uniquely positioned to take up any project right from the ideation state and carry it through fund raising, planning, designing and execution to finally sales & marketing. Starting from one city, the company has now Pan India presence, and spreading wings globally. He has successfully done strategic investments initiatives, such as REPL's equity investment in Singapore based planning & architecture firm SHING Design Atelier Pte.

He is actively participating in the Industry level activities, through the membership of institutions such as CII (Confederation of Indian Industries), FICCI (Federation of Indian Chambers of Commerce and Industry) and CREDAI (Confederation of Real Estate Developers' Associations of India). He is also the

member of academic board in Institute of Engineering & Technology (IET), Lucknow which is a constituent college under Dr. A.P.J. Abdul Kalam Technical University. He himself hold a bachelor degree in Civil Engineering from IET, which gives him an edge in understanding the technicalities of construction projects.

Mr. Misra has been recipient of many awards and honors conferred by industry bodies, including the prestigious award of 'Economic Times Promising Entrepreneurs of India, 2016', for leading disruptive change business model.

Ms. Richa Misra

As an active Board Member & Whole Time Director of REPL, Ms. Misra has been participating in key strategic decisions of the company, and contributing meaningfully to its growth over the decades.

With experience and in depth knowledge of taxation and compliances and broad understanding of diverse aspect of laws related to companies she is responsible for developing and implementing tax strategies that are compatible with the regulatory requirements and ensuring all compliance in the company.

Ms. Richa Misra is Bachelor of Arts from University of Allahabad, U.P.

She is also playing an important role in leading the CSR initiatives planned with the group companies through PREF (Pradeep Richa Educare Foundation). She has guided the CSR's emergence as genuine and caring organisation with focus on education as means of changing the future and in the process creating a dynamic and impactful organisation which has gained trust and touched the lives of people in the area.

She is responsible for Managing the finances to meet target and support as many people as possible and Policy development, implementation and evaluation of programme, keeping in view the needs and requirements of beneficiaries so that maximum benefit is provided to the beneficiaries

Mr. Jamal Husain Ansari

Professor Jamal Ansari has been associated with teaching and practice of planning for more than 50 years. After superannuating from the position of the Director of the School of Planning and Architecture, New Delhi, a position that he held during 13 September 2003 and 31 July 2004, he has been associated with the School as a Visiting Professor. Earlier, for seven years during 1992 – 1999, he chaired the Department of Physical Planning, the Department he built-up from scratch to pioneer undergraduate planning education in India.

He was also the Dean of Studies of the School during 1997-99.

Sponsored by the All India Council of Technical Education (AICTE), Government of India, Prof. Ansari held the position of Emeritus Fellow for two years during 2005-2007 at the Faculty of Architecture and Ekistics, Jamia Millia Islamia (a prestigious central university), New Delhi.

Presently, besides teaching at the School of Planning and Architecture, New Delhi and Jamia Millia Islamia, Prof. Ansari is actively engaged in professional activities at both national and international levels. He was recently commissioned as a consultant by the UN Habitat, Nairobi to write a chapter on Urban and Regional Planning Practices in South Asia for their Global Report on Human Settlements 2009. The report entitled Planning Sustainable Settlements' has already been published in September 2009. His contribution on Revisiting Urban Planning in Southern Asia' is on the UN website `www.unhabitat.org/grhs/2009'. Prof. Ansari has also worked as Consultant to various national and multi-lateral agencies during more than 40 years of professional experience and has been associated with several prestigious projects.

He has contributed more than 50 papers to reputed journals, published in India and abroad. Jointly with Nathaniel Von Einsiedel, he contributed an edited volume on `Urban Land Management – Improving Policies and Practices in Developing Countries of Asia. The book was published in 1998 by Oxford and IBH publishing Co. Pvt. Ltd, New Delhi and distributed internationally by the United Nations Center for

Human Settlements (Habitat), Nairobi. He has also chaired sessions and presented papers as invited speaker at major international and national conference.

Mr. Himanshu Garg

Mr. Himanshu Garg is non-executed Independent Director of the Company and has rich experience in management. He has completed his post management diploma from INDIAN INSTITUTE OF MANAGEMENT-CALCUTTA ("IIM") in the year 1997.

He also served many multinational companies as regional business manager and responsible for sales & marketing department of the organisation.

Mr. Tarun Jain

Mr. Tarun Jain is a fellow member of the Institute of Chartered Accountants of India from last seven (7) years. He is very well versed with Accounting and Taxation matters. He is also designated partner in a firm of Chartered Accountants named as P R A S S & ASSOCIATES LLP, a Limited Liability Partnership Firm registered under Limited Liability Partnership Act, 2008.

As on the date of the Prospectus;

A. None of the above mentioned Directors are on the RBI List of wilful defaulters.

B. None of the Promoters, persons forming part of our Promoter Group, our Directors or persons in control of our Company or our Company are debarred from accessing the capital market by SEBI.

C. None of the Promoters, Directors or persons in control of our Company, has been or is involved as a promoter, director or person in control of any other company, which is debarred from accessing the capital market under any order or directions made by SEBI or any other regulatory authority.

D. None of our Directors are/were director of any company whose shares were delisted from any stock exchange(s) up to the date of filling of this Prospectus.

E. None of our Directors are/were director of any company whose shares were suspended from trading by stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority in the last five years.

F. In respect of the track record of the directors, there have been no criminal cases filed or investigations being undertaken with regard to alleged commission of any offence by any of our directors and none of our directors have been charge-sheeted with serious crimes like murder, rape, forgery, economic offence.

Details of current and past directorship(s) of the above Directors in listed companies whose shares have been / were suspended from being traded on the BSE Limited/National Stock Exchange of India Ltd.

Nil

Details of current and past directorship(s) of the above Directors in listed companies which have been/ were delisted from the stock exchange(s)

Nil

Nature of any family relationship between any of the Directors

None of the Directors of the Company are related to each other as per Section 2 (77) of the Companies Act, 2013 except as stated below:

Director	Other Director	Relationship
Mr. Pradeep Misra	Ms. Richa Misra	Husband/Wife

Details of arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which of the Directors was selected as a director or member of senior management.

Nil

Service Contracts

None of our directors have entered into any service contracts with our company except for acting in their individual capacity as Managing Director and/or Whole-Time Director as per agreement dated 05th December 2017 respectively and no benefits are granted upon their termination from employment other than the statutory benefits provided by our company.

Except statutory benefits upon termination of their employment in our Company or retirement, no officer of our Company, including the directors and key Managerial personnel, are entitled to any benefits upon termination of or retirement from employment.

Borrowing Powers of the Board of Directors

Subject to the provisions of Section 180(1)(c) of the Companies Act, 2013, Company at its Extra Ordinary General Meeting held on December 05, 2017 authorised Board of Directors, to raise or borrow and secure the payment of any sum or sums of money upto Rs. 100 Crore (Rupees One Hundred Crore Only).

Compensation of Managing Director/Whole Time Director and Executive Directors

Name	**Mr. Pradeep Misra**
Designation	Chairman and Managing Director
Date of Appointment	November 29, 2017
Period	5 Years
Remuneration Paid	Rs. 4,320,000/- Per Annum
Perquisite/Benefits	In addition to the salary, Mr. Pradeep Misra received commission a sum of Rs. 3,600,000/- in financial year 2016-17 Re-imbursement of travelling, lodging, boarding expenses, all cost and other charges incurred by him in the discharge and execution of his duties as Chairman and Managing Director.

Name	**Ms. Richa Misra**
Designation	Whole Time Director
Date of Appointment	November 29, 2017
Period	5 Years
Remuneration Paid	Rs. 3,600,000/- Per Annum
Perquisite/Benefits	Re-imbursement of travelling, lodging, boarding expenses, all cost and other charges incurred by her in the discharge and execution of her duties as Whole Time Director.

Shareholding of the Directors

S.No.	Name	No. of Shares Held	%	Designation
1.	Mr. Pradeep Misra	9,651,600	75.58	Chairman and Managing Director
2.	Ms. Richa Misra	850,500	6.66	Whole Time Director
3.	Mr.Jamal Husain Ansari	NIL	0.00	Independent Director
4.	Mr. Himanshu Garg	NIL	0.00	Independent Director
5.	Mr. Tarun Jain	NIL	0.00	Independent Director

Qualification Shares required to be held by Directors

Directors are not required to hold any qualification shares.

Interest of Directors

All the non-executive directors of the company may be deemed to be interested to the extent of fees, if any, payable to them for attending meetings of the Board or Committee thereof as well as to the extent of other remuneration and/or reimbursement of expenses payable to them as per the applicable laws.

The directors may be regarded as interested in the shares and dividend payable thereon, if any, held by or that may be subscribed by and allotted/transferred to them or the companies, firms and trust, in which they are interested as directors, members, partners and or trustees. All directors may be deemed to be interested in the contracts, agreements/arrangements entered into or to be entered into by the issuer company with any company in which they hold directorships or any partnership or proprietorship firm in which they are partners or proprietors as declared in their respective declarations.

Executive Director is interested to the extent of remuneration paid to them for services rendered to the company. Mr. Pradeep Misra charged royalty from the Company @1% of the annual turnover of REPL.

Except as stated under section titled "Related Party Transaction" on page no. 176 of this Prospectus, our company has not entered into any transactions, contracts, agreements or arrangements during the preceding two years from the date of the Prospectus in which our directors are interested directly or indirectly.

Changes in the Board of Directors in the last 3 years

Name of Directors	Director Identification Number (DIN)	Date of Appointment/Re-Appointment/Cessation /Regularisation	Event
Mr. Pradeep Misra	01386739	29/11/2017	Re-appointed as Managing Director of the Company
Ms. Richa Misra	00405282	29/11/2017	Appointed as Whole-Time Director of the Company
Mr.Jamal Husain Ansari	06641874	25/07/2013	Appointed as Independent Director of the Company
Mr. Himanshu Garg	08010105	29/11/2017	Appointed as Independent Director of the Company
Mr. Tarun Jain	07940978	29/11/2017	Appointed as Independent Director of the Company

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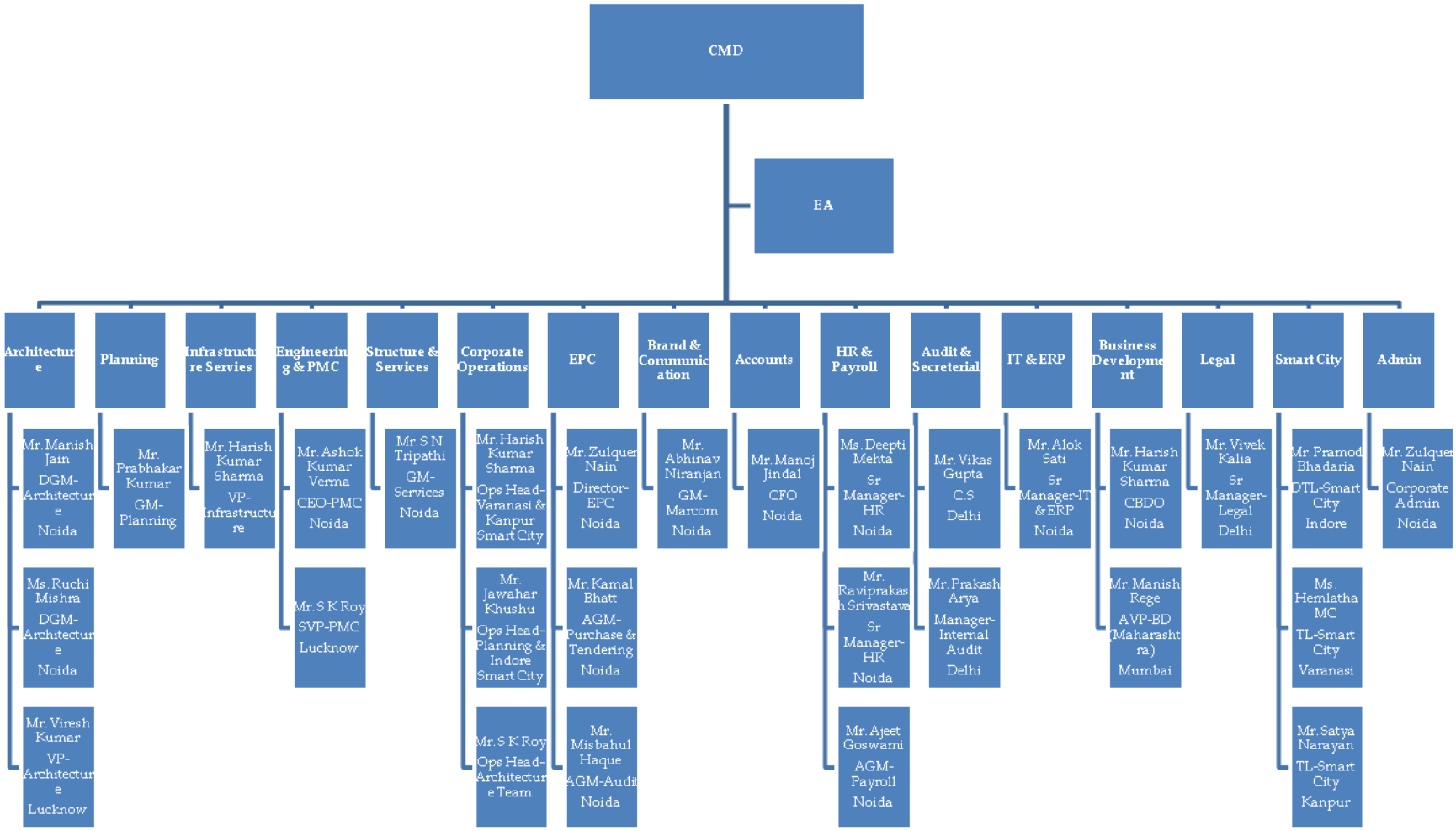
Management Organisation Structure



CORPORATE GOVERNANCE

In addition to the applicable provisions of the Companies Act, 2013, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (ICDR) Regulations, 2009 in respect of corporate governance will be applicable to our Company immediately upon the listing of our Company's Equity Shares on the SME Platform of NSE. The requirements pertaining to the Composition of the Board of Directors and the constitution of the committees such as the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committees have been complied with.

Our Company has complied with the corporate governance requirement, particularly in relation to appointment of independent directors including woman director on our Board, constitution of an Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee. Our Board functions either on its own or through committees constituted thereof, to oversee specific operational areas.

Composition of Board of Directors

In compliance with the requirements of Companies Act, 2013, presently, Our Company has 5 (Five) directors on our Board out of which 2 (Two) are Executive Director, 3 (Three) of which are Independent Directors.

Composition of Board of Directors is set forth in the below mentioned table:

S. No.	Name	DIN	Executive/ Non Executive	Designation
1.	Mr. Pradeep Misra	01386739	Executive	Managing Director
2.	Ms. Richa Misra	00405282	Executive	Whole Time Director
3.	Mr.Jamal Husain Ansari	06641874	Non-Executive	Independent Director
4.	Mr. Himanshu Garg	08010105	Non-Executive	Independent Director
5.	Mr. Tarun Jain	07940978	Non-Executive	Independent Director

The following committees have been formed in compliance with the corporate governance norms:

A. Audit Committee
B. Stakeholders Relationship Committee
C. Nomination and Remuneration Committee

(A) AUDIT COMMITTEE

The Audit committee was constituted on 29th day of November, 2017. The present members of the Audit Committee are:

S. No.	Name of the Director	Designation in Committee	Nature of Directorship
1.	Mr. Tarun Jain	Chairman	Independent Director
2.	Mr. Himanshu Garg	Member	Independent Director
3.	Ms. Richa Misra	Member	Executive Director

Mr. Vikas Gupta, Company Secretary of the Company shall be the Secretary of the committee.

Role of the audit committee:

1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity and review and monitor the auditor's independence, performance, and effectiveness of audit process;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. reviewing, with the management, the annual financial statements and auditor's report thereon

before submission to the board for approval, with particular reference to:
   a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
   b. changes, if any, in accounting policies and practices and reasons for the same;
   c. major accounting entries involving estimates based on the exercise of judgment by management;
   d. significant adjustments made in the financial statements arising out of audit findings;
   e. compliance with listing and other legal requirements relating to financial statements;
   f. disclosure of any related party transactions;
   g. modified opinion(s) in the draft audit report;
5. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. approval or any subsequent modification of transactions of the listed entity with related parties;
9. scrutiny of inter-corporate loans and investments;
10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. discussion with internal auditors of any significant findings and follow up there on;
15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. to review the functioning of the whistle blower mechanism;
19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.

The audit committee shall mandatorily review the following information:
1. management discussion and analysis of financial condition and results of operations;
2. statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. management letters / letters of internal control weaknesses issued by the statutory auditors;
4. internal audit reports relating to internal control weaknesses; and
5. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
6. statement of deviations:
   a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
   b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

Powers
1. To seek information from any employee.
2. To obtain outside legal or other professional advice.
3. To secure attendance of outsiders with relevant expertise, if it considers necessary.

(B) STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee was constituted on 29th day of November, 2017. The present members of the Stakeholders' Relationship Committee are:

S. No.	Name of the Director	Designation in Committee	Nature of Directorship
1.	Mr. Himanshu Garg	Chairman	Independent Director
2.	Mr. Jamal Hussain Ansari	Member	Independent Director
3.	Ms. Richa Misra	Member	ExecutiveDirector

The Stakeholders Relationship Committee shall oversee all matters pertaining to investors of our Company. The terms of reference of the Stakeholders Relationship Committee include the following:

1. Review the mechanism adopted for redressing the grievance of shareholders, debenture holders and deposit holders and other security and the status of such redressal;
2. Review of the activities of the Secretarial Department of the Company inter alia adherence to Service Standards and Standard Operating Procedures relating to the various services rendered by the Investor Services Department, various initiatives taken to inter alia reduce quantum of unclaimed dividends, status of claims received and processed for unclaimed shares, uploading of data relating to unclaimed deposits/ dividends on the website of Investor Education & Protection Fund and the Corporation.
3. Review status of compliances with laws applicable to the Secretarial Department and its risk profile;
4. Review the Action Taken Report in respect of recommendations made by the Committee/ Management;
5. Review the status of the litigation(s) filed by/ against the security holders of the Company;
6. Review the mechanism adopted to review, monitor and report transactions relating to securities which may be suspicious from a money laundering perspective, in accordance with the KYC & AML Policy relating to securities of the Corporation; and
7. The Committee shall perform such other functions as may be required under the relevant provisions of the Companies Act, 2013, the Rules made there under and Listing Regulations.
8. To oversee the performance of the Registrar and Transfer Agents and recommend measures for overall improvement in the quality of investors services.

(C) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee was constituted by a meeting of the Board of Directors held on 29th day of November, 2017. The present members of the Nomination and Remuneration Committee are:

S. No.	Name of the Director	Designation in Committee	Nature of Directorship
1.	Mr. Himanshu Garg	Chairman	Non Executive Independent Director
2.	Mr. Jamal Hussain Ansari	Member	Non Executive Independent Director
3.	Mr. Tarun Jain	Member	Non Executive Independent Director

Mr. Vikas Gupta, Company Secretary of the Company shall be the Secretary of the committee

Role of Remuneration Committee are:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. devising a policy on diversity of board of directors;
4. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Compliance with SME Listing Agreement

The Company in terms of this Prospectus intends to list its equity shares on NSE Emerge and comply with the requirements under the Listign Agreement to be entered into with NSE Emerge. Further, we are in compliance with Regulation 72 of the SEBI (LODR) Regulations, 2015 to the extent applicable to a company seeking listing for the first time.

Policy on Disclosures and Internal Procedure for Prevention of Insider Trading

Our Company undertakes to comply with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 after listing of our Company's shares on the Stock Exchange. Our Company Secretary and Compliance Officer, Mr. Vikas Gupta, is responsible for setting forth policies, procedures, monitoring and adhering to the rules for the prevention of dissemination of price sensitive information and the implementation of the code of conduct under the overall supervision of the Board.

Key Management Personnel

Our Company is supported by a well-laid team of experts and professionals having good exposure to various operational aspects of our line of business. A brief about the Key Managerial Personnel of our Company is given below:

Name	**:**	**Mr. Pradeep Misra**
Designation	:	Chairman & Managing Director
Date of Appointment	:	Originally appointed as first director on 01/09/1992; further his designation has been changed from Director to Managing Director & Chairperson on 02/09/2013; further on 29/11/2017 he has been re-appointed as Managing Director & Chairperson of the Company.
Qualification	:	Bachelor of Technology
Previous Employment	:	Mr. Pradeep Misra has never been engaged with any employment, except as director in Rudrabhishek Enterprises Limited.
Overall Experience	:	Mr. Pradeep Misra has been designated as first director of the Company since September 01, 1992. He is associated with our Company since Incorporation. He holds degree in Bachelor of Technology from University of Lucknow. He has more than 25 years of experience in the field of infrastructure services, urban planning, building design & Structural Design Services *(for details of Our Business please refer "Business Overview" page* 85. He is also wholly & solely responsible for leading and managing whole affairs of the Company.
Remuneration paid in F.Y. 2016-17)	:	He was paid Remuneration of Rs. 4,320,000.00/- and commission is Rs. 3,600,000 during FY 16-17.
Name	**:**	**Ms. Richa Misra**
Designation	:	Whole Time Director
Date of Appointment	:	Ms. Richa Misra initially appointed as director on 26/08/1996 afterwards she get designated as Whole Time Director on November 29, 2017
Qualification	:	Bachelor of Arts
Previous Employment	:	Ms. Richa Misra has never been engaged with any employment, except as director in Rudrabhishek Enterprises Limited.

Overall Experience	:	Ms. Richa Misra has been engaged from last 22 years with the Company in the matter of Statutory Compliances & taxation, she has vast experience and in depth knowledge of taxation and compliances and broad understanding of diverse aspect of laws related to companies she is responsible for developing and implementing tax strategies that are compatible with the regulatory requirements and ensuring all compliance in the company.
Remuneration paid in F.Y. 2016-17)	:	She has received remuneration of Rs. 3,600,000.00/-
Name	**:**	**Mr. Vikas Gupta**
Designation	:	Company Secretary & Compliance Officer
Date of Appointment	:	February 14, 2015
Qualification	:	Company Secretary
Previous Employment	:	Amethyst Towns Planners Pvt. Ltd. (A unit of Chadha Group of Industries)
Overall Experience	:	Mr. Vikas Gupta is the Company Secretary and Compliance Officer of the Company. He joined the Company on February 14, 2015. He is an associate member of the Institute of Company Secretaries of India. He has rich experience in the field of corporate law and allied matters.
Remuneration paid in F.Y. 2016-17)	:	Mr. Vikas Gupta has received remuneration of Rs. 1,256,622/- per annum as Company Secretary of the Company.
Name	**:**	**Mr. Manoj Kumar**
Designation	:	Chief Financial Officer
Date of Appointment	:	November 29, 2017
Qualification	:	Masters In Business Administration from Vidyasagar University, Midnapore, West Bengal
Previous Employment	:	Earth Infrastructure Limited
Overall Experience	:	22 Years of Experience in Accounts & Finance
Remuneration paid in F.Y. 2016-17)	:	He was appointed as Chief Financial Officer in REPL on November 29, 2017. Before appointment as Chief Financial Officer, he was designated as Assistant General Manager in Accounts in REPL and he received remuneration of Rs. 1,308,000/- per annum.

Bonus or Profit sharing plan for the Key Management Personnel

Our Company does not have any bonus or profit sharing plan for our Key Managerial personnel.

Changes in the Key Management Personnel

The following are the changes in the Key Management Personnel in the last three years preceding the date of filing this Prospectus, otherwise than by way of retirement in due course.

Name	Date of Appointment/Re-Appointment	Event
Mr. Pradeep Misra	29/11/2017	Mr. Pradeep Misra reappointed as Managing Director & Chairperson of the company
Ms. Richa Misra	29/11/2017	Ms. Richa Misra appointed as whole time director of the Company
Mr. Vikas Gupta	14/02/2015	Mr. Vikas Gupta appointed as Company Secretary and Compliance Officer of the Company
Mr. Manoj Kumar	29/11/2017	Mr. Manoj Kumar appointed as Chief Financial Officer of the Company

Employee Stock Option Scheme

As on the date of filing of Prospectus, our Company has not allotted any shares under ESOP Scheme for its employees. However the members of the Company have passed the resolution for approval of scheme of Employee Stock Purchase Scheme in the Extra Ordinary General Meeting held on December 05, 2017.

Relation of the Key Managerial Personnel with our Promoters/ Directors

None of the Key Managerial Personnel of the Company are related to each other as per Section 2 (77) of the Companies Act, 2013 except as stated below:

Name of KMP	Other Director	Relationship
Mr. Pradeep Misra	Ms. Richa Misra	Ms. Richa Misra is wife of Mr. Pradeep Misra

Payment of Benefit to Officers of Our Company (non-salary related)

Except the statutory payments made by our Company, in the last two years, our company has not paid any sum to its employees in connection with superannuation payments and ex-gratia/ rewards and has not paid any non-salary amount or benefit to any of its officers.

Notes:

- All the key managerial personnel mentioned above are on the payrolls of our Company as permanent employees.
- There is no arrangement / understanding with major shareholders, customers, suppliers or others pursuant to which any of the above mentioned personnel have been recruited.
- None of our Key Managerial Personnel has been granted any benefits in kind from our Company, other than their remuneration.
- None of our Key Managerial Personnel has entered into any service contracts with our company and no benefits are granted upon their termination from employment other that statutory benefits provided by our Company. However, our Company has appointed certain Key Managerial Personnel for which our company has not executed any formal service contracts; although they are abide by their terms of appointments.

Shareholding of Key Managerial Personnel

Except Mr. Pradeep Misra the Chairman & Managing Director of the Company holding 9,651,600 & Ms. Richa Misra, Whole Time Director of the Company holding 850,500 Shares in the Company, none of the other Key Managerial Personnel hold any Equity Shares of our Company as on the date of this Prospectus.

Interests of Key Managerial Personnel

The Key Managerial Personnel of the Company, do not have any interest in the Company other than to the extent of the remuneration, employee stock options held, if any, Equity Shares allotted under employee stock purchase scheme or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them during the ordinary course of business.

None of the Key Managerial Personnel have been paid any consideration of any nature from the Company, other than their remuneration except Mr. Pradeep Misra charged royalty from the Company @1% of the annual turnover of REPL.

OUR PROMOTERS AND PROMOTERS GROUP

The Promoters of our Company are:

S.No.	Name	Category	Shareholding	%age of holding
1.	Mr. Pradeep Misra	Individual Promoter	9,651,600	75.58
2.	Ms. Richa Misra	Individual Promoter	850,500	6.66

For details of the build-up of our promoters' shareholding in our Company, see section titled "Capital Structure" beginning on page no. 56 of this Prospectus.

The details of our Individual Promoters are as follows:

Photograph	
Name	Mr. Pradeep Misra
Age	50 Years
PAN	AAPPM5542A
Passport Number	Z3143468
Voter Identification No.	UBV0615419
Aadhar No.	6168 1154 9253
Driving License	DL-1220100046801
Name of Bank	ICICI BANK
Bank Account Number	034301513928
Educational Qualification	Bachelor of Technology
Present Residential Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
Directors & Other Ventures	• Rudrabhishek Infosystem Private Limited • Rudrabhishek Financial Advisors Private Limited • Rudrabhishek Trustee Company Private Limited • Rudrabhishek Architects and Designers Private Limited • REPL PKS Infrastructure Private Limited • Jaini Cine India Limited • Chinu Cine India Limited • Despecto Realtors India Private Limited • New Modern Developers Private Limited • Ranch Buildwell Private Limited • Marten Developers Private Limited • Kahtura Milk And Agro Products Private Limited • Pushp Products Private Limited • Samad Trade Links Private Limited • K. M. Business Consultants Private Limited • New Modern Buildwell Private Limited • Wisdom Planners and Developers Private Limited • Prabha Suppliers Private Limited • Pushti Vincom Private Limited • Vinayaka Finlease Private Limited • Shruti Planners and Advisors Private Limited • Rudrabhishek Signapore PTE Limited

	• Shing Design Atelier PTE Limited • Pradeep Richa Educare Foundation • IM+ Capitals Limited • Ventrux Enclave Limited • Surestep Realtors Limited • IM+ Investments and Capital Pvt. Ltd. • Star Living Infrastructure Advisors LLP • Rudrabhishek Trust For Sports And Education • SMC & IM Capitals Investment Manager LLP • SMC IM+ Capital Realty Trust • Karta of Pradeep Misra HUF

Photograph	
Name	Ms. Richa Misra
Age	49 Years
PAN	AAJPM6159M
Passport Number	Z3543084
Voter Identification No.	UBV0615427
Aadhar No.	9830 0915 1072
Driving License	Not Available
Name of Bank	State Bank of India
Bank Account Number	00000051050324288
Educational Qualification	Bachelor of Arts
Present Residential Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
Directors & Other Ventures	• Rudrabhishek Infosystem Private Limited • Rudrabhishek Financial Advisors Private Limited • Rudrabhishek Trustee Company Private Limited • Rudrabhishek Architects and Designers Private Limited • REPL PKS Infrastructure Private Limited • Jaini Cine India Limited • Chinu Cine India Limited • Despecto Realtors India Private Limited • New Modern Developers Private Limited • Ranch Buildwell Private Limited • Marten Developers Private Limited • Kahtura Milk And Agro Products Private Limited • Pushp Products Private Limited • Samad Trade Links Private Limited • K. M. Business Consultants Private Limited • New Modern Buildwell Private Limited • Wisdom Planners and Developers Private Limited • Prabha Suppliers Private Limited • Pushti Vincom Private Limited • Vinayaka Finlease Private Limited • Shruti Planners and Advisors Private Limited • Rudrabhishek Signapore PTE Limited • Shing Design Atelier PTE Limited • Pradeep Richa Educare Foundation

	• IM+ Capitals Limited • Ventrux Enclave Limited • Surestep Realtors Limited • IM+ Investments and Capital Pvt. Ltd. • Star Living Infrastructure Advisors LLP • Rudrabhishek Trust For Sports And Education • SMC & IM Capitals Investment Manager LLP • SMC IM+ Capital Realty Trust • Member of Pradeep Misra HUF

Declaration
Our Company confirms that the permanent account number, bank account number and passport number of our Promoters will be submitted to the Stock Exchange at the time of filing of this Prospectus with it.

The Original Subscriber to the Memorandum of the Company are Mr. Pradeep Misra and Ms. Tulika Misra, However current promoters of the REPL are Mr. Pradeep Misra and Ms. Richa Misra.

For details of the shareholding acquired by the current promoters of our Company refer the capital build-up of our Promoter under chapter "Capital Structure" beginning on page 56 of this Prospectus.

Common pursuit/Conflict of Interest
Except as disclosed in Section "our Promoter and Promoter Group Companies" on page no. 140 of this Prospectus is engaged in the similar line of business as our Company as on date of this Prospectus.

Our Promoters, Promoter Group and our Group entities are authorized to carry on similar lines of business as conducted by our Company, pursuant to the provisions of their respective constitutional documents. We have entered in the past and expect to continue to enter into transactions with certain related parties in the ordinary course of our business, including due to the industry and regulatory framework in which we operate. For details of related party transactions with our Promoters and Group Entities, refer "Related Party Transactions" on page 176. While we believe that all our related party transactions have been conducted on arm's length basis, our Promoters and members of the Promoters Group have interests in other companies and entities, either as directors or otherwise, that may compete with us. As a result, conflicts of interests may arise in allocating business opportunities amongst our Company and our Group Entities in circumstances where our respective interests diverge. In cases of conflict, our Promoters may favour other companies in which our Promoters have interest. We have not entered into any non-compete agreement with our Promoters and/or Group Entities. While, we shall adopt necessary procedures and practices as permitted by law to address any conflict situations, as and when they may arise, we cannot assure you that our Promoters or our Group Entities or members of the Promoters Group will not compete with our existing business or any future business that we may undertake or that their interests will not conflict with ours.

Interest of promoters:
The following is the interest of our promoters in our Company:

Interest in the promotion of our Company
The Promoters are interested to the extent of their shareholding in the Company, and any dividend and distributions which may be made by the Company in future. Both of the promoters also hold key managerial position in the Company therefore they are also interested to the extent to remuneration and commission received by them from Company. The related party transactions are disclosed in "Financial Information" and "Our Management – Interest of Directors" and "Our Management – Interest of Key Managerial Personnel" on pages 178 & 125 of this Prospectus, respectively.

Interest in the property of Our Company
Except as mentioned in this Prospectus, our Promoters do not have any other interest in any property acquired by our Company in a period of two years before filing of this Prospectus or proposed to be acquired by us till date of filing the Prospectus with ROC.

Other Interest of Promoter

Our Promoters Mr. Pradeep Misra and Ms. Richa Misra are interested to the extent of their shareholding and shareholding of their relatives in our Company. Our Promoters Mr. Pradeep Misra who is also the Chairman cum Managing Director and Ms. Richa Misra who is Whole Time Director, of our Company may be deemed to be interested to the extent of his remuneration received, as per the terms of his appointment and reimbursement of expenses payable to them. Our Promoters may also be deemed interested to the extent of any unsecured loan given/taken by them to/from our Company. Also, Mr. Pradeep Misra takes royalty for using of trade mark from the Company @1% of the annual turnover of REPL.

Related Party Transactions

For the transactions with our Promoter Group entities please refer to section titled "Annexure –XXII Restated Standalone Statement of Related Party Transactions" on page 202 of this Prospectus. Except as stated in "Annexure –XXII Restated Standalone Statement of Related Party Transactions" on page 202 of this Prospectus, and as stated therein, our Promoter or any of the Promoter Group Entities do not have any other interest in our business.

Companies / Firms from which the Promoter have disassociated themselves in the last (3) three years:

Except as stated under, our Promoters have not disassociated themselves from the Company in three years preceding the date of the Prospectus:

Name of Promoter	Name of Entity	Reason for Disassociation	Date of Disassociation
Mr. Pradeep Misra	IM+ Investments & Capital Private Limited	Ceased to be a Director	18/11/2015
	Arrowline Plazza Private Limited	Ceased to be a Director	24/03/2017
	Despecto Realtors India Private Limited	Ceased to be a Director	11/07/2017
	Rudrabhishek Infosystem Private Limited	Ceased to be a Director	04/07/2017
	Rudrabhishek Architects And Designers Private Limited	Ceased to be a Director	31/08/2015
	Silver Sand Corporation Limited	Ceased to be a Director	09/10/2017
Ms. Richa Misra	Despecto Realtors India Private Limited	Ceased to be a Director	11/07/2017

Litigation details pertaining to our Promoter

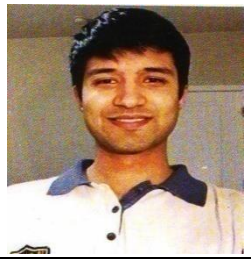
For details on litigations and disputes pending against the Promoter and defaults made by the Promoter please refer to the section titled "Outstanding Litigations and Material Developments" beginning on page 259 of this Prospectus.

Our Promoter Group in terms of Regulation 2(1)(zb) of the SEBI (ICDR) Regulations is as under:

NATURAL PERSONS WHO ARE PART OF PROMOTER GROUP:

Sr. No.	Relationship with Promoter	Pradeep Misra	Richa Misra
1.	Father	Prabhu Nath Misra	Ram Avtar Sharma
2.	Mother	Gyanwati Misra	Sarla Sharma
3.	Spouse	Richa Misra	Pradeep Misra
4.	Brother	Pragyesh Misra	Ajay Sharma
5.	Sister	NA	Uma Sharma
6.	Son	Prajjwal Misra	Prajjwal Misra
7.	Daughter	Shruti Misra	Shruti Misra
8.	Spouse Father	Ram Avtar Sharma	Prabhu Nath Misra
9.	Spouse Mother	Sarla Sharma	Gyanwati Misra

The details of our Individual Promoter Group are as follows:

Photograph	
Name	Prajjwal Misra
Age	22 Years
PAN	CNVPM5473M
Passport Number	L4620794
Voter Identification No.	Not Available
Aadhar No.	3818 4588 2027
Driving License	DL-1220140129535
Name of Bank	ICICI BANK
Bank Account Number	034301534381
Educational Qualification	Pursuing Civil Engineering from University of California
Present Residential Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
Other Ventures	• K. M. Business Consultants Private Limited • Pradeep Misra HUF

Photograph	
Name	Sarla Sharma
Age	78 Years
PAN	CYLPS7807L
Passport Number	Not Available
Voter Identification No.	Not Available
Aadhar No.	7670 5815 1458
Driving License	Not Available
Name of Bank	State Bank of India
Bank Account Number	31773454035
Educational Qualification	8th Standard
Present Residential Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
Other Ventures	Wisdom Planner and Developers Private Limited

Photograph	
Name	Shruti Misra
Age	20 Years
PAN	DFQPM7175Q
Passport Number	N8105010
Voter Identification No.	Not Available
Aadhar No.	5916 2494 4116
Driving License	DL-1220170160206
Name of Bank	State Bank of India
Bank Account Number	61009748690
Educational Qualification	12th Standard from CBSE & Pursuing Bachelor of Architecture from School of Planning and Architecture
Present Residential Address	Sadhika Farm Park Lane, Mall Road, Behind D-3, Vasant Kunj, New Delhi 110070
Other Ventures	Pradeep Misra HUF

OTHER ENTITIES FORMING PART OF THE PROMOTER GROUP ARE AS UNDER:

1. Rudrabhishek Financial Advisors Private Limited
2. Rudrabhishek Trustee Company Private Limited
3. Rudrabhishek Architects and Designers Private Limited
4. Jaini Cine India Limited
5. Chinu Cine India Limited
6. Despecto Realtors India Private Limited
7. New Modern Developers Private Limited
8. Ranch Buildwell Private Limited
9. Marten Developers Private Limited
10. Kahtura Milk And Agro Products Private Limited
11. Pushp Products Private Limited
12. Samad Trade Links Private Limited
13. K. M. Business Consultants Private Limited
14. Wisdom Planners and Developers Private Limited
15. New Modern Buildwell Private Limited
16. Prabha Suppliers Private Limited
17. Pushti Vincom Private Limited
18. Vinayaka Finlease Private Limited
19. Shruti Planners and Advisors Private Limited
20. Pradeep Richa Educare Foundation
21. IM+ Capitals Limited
22. Ventrux Enclave Limited
23. Surestep Realtors Limited
24. IM+ Investments and Capital Pvt. Ltd.
25. Star Living Infrastructure Advisors LLP
26. Rudrabhishek Trust For Sports And Education
27. SMC & IM Capitals Investment Manager LLP
28. SMC IM+ Capital Realty Trust
29. Silver Sand Corporation Limited
30. Manushri Vinimay Private Limited
31. Rudrabhishek Infrastructure Trust
32. Pradeep Misra HUF

OUR GROUP COMPANIES

In terms of the SEBI Regulations, and in terms of the policy of materiality defined by the Board pursuant to its resolution dated January 29, 2018, our Group Companies/Entities include (a) those companies disclosed as related parties in accordance with Accounting Standard (AS) 18 issued by the Institute of Chartered Accountants of India, in the Restated Financial Statements of the Company for the last five financial years; and (b) all companies forming part of the Promoter Group (as defined under the SEBI Regulations. Based on the above, the following are the Group Companies (Other than Subsidiaries/Associates, for which relevant information has been shown on page 121 and 123)

1. Rudrabhishek Financial Advisors Private Limited (RFAPL)

Brief Information

Rudrabhishek Financial Advisors Private Limited Company incorporated on May 25, 2012 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 820, Antriksha Bhawan K.G Marg, New Delhi 110001. The Corporate Identity No. is U67190DL2012PTC236530 and Paid Up capital is Rs. 200,000.00

Nature of Activities

In terms of Memorandum of Association, RFAPL is engaged in the business of financial consultants, capital market consultants, marketing consultants, consultancy in various fields i.e. general, administration, commercial, Investment, legal, secretarial scientific, technical, costing, accounting internal control, to assist, in procuring, bank and institutional, finance including cash, credit facilities, overdraft facilities, raising of fund, and other connected matters also to engaged into the business of investment counseling working capital finance, corporate restructuring and tax consultancy etc.

To act as lead managers, managers, advisors, consultants to the firm, Trusts, Companies, Body Corporate, Public Sector Undertaking and other organisations for their Public Issue/Private Placement of equity shares and other type of securities.

Shareholding Pattern

The Shareholding pattern of RFAPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	Percentage of Total Share Capital
1.	Mr. Pradeep Misra	10,000	50.00
2.	Ms. Richa Misra	10,000	50.00
Total		**20,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Ashok Kumar Verma

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	2.00	2.00	2.00
Reserve & Surplus	54.51	52.44	21.6
Net Assets Value Per Shares (Rs.)	282.55	272.20	118.00
Net Worth	56.51	54.44	23.60
Sales & Income	113.28	195.21	175.47
Profit/ (Loss) after Tax	2.08	30.83	-6.51
EPS & Diluted EPS	10.39	154.17	-32.57

Confirmations:
1. RFAPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

2. Rudrabhishek Trustee Company Private Limited (RTCPL)

Brief Information
Rudrabhishek Trustee Company Private Limited incorporated on September 10, 2012 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 820, Antriksha Bhawan K.G Marg, New Delhi 110001. The Corporate Identity No. is U65999DL2012PTC241910 and Paid Up capital is Rs. 200,000.00

Nature of Activities
In terms of Memorandum of Association, RTCPL is engaged in the business of to carry on the office of trustee and duties of trustee, custodian, liquidator etc., to act as trustees for Alternate Investment Funds, collective or private Investment schemes, offshore fund, pension funds, provident funds, venture capital funds, Insurance funds, employee welfare or compensation scheme or any other schemes, bonds or debenture and as security trustee and for that purpose to set up, promote, settle and execute the trust etc.

To prepare, undertake, execute, carry out, implement, and administer, Alternative Investment fund Schemes, unit trust schemes or venture capital scheme by issuing units, or participations therein to investors and redeem, cancel or revoke such units or participations or trusts and distribute the proceeds thereof among investors, beneficiaries etc.

Shareholding Pattern
The Shareholding pattern of RTCPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	Percentage of Total Share Capital
1.	Mr. Pradeep Misra	10,000	50.00
2.	Ms. Richa Misra	10,000	50.00
Total		**20,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	2.00	2.00	2.00
Reserve & Surplus	0.19	0.19	0.18
Net Assets Value Per Shares (Rs.)	10.95	10.95	10.90
Net Worth	2.19	2.19	2.18
Sales & Income	0.45	0.90	0.90
Profit/ (Loss) after Tax	0.002	0.01	0.01
EPS & Diluted EPS	0.01	0.03	0.05

Confirmations:
1. RTCPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

3. Rudrabhishek Architects and Designers Private Limited (RADPL)

Brief Information

Rudrabhishek Architects and Designers Private Limited incorporated on January 17, 2011 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 820, Antriksha Bhawan K.G Marg, New Delhi 110001. The Corporate Identity No. is U74200DL2011PTC212735 and Paid Up capital is Rs. 210,000.00.

Nature of Activities

In terms of Memorandum of Association, RADPL is engaged in the business of designing and engineering solutions for all types of engineering, construction and infrastructure projects including services in fields of Architecture, Interior, Landscaping, Structural Design, Electrical, Plumbing, Air-Condition etc.

To carry on the business as owners, builders, colonizers, developers, promoters, proprietors and contractors, maintainers of residential, commercial and industrial buildings, colonies, mills and factory's buildings, Workshop's building, Cinema Houses, and deal in all kinds of immovable properties whether belonging to the Company or otherwise.

To undertake and to carry on the business of purchasing, selling, underwriting and developing any type of flats, land, or plot whether residential, Commercial, Industrial, rural or urban and to erect and construct houses, building, do civil construction work of all types, infrastructure work of all types and to purchase or take on lease, acquire in exchange or otherwise, own, hold, construct, effect, alter, develop, colonize, decorate all type of plots, lands, buildings, hereditaminants, bungalows, quarters, offices, flats etc.

To collaborate and/or make joint venture with Indian/foreign companies, limited liability partnership, partnership firms and/or individuals and act as business partners/Agents/business developers for products and services related to design and construction industries and to enter into technical tie-ups to with various companies, limited liability partnership, partnership firms and/or individuals related to design, project management or construction technology, materials and services.

To provide all kind of consultancy services related with infrastructure, housing & Project Management, construction management and carry out engineering, procurement and construction contracts and turnkey contracts.

Shareholding Pattern

The Shareholding pattern of RADPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	Percentage of Total Share Capital
1.	Mr. Pradeep Misra	10,500	50.00
2.	Ms. Richa Misra	10,500	50.00
Total		**21,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Ashok Kumar Verma
2.	Ms. Ruchi Mishra

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	2.10	2.10	2.10
Reserve & Surplus	11.28	10.69	10.09
Net Assets Value Per Shares (Rs.)	63.71	60.90	58.05
Net Worth	13.38	12.79	12.19
Sales & Income	9.69	111.66	204.16
Profit/ (Loss) after Tax	0.59	0.59	3.13
EPS & Diluted EPS	2.83	2.83	14.92

Confirmations:
1. RADPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

4. JAINI CINE INDIA LIMITED (JCIL)

Brief Information
Jaini Cine India Limited incorporated on May 25, 2007 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Flat No. 311 to 315, 3rd Floor Naurang House, 21 K.G. Marg New Delhi 110001. The Corporate Identity No. is U22120DL2007PLC163975 and Paid Up capital is Rs. 500,000.00

Nature of Activities
In terms of Memorandum of Association, JCIL is engaged in the business of manufacturers, importers, exporters, dealers, distribution of new and old movies, television films, video films, telefilms, magazines tapes, documentary films, multimedia software, serials, equipment, accessories, parts, tools and other articles used in connection herewith or which may hereafter be invented and consultancy thereof in India or abroad.

To carry on the business of producers of films and to purchase take on hire or otherwise acquire, television channel, films, and renting rights of the same and to sell, give on hire or otherwise the films, talkies and the rights so acquired and to Company's production with the exhibiting, distributing and renting rights.

To erect, construct, purchase, take on lease or hire otherwise acquire and maintain, to carry on the business of films production studios, cinemas, picture places, halls, theatres, concert halls etc. required for any of the business of the Company and to import, foreign films, machinery, cameras and other cinematograph equipment etc.

Shareholding Pattern
The Shareholding pattern of JCIL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	New Modern Buildwell Private Limited	49,994	99.988
2.	Mr. Pradeep Misra (Nominee Shareholders on behalf of NMBPL)	01	0.002
3.	Ms. Richa Misra (Nominee Shareholders on behalf of NMBPL)	01	0.002
4.	Ms. Shruti Misra (Nominee Shareholders on behalf of NMBPL)	01	0.002
5.	Mr. Vikas Gupta (Nominee Shareholders on behalf of NMBPL)	01	0.002
6.	Mr. Nilesh Jain (Nominee Shareholders on behalf of NMBPL)	01	0.002
7.	Mohd. Zulquer Nain (Nominee Shareholders on behalf of NMBPL)	01	0.002
Total		**50,000**	**100.00**

NMBPL: New Modern Buildwell Pvt. Ltd.

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Vikas Gupta
3.	Mohd. Zulquer Nain

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	5.00	5.00	5.00
Reserve & Surplus	0.17	0.14	0.24
Net Assets Value Per Shares (Rs.)	10.35	10.29	10.47
Net Worth	5.17	5.14	5.24
Sales & Income	0.21	1.77	13.45
Profit/ (Loss) after Tax	0.03	0.38	0.013
EPS & Diluted EPS	0.06	0.76	0.03

Confirmations:
1. JCIL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

5. CHINU CINE INDIA LIMITED (CCIL)

Brief Information
Chinu Cine India Limited incorporated on May 25, 2007 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Plot No. 4565/L-3, 2ND Floor, Royal Apartments 16, Darya Ganj New Delhi 110002. The Corporate Identity No. is U22300DL2007PLC163984 and Paid Up capital is Rs. 500,000.00

Nature of Activities
In terms of Memorandum of Association, CCIL is engaged in the business of manufacturers, importers, exporters, dealers, distribution of new and old movies, television films, video films, telefilms, magazines tapes, documentary films, multimedia software, serials, equipment, accessories, parts, tools and other articles used in connection herewith or which may hereafter be invented and consultancy thereof in India or abroad.

To carry on the business of producers of films and to purchase take on hire or otherwise acquire, television channel, films, and renting rights of the same and to sell, give on hire or otherwise the films, talkies and the rights so acquired and to Company's production with the exhibiting, distributing and renting rights.

To erect, construct, purchase, take on lease or hire otherwise acquire and maintain, to carry on the business of films production studios, cinemas, picture places, halls, theatres, concert halls etc. required for any of the business of the Company and to import, foreign films, machinery, cameras and other cinematograph equipment etc.

Shareholding Pattern
The Shareholding pattern of CCIL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	New Modern Buildwell Private Limited	49,994	99.988
2.	Mr. Pradeep Misra (Nominee Shareholders on behalf of NMBPL)	01	0.002
3.	Ms. Richa Misra (Nominee Shareholders on behalf of NMBPL)	01	0.002
4.	Ms. Shruti Misra (Nominee Shareholders on behalf of NMBPL)	01	0.002
5.	Mr. Vikas Gupta (Nominee Shareholders on behalf of NMBPL)	01	0.002
6.	Mr. Nilesh Jain (Nominee Shareholders on behalf of NMBPL)	01	0.002
7.	Mohd. Zulquer Nain (Nominee Shareholders on behalf of NMBPL)	01	0.002
Total		**50,000**	**100.00**

NMBPL: New Modern Buildwell Pvt. Ltd.

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Vikas Gupta
3.	Mohd. Zulquer Nain

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	5.00	5.00	5.00
Reserve & Surplus	0.49	0.46	-0.23
Net Assets Value Per Shares (Rs.)	10.97	10.91	9.53
Net Worth	5.49	5.46	4.77
Sales & Income	0.25	3.10	12.15
Profit/ (Loss) after Tax	0.03	0.69	-0.02
EPS & Diluted EPS	0.06	1.38	-0.03

Confirmations:

1. CCIL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

6. DESPECTO REALTORS INDIA PRIVATE LIMITED (DRIPL)

Brief Information

Despecto Realtors India Private Limited incorporated on September 05, 2013 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 820, Antriksha Bhawan K.G Marg, New Delhi 110001. The Corporate Identity No. is U70109DL2013PTC257246 and Paid Up capital is Rs. 373,650.00

Nature of Activities

In terms of Memorandum of Association, DRIPL is engaged into the services of Real Estate Promoters, Developers & Project Management Association including civil, mechanical, energy, power, electrical, and other types erection, commissioning project trading as well consultants for execution of project on turnkey basis.

To carry on the business as owner, builders, colonizers, licensors, lessors, contractors, maintainers, promoters, developers, realtors, consultants, civil engineers, surveyors, town planners, estimators, interior and exterior decorators, consultants, planners, engineers, general and government civil contractors of immovable properties or any description wherever situated, all types of structural and piling engineering work, all type of infrastructure work, landscaping, modular shop in shop display units, landscaping consultancy, lighting & illumination consultancy and space graphic.

To carry on the business of immovable properties and its consultants and to give on rent sale and purchase, develop, maintain, and construction of residential houses, educational institutes, school, college, commercial buildings flats and factory's sheds and building in or out side of India and to act as builders, colonizers and civil and constructional contractors.

To provide facilities and building management and maintenance services, for commercial and non commercial facilities, and properties including but not limited to procurement, set up and management of hard and soft facilities services, property and building management services.

Shareholding Pattern

The Shareholding pattern of DRIPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	Percentage of Total Share Capital
1.	Rudrabhishek Infosystem Private Limited	10,000	9.55
2.	Manushri Vinimay India Private Limited	94,725	90.45
Total		**104,725**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Ajeet Goswami
2.	Mohd. Zulquer Nain

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1.00	1.00	1.00
Reserve & Surplus	101.92	55.93	-0.55
Net Assets Value Per Shares (Rs.)	1029.20	569.25	4.46
Net Worth	102.92	56.93	0.45
Sales & Income	70.01	84.72	0.00
Profit/ (Loss) after Tax	45.99	56.48	-0.42
EPS & Diluted EPS	459.90	564.79	-4.17

Confirmations:

1. DRIPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

7. New Modern Developers Private Limited (NMDPL)

Brief Information

New Modern Developers Private Limited incorporated on March 29, 2014 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 511, Ambadeep Building K.G. Marg New Delhi 110001. The Corporate Identity No. is U70200DL2014PTC267151 and Paid Up capital is Rs. 15,100,000.00

Nature of Activities

In terms of Memorandum of Association, NMDPL is engaged into the services of consultants, civil engineers, builders, and developers of land contractors, colonizers, civil contractor and undertake, any residential, commercial or industrial, construction either independently or jointly in partnership, joint venture with or on behalf of any Individual firm, body corporate, government bodies to work as colonizer, developer of land and farm houses and buildings for residential & commercial purposes.

To purchase buy, acquire, lease, exchange, hire any land, immovable property or any right or interest therein either singly or jointly or in partnership with any person or Body Corporate to develop and construct thereon residential, commercial complex either singly or jointly or in partnership, comprising offices for sale or self use or for earning rental income thereon by letting out Individual units comprised in such building.

To construct, erect build, repair, re-model, demolish, develop, improve and maintain building, structures, house, apartment, hospitals, roads etc.

Shareholding Pattern

The Shareholding pattern of NMDPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	New Modern Buildwell Private Limited	1,509,999	100.00
2.	Mr. Pradeep Misra (Nominee Shareholders on behalf of NMBPL)	01	0.00
Total		**1,510,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Nilesh Kumar Jain
2.	Mohd. Zulquer Nain

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	151.00	1.00	1.00
Reserve & Surplus	-3.02	0.31	-0.18
Net Assets Value Per Shares (Rs.)	9.80	13.14	8.21
Net Worth	147.98	1.31	0.82
Sales & Income	0.01	1.72	0.00
Profit/ (Loss) after Tax	-3.33	0.49	-0.18
EPS & Diluted EPS	-0.22	4.93	1.79

Confirmations:

1. NMDPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

8. Ranch Buildwell Private Limited (RBPL)

Brief Information

Ranch Buildwell Private Limited incorporated on June 11, 2012 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 511, Ambadeep Building K.G. Marg New Delhi 110001. The Corporate Identity No. is U70200DL2012PTC237279 and Paid Up capital is Rs. 100,000.00

Nature of Activities

In terms of Memorandum of Association, RBPL is engaged into the services of engineering solutions for all types of engineering, construction and infrastructure projects. The Company shall provide services in fields of Interior, Landscaping, Structure, Electrical, Plumbing, Air-Condition and other specialized area as required for project development. The Company shall undertake all contract documentation and drawing preparation. To undertake and to carry on the business of purchasing, selling, underwriting and developing any type of flats, land, or plot whether residential, Commercial, Industrial, rural or urban that may belong to Company or to any other person of whatever nature and to deal in land or immovable properties of any description or nature on commission basis and for that purpose to make agreements to sell the land of the Company or of anybody else.

To carry on the business as owners, builders, colonizers, developers, promoters, proprietors and contractors, maintainers of residential, commercial and industrial buildings, colonies, mills and factory's buildings, Workshop's building, Cinema Houses, and deal in all kinds of immovable properties whether belonging to the Company or otherwise.

To erect and construct houses, building, do civil construction work of all types, infrastructure work of all types and to purchase or take on lease, acquire in exchange or otherwise, own, hold, construct, effect, alter, develop, colonize, decorate, furnish, equip with all infrastructure, pull down, improve, repair, renovate, build, plan, layout, set, transfer, charge, assign, let out, sublet all type of plots, lands,

buildings, bungalows, quarters etc. all types of renewable energy resources, airports, seaports, telecom infrastructures, power houses, mines, lands, estates, immovable properties of all types and to acquire land for the construction of multistoried buildings and to license the flats therein on suitable terms and conditions and to act as an agent for purchasing, selling and letting on rent, land and houses, whether multistoried, commercial and/or residential buildings on commission basis and to consolidate or sub-divide, develop, maintain, purchase, sell and letting farms or farm houses and sheds and to let out the same on rental or license basis, and/or to sell the same or otherwise dispose of the same.

To collaborate and/or make joint venture with Indian/foreign companies, limited liability partnership, partnership firms and/or individuals and act as business partners/Agents/business developers for products and services related to construction industries and to enter into technical tie-ups to with various companies, limited liability partnership, partnership firms and/or individuals related to project management or construction technology, materials and services.

To provide all kind of consultancy services related with infrastructure, housing & Project Management, construction management etc. and carry out engineering, procurement and construction contracts and turnkey contracts including all services for all types of building, infrastructure and urban development projects for private and government agencies.

Shareholding Pattern

The Shareholding pattern of RBPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	o. of Shares	% of Total Share Capital
1.	New Modern Buildwell Private Limited	9,999	99.99
2.	Mr. Vikas Gupta (Nominee Shareholder on behalf of NMBPL)	01	0.01
Total		**10,000**	**100.00**

NMBPL: New Modern Buildwell Pvt. Ltd.

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Ajeet Goswami
2.	Mohd. Zulquer Nain

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1.00	1.00	1.00
Reserve & Surplus	4.22	4.47	0.14
Net Assets Value Per Shares (Rs.)	52.15	54.73	11.41
Net Worth	5.22	5.47	1.14
Sales & Income	0.45	8.91	2.00
Profit/ (Loss) after Tax	-0.26	4.33	1.13
EPS & Diluted EPS	-2.58	43.32	11.30

Confirmations:

1. RBPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

9. Marten Developers Private Limited (MDPL)

Brief Information

Marten Developers Private Limited incorporated on April 13, 2012 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 511, Ambadeep Building K.G. Marg New Delhi 110001. The Corporate Identity No. is U70109DL2012PTC234316 and Paid Up capital is Rs. 100,000.00

Nature of Activities
In terms of Memorandum of Association, MDPL is engaged into the services of civil contractor and engineers, builders, colonizers, town, planners, real estate developers, land scapers, estate agent, interior decorators, real estate consultants and to otherwise deal in real estate business.

To purchase, acquire, sell, exchange, let, sub let, dispose off or otherwise deal in real estate, land, building, civil works, moveables, and immovable properties of any tenure, or description either as owners or on collaborations or joint ventures, to acquire membership of group housing societies, and to erect, construct, build, demolish etc. on any land or immovable property and convenience of all kinds, including turnkey jobs, railways, tramways, roads, airways, theaters, cinema hall sanitary works or other civil works and to otherwise, deal in all kinds of building materials, equipment, plant and machinery used in connection herewith.

Shareholding Pattern
The Shareholding pattern of MDPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	New Modern Buildwell P. Ltd.	9,999	99.99
2.	Vikas Gupta (Nominee of NMBPL)	01	0.01
Total		**10,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Ajeet Goswami
2.	Mohd. Zulquer Nain

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1.00	1.00	1.00
Reserve & Surplus	1.08	3.15	-1.26
Net Assets Value Per Shares (Rs.)	20.76	41.46	-2.56
Net Worth	2.08	4.15	-0.26
Sales & Income	0.45	8.91	0.00
Profit/ (Loss) after Tax	-2.07	4.40	-0.33
EPS & Diluted EPS	-20.71	44.02	-3.28

Confirmations:
1. MDPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

10. Kahtura Milk And Agro Products Private Limited (KMAPL)

Brief Information
Kahtura Milk and Agro Products Private Limited incorporated on April 04, 1995 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Sadhika Farms Behaind-D-3, Vasant Kunj, Kishan Garh, Mall Road, New Delhi 110070. The Corporate Identity No. is U74899DL1995PTC067118 and Paid Up capital is Rs. 2,460,200.00

Nature of Activities
In terms of Memorandum of Association, KMAPL is engaged into the services of manufacturing, producing, processing, preserve, refine, buy & sell milk products of all kinds and descriptions, dairying, dairy products including but not limited hot and cold milk, flavoured, butter, ghee, cheese, curd, milk powder, processed milk sweets etc.

To produce, pack, distribute and to carry on the business of eggs, poultry farming, meat and its by products, floriculture, horticulture, agriculture farming, agro industries their derivates and by-products and to keep nurse, traffic in all sorts of poultry animals & live stocks.

To produce, buy, sell, distribute, import, export and engage in all kind of seeds, vegetables and plant tissue culture, products and technology.

To purchase, lease, rent, exchange, hire or otherwise, lands and immovable property of any description and of any tenure or any interest in the same, in India.

Shareholding Pattern

The Shareholding pattern of KMAPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	243,960	99.16
2.	Ms. Richa Misra	2,060	0.84
Total		**246,020**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	24.60	24.60	24.60
Reserve & Surplus	186.85	179.64	178.58
Net Assets Value Per Shares (Rs.)	85.96	83.02	82.59
Net Worth	211.45	204.24	203.18
Sales & Income	78.13	52.99	41.53
Profit/ (Loss) after Tax	7.21	1.06	6.87
EPS & Diluted EPS	2.93	0.43	2.79

Confirmations:

1. KMAPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

11. Pushp Products Private Limited (PPPL)

Brief Information

Pushp Products Private Limited incorporated on October 26, 1993 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Sadhika Farms Behaind-D-3, Vasant Kunj, Kishan Garh, Mall Road, New Delhi 110070. The Corporate Identity No. is U70100DL1993PTC055803 and Paid Up capital is Rs. 7,618,000.00

Nature of Activities

In terms of Memorandum of Association, PPPL is engaged into the services of purchasing, selling, renting, underwriting and developing any type of flats, lands, or plots whether residential, commercial, Industrial, rural or urban, that may belong to Company or to any other person of whatever nature and to deal in land or immovable properties of any description or nature on commission basis and for that purpose to make agreement to sell the land of the Company.

To provide all kind of consultancy services related with Infrastructure, hosing and Project management, commissioning projects etc.

To carry on and undertake trading business of all sorts and to act as traders, suppliers and commission agents of products, commodities and materials, in any form or shape manufactured or supplied by any Company, firm, association of person, body, whether incorporated in india or not, individuals, Government, Semi Government etc.

Shareholding Pattern

The Shareholding pattern of PPPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	242,400	31.82
2.	Ms. Richa Misra	126,400	16.59
3.	Samad Trade Links Limited	148,000	19.43
4.	K. M. Business Consultants Private Limited	146,950	19.29
5.	Kahtura Milk & Agro Products Private Limited	98,050	12.87
Total		**761,800**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	76.18	76.18	76.18
Reserve & Surplus	202.44	154.12	132.98
Net Assets Value Per Shares (Rs.)	36.57	30.23	27.46
Net Worth	278.62	230.30	209.16
Sales & Income	112.47	100.77	100.88
Profit/ (Loss) after Tax	48.31	21.15	34.64
EPS & Diluted EPS	6.34	2.78	4.55

Confirmations:

1. PPPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

12. Samad Trade Link Private Limited (STLPL)

Brief Information

Samad Trade Link Private Limited incorporated on March 14, 1990 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Sadhika Farms Behaind-D-3, Vasant Kunj, Kishan Garh, Mall Road, New Delhi 110070. The Corporate Identity No. is U74110DL1990PTC039504 and Paid Up Capital is Rs. 640,940.00

Nature of Activities

In terms of Memorandum of Association, STLPL is engaged into the services of trading business but not limited to the business of buying, selling, brokering, importing, exporting, storing, developing, promoting, marketing, trading, commission agent dealing in any manner whatsoever in all type of goods relating on retail as well wholesale basis in India or elsewhere of all kinds of building material and all type of software relating to building automation and property and facility management.

To acquire by purchase, lease, exchange, hire or otherwise any movable or immovable property including industrial, commercial residential, plots, building etc. anywhere within the domain of India, to divide the same into suitable plots, and to rent or sell the plots for building/construction residential houses etc.

To provide all kind of consultancy services related with Infrastructure, hosing and Project management, commissioning projects etc.

To carry on business as owners, builders, colonizers, developers, promoters, commission agent for Material, maintainaners of residential, commercials and Industrial building and deal in all kinds of immovable properties whether belonging to the Company and undertake trading business of all sorts and to act as traders, supplier, commission agent in form of or shape manufactured or supplied by any Company, firm, association of person, body, whether incorporated in india or not, individuals, Government, Semi Government etc.

To purchase, lease, rent, exchange, hire or otherwise, lands and immovable property of any description and of any tenure or any interest in the same, in India.

Shareholding Pattern
The Shareholding pattern of STLPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	54,182	84.54
2.	Ms. Richa Misra	9,912	15.46
Total		**64,094**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	6.41	6.41	6.41
Reserve & Surplus	122.38	107.51	98.10
Net Assets Value Per Shares (Rs.)	200.95	177.75	163.06
Net Worth	128.79	113.92	104.51
Sales & Income	35.11	23.01	43.45
Profit/ (Loss) after Tax	14.87	9.41	22.70
EPS & Diluted EPS	23.20	14.69	35.42

Confirmations:
1. STLPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

13. K. M. Business Consultants Private Limited (KMBCPL)

Brief Information
K. M. Business Consultants Private Limited incorporated on October 25, 1996 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Sadhika Farms Behaind-D-3, Vasant Kunj, Kishan Garh, Mall Road, New Delhi 110070. The Corporate Identity No. is U65910DL1996PTC082894 and Paid Up Capital is Rs. 6,379,200.00

Nature of Activities
In terms of Memorandum of Association, KMBCPL is engaged in the business of financers and to undertake and carry on and execute all kinds of financials, commercial, including factoring, to seek for and secure openings for employment of Capital of India and elsewhere and to carry on any other business in connection with financing including by way of lending and advancing money for promotion, venture capital fund etc.

To carry on the business of Investment Company to buy, acquire, Invest, hold, deal in securities, shares, stocks, debenture etc.

To act as Investors, guarantors, underwriters and financers with object of financing industrial enterprises, to lend or deal with the money either with or without interest or security including with bank or any other enterprises, upon such terms, conditions and manners as may, from time to time, be determined and do receive money on deposit, loan or advances upon such terms and conditions etc.

To act as dealers, money changers, brokers, buyers, and sellers of all foreign currencies, to take positions and to trade on the movement of foreign currencies on behalf of customers or otherwise etc.
To engage in the business of other financial services including portfolio Management Services for the investors, Handling Investors Funds under various scheme etc.

Shareholding Pattern
The Shareholding pattern of KMBCPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Prabhu Nath Misra	264,571	41.47
2.	Kahtura Milk & Agro Products Private Limited	68,099	10.68
3.	Samad Trade Links Private Limited	126,500	19.83
4.	Mr. Prajjwal Misra	178,750	28.02
Total		**637,920**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Prabhu Nath Misra
2.	Ms. Richa Misra

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	63.79	63.79	63.79
Reserve & Surplus	306.10	257.81	238.24
Net Assets Value Per Shares (Rs.)	57.98	50.41	47.35
Net Worth	369.89	321.60	302.03
Sales & Income	118.31	53.33	51.45
Profit/ (Loss) after Tax	48.29	19.56	28.15
EPS & Diluted EPS	7.57	3.07	4.41

Confirmations:
1. KMBCP is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

14. Wisdom Planners and Developers Private Limited (WPDPL)

Brief Information
Wisdom Planners and Developers Private Limited incorporated on August 20, 2010 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Sadhika Farms Behaind-D-3, Vasant Kunj, Kishan Garh, Mall Road, New Delhi 110070. The Corporate Identity No. is U70100DL2010PTC207368 and Paid Up Capital is Rs. 550,000.00

Nature of Activities
In terms of Memorandum of Association, WPDPL is engaged into the business of purchasing, renting, underwriting and developing any type of flats, land or plot whether residential, commercial industrial, rural or urban that may belong to the Company or to any other person of whatever nature and to deal in land or immovable properties of any description.

To acquire by purchase, lease, exchange, hire or otherwise any movable or immovable property including industrial, commercial residential, plots, building etc. anywhere within the domain of India or elsewhere.

To erect and construction houses, building, civil construction of all type, infrastructure work of all types and to purchase or take on lease, acquire in exchange or otherwise, own, hold, construct and related services.

To provide all kind of consultancy services related with Infrastructure, hosing and Project management, commissioning projects etc.

To carry on business as owners, builders, colonizers, developers, promoters, commission agent for Material, maintainaners of residential, commercials and Industrial building and deal in all kinds of immovable properties whether belonging to the Company and undertake trading business of all sorts and to act as traders, supplier, commission agent in form of or shape manufactured or supplied by any Company, firm, association of person, body, whether incorporated in India or not, individuals, Government, Semi Government etc.

To purchase, lease, rent, exchange, hire or otherwise, lands and immovable property of any description and of any tenure or any interest in the same, in India.

Shareholding Pattern

The Shareholding pattern of WPDPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	25,000	45.45
2.	Ms. Richa Misra	5,000	9.09
3.	Ms. Sarla Sharma	25,000	45.45
Total		**55,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	5.50	5.50	5.50
Reserve & Surplus	232.41	225.06	208.03
Net Assets Value Per Shares (Rs.)	432.56	419.20	388.23
Net Worth	237.91	230.56	213.53
Sales & Income	45.13	62.92	106.01
Profit/ (Loss) after Tax	7.35	17.03	43.44
EPS & Diluted EPS	13.36	30.96	78.98

Confirmations:

1. WPDPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

15. New Modern Buildwell Private Limited (NMBPL)

Brief Information

New Modern Buildwell Private Limited incorporated on July 11, 2005 under the provisions of Companies Act 1956. Presently, the registered office of the Company is situated at 511, Ambadeep Building K.G. Marg, New Delhi 110001. The Corporate Identity No. is U45201DL2005PTC138573 and Paid Up Capital is Rs. 950,000.00

Nature of Activities

In terms of Memorandum of Association, NMBPL is engaged in the business of construction of residential houses, commercial buildings, flats and factory's sheds and buildings in or out side of India and to act as builders and civil & constructional contractors.

To purchase, take lease or in exchange, hire or otherwise acquire sell and mortgage any estates, lands, buildings easements or such other Interest In any Immovable property and to develop.

To buy, exchange or otherwise acquire, an interest in any immovable property such as houses buildings and lands and to provide roads, drains, water supply electricity and lights within these areas, to divide the same into suitable plots and rent or sell the plots to the people for building, houses, bungalows and colonies for workmen according to schemes approved by improvement Trusts Development Boards and Municipal Boards thereon and to rent or sell the same to the public.

To act as an agent for purchasing, selling and letting on hire, land, and houses whether multistoryed, commercial and/or residential buildings on commission basis.

To construct, maintain, erect and layout roads, sewers drains, electric lines, cables and gas lines, in over and under the Company's estate or the estate of any other Company or person or body corporate.

To construct, execute, carry out, equip, maintain, improve, develop and civil and constructional work etc.

Shareholding Pattern

The Shareholding pattern of NMBPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	47,500	50.00
2.	Ms. Richa Misra	47,500	50.00
Total		**95,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra
3.	Mr. Vikas Gupta

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	9.50	9.50	9.50
Reserve & Surplus	1277.66	1182.05	1172.96
Net Assets Value Per Shares (Rs.)	1354.90	1254.26	1244.69
Net Worth	1287.16	1191.55	1182.46
Sales & Income	483.41	465.67	73.81
Profit/ (Loss) after Tax	95.61	9.09	-102.74
EPS & Diluted EPS	100.64	9.57	-108.15

Confirmations:

1. NMBPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

16. Prabha Suppliers Private Limited (PSPL)

Brief Information

Prabha Suppliers Private Limited incorporated on March 20, 2010 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No 311, Third Floor, 7, Mangoe Lane, Kolkata, West Bengal 700001. The Corporate Identity No. is U51909WB2010PTC144052 and Paid Up Capital is Rs. 1,050,000.00

Nature of Activities

In terms of Memorandum of Association, PSPL is engaged to carry on the business as buyers, sellers, traders, merchants, brokers, agents, commission agent, packers, stockiest, broker and sub brokers, advisors of all kind of Industrial tools, equipments and machineries, rubberised and leather goods, leather garment, iron, stitching, wires, rod, iron material and every type of iron, steel material, aluminium, mineral, ferrous, and non ferrous metals, tea, coffee, developers and construction, jute products, packing material, chemicals, paints, industrial gases, edible and non edible oil, sea food, mustard oil, sugar marine product, hospitals equipment, engineering goods, and equipments, office computer accessories, oil and lubricants, soaps and detergents, cosmetic and jewellery, processed and packed goods and automobile parts, all types, of electric and electronic components and all types of readymade garments.

Shareholding Pattern

The Shareholding pattern of PSPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	27,500	26.19
2.	Ms. Richa Misra	27,500	26.19
3.	Pushti Vincom Pvt. Ltd.	50,000	47.62
Total		**105,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Vikas Gupta

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	10.50	10.50	10.50
Reserve & Surplus	85.48	85.74	85.40
Net Assets Value Per Shares (Rs.)	91.41	91.66	91.33
Net Worth	95.98	96.24	95.90
Sales & Income	0.00	1.60	0.01
Profit/ (Loss) after Tax	-0.26	0.34	-0.14
EPS & Diluted EPS	-0.24	0.33	-0.14

Confirmations:

1. PSPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

17. Pushti Vincom Private Limited (PVPL)

Brief Information

Pushti Vincom Private Limited incorporated on March 20, 2010 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No 311, Third Floor, 7, Mangoe Lane, Kolkata, West Bengal 700001. The Corporate Identity No. is U51909WB2010PTC144050 and Paid Up Capital is Rs. 1,100,000.00

Nature of Activities
In terms of Memorandum of Association, PSPL is engaged to carry on the business as buyers, sellers, traders, merchants, brokers, agents, commission agent, packers, stockiest, broker and sub brokers, advisors of all kind of Industrial tools, equipments and machineries, rubberised and leather goods, leather garment, iron, stitching, wires, rod, iron material and every type of iron, steel material, aluminium, mineral, ferrous, and non ferrous metals, tea, coffee, developers and construction, jute products, packing material, chemicals, paints, industrial gases, edible and non edible oil, sea food, mustard oil, sugar marine product, hospitals equipment, engineering goods, and equipments, office computer accessories, oil and lubricants, soaps and detergents, cosmetic and jewellery, processed and packed goods and automobile parts, all types, of electric and electronic components and all types of readymade garments.

Shareholding Pattern
The Shareholding pattern of PVPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	30,000	27.27
2.	Ms. Richa Misra	30,000	27.27
3.	Prabha Suppliers Pvt. Ltd.	50,000	45.46
Total		**110,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Vikas Gupta

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	11.00	11.00	11.00
Reserve & Surplus	88.87	90.06	89.89
Net Assets Value Per Shares (Rs.)	90.79	91.87	91.72
Net Worth	99.87	101.06	100.89
Sales & Income	0.00	1.55	0.01
Profit/ (Loss) after Tax	-1.18	0.16	-0.14
EPS & Diluted EPS	-1.07	0.15	-0.13

Confirmations:
1. PVPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

18. Vinayaka Finlease Private Limited (VFPL)

Brief Information
Vinayaka Finlease Private Limited incorporated on May 03, 1995 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No 311, Third Floor, 7, Mangoe Lane, Kolkata, West Bengal 700001. The Corporate Identity No. is U74899WB1995PTC121237 and Paid Up Capital is Rs. 23,446,200.00

Nature of Activities
In terms of Memorandum of Association, VFPL is engaged into the business of carrying out purchasing and selling of industrial and office plants, equipments, machinery, vehicle, building, real estate, electronic equipments, computer and other capital goods to industrial and commercial undertaking.

To carry on the business of housing finance and as such to undertake financing either wholly or partly of flats, house, building, structure, super structure, factory buildings industrial estate, group house, shops, godowns etc.

To carry on the business of financers, and as such to finance, give loan in cash or in kind, whether secured or un-secured, on all or any of the article or properties, and vehicle of any description related to business relating to business.

Shareholding Pattern
The Shareholding pattern of VFPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Prabha Suppliers Pvt. Ltd	1,107,020	47.22
2.	Pushti Vincom Pvt. Ltd.	1,118,100	47.68
3.	IM+ Capitals Limited	119,500	5.10
	Total	**2,344,620**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Vikas Gupta

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	234.46	234.46	234.46
Reserve & Surplus	3246.25	3074.23	2894.72
Net Assets Value Per Shares (Rs.)	148.46	141.12	133.46
Net Worth	3480.71	3308.69	3129.18
Sales & Income	861.54	792.54	576.31
Profit/ (Loss) after Tax	172.01	179.51	28.96
EPS & Diluted EPS	7.34	7.66	1.24

Confirmations:
1. VFPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

19. Shruti Planners and Advisors Private Limited (SPAPL)

Brief Information
Shruti Planners and Advisors Private Limited incorporated on December 10, 2013 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No Sadhika Farm Mall Road, Behind Sector D-III, Park Lane, Vasant Kunj. New Delhi 110070. The Corporate Identity No. is U74140DL2013PTC261970 and Paid Up Capital is Rs. 100,000.00

Nature of Activities
In terms of Memorandum of Association, SPAPL is engaged into the services of consultancy to Individuals, firms, commercial, enterprises, Companies or other organisation in matters relating to construction of building and all types of constructed properties, purchase of property and for maintenance thereof, infrastructure development, environment planning etc.

To act as management consultant for providing designing and engineering solutions for all types of engineering and construction of Infrastructure projects and to provide design services in field of structural design, Electrical, plumbing and other specialised area as required for project development.

To render facility of management services to all its branches, business process outsourcing solutions etc.

To purchase, lease, rent, exchange, hire or otherwise, lands and immovable property of any description and of any tenure or any interest in the same, in India.

Shareholding Pattern

The Shareholding pattern of SPAPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	5,000	50.00
2.	Ms. Richa Misra	5,000	50.00
Total		**10,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1.00	1.00	1.00
Reserve & Surplus	78.94	52.2	26.38
Net Assets Value Per Shares (Rs.)	799.40	532.00	273.80
Net Worth	79.94	53.20	27.38
Sales & Income	49.42	57.61	66.56
Profit/ (Loss) after Tax	26.74	25.82	24.19
EPS & Diluted EPS	267.42	258.18	241.88

Confirmations:

1. SPAPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

20. Pradeep Richa Educare Foundation (PREF)

Brief Information

Pradeep Richa Educare Foundation is a company registered under Section 25 (Not for profit Company) incorporated on November 30, 2010 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No Sadhikha Farm Mall Road, Behind Sector D-III, Park Lane, Vasant Kunj. New Delhi 110070. The Corporate Identity No. is U80301DL2010NPL210926 and Paid Up Capital is Rs. 100,000.00

Nature of Activities

In terms of Memorandum of Association, PREF is engaged into the services to promote, aid, help, encourage, develop, protect environment, Child, health and welfare, and secure the interest of education institution, and to facilitate the process for establishment of new education institute, for promoting education in Indian education system, and to create a network of education, institutions for development of Indian education system.

To spread awareness about latest developments in the education, environment, health and children welfare, education network, subject to prevailing laws in India.

To provide education training, guidance, learning, research for education development, environment, health and children welfare.

Shareholding Pattern
The Shareholding pattern of PREF as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	5,000	50.00
2.	Ms. Richa Misra	5,000	50.00
Total		**10,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Ms. Richa Misra

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	1.00	1.00	1.00
Reserve & Surplus	94.53	106.38	99.33
Net Assets Value Per Shares (Rs.)	955.29	1073.79	1003.30
Net Worth	95.53	107.38	100.33
Donations & other Income	60.22	73.94	37.74
Profit/ (Loss) after Tax	-11.85	7.05	5.28
EPS & Diluted EPS	-118.49	70.46	52.75

Confirmations:
1. PREF is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.
3. Pradeep Richa Educare Foundation is a Company incorporated under Section 25 of Companies Act, 1956.

21. IM+ Capital Limited (IM)

Brief Information
IM+ Capital Limited incorporated on October 22, 1991 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No-707, Gate Way Plaza, Hiranandani Gardens, Powai, Mumbai 400076. The Corporate Identity No. is L74140MH1991PLC063709 and Paid Up Capital is Rs. 35,015,970.00

Nature of Activities
In terms of Memorandum of Association, IM is engaged into the business or vacation of acting as advisors and consultants in or outside India on all matters and problems relating to the business and Industry and commerce and profession, that is accountancy, taxation laws in India and abroad, software, hardware, computers, industrial, commercial, social, economic, financial projects, feasibilities, studies, maintaining of sick units, shipping advertisement and publicity, exports, imports, medicine, horticulture, agricultural activities and produce, personnel management, publication engineering manufacturing, high technology education and investigation.

To carry on the business of Investment/Finance Company and to invest, sell, purchase, exchange, surrender distinguish, relinquish, subscribe, acquire, undertake, hold, convert or otherwise deal in any share, stock, debenture debenture stock, bonds negotiable instrument, hedge instrument, warrants, certificates, premium notes, treasury bills, government & semi government, local authorities etc.

Shareholding Pattern
The Shareholding pattern of IM as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shareholders	No. of Shares	% of Total Share Capital	No. of equity shares held in dematerialized form
1.	**Promoter & Promoter Group**				
	Mr. Pradeep Misra	1	362,193	10.34	362,193
	Ms. Richa Misra	1	93,320	2.67	93,320
	Rudrabhishek Infosystem Pvt. Ltd.	1	1,150,956	32.87	1,150,956
	Total of Promoter & Promoter Group	**3**	**1,606,469**	**45.88**	**1,606,469**
2.	**Public**				
	Individual share capital upto Rs. 2 Lakh	1,243	341,720	9.76	270,099
	Individual share capital in excess of Rs. 2 Lakh	2	47,925	1.37	47,925
	Any Other	102	1,505,483	42.99	1,489,183
	Total of Public	**1,347**	**1,895,128**	**54.12**	**1,807,207**
Total		**1,350**	**3,501,597**	**100.00**	**3,413,676**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Pradeep Misra
2.	Mr. Prabhu Nath Misra
3.	Ms. Arti Nigam
4.	Mr. Vinod Kumar Shishodia

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	350.16	350.16	350.16
Reserve & Surplus	4846.72	4700.51	4594.74
Net Assets Value Per Shares (Rs.)	148.40	144.22	141.20
Net Worth	5196.88	5050.67	4944.90
Sales & Income	671.81	432.17	158.39
Profit/ (Loss) after Tax	146.21	105.78	28.44
EPS & Diluted EPS	4.18	3.02	0.81

The following table sets forth the monthly high and low prices on BSE Limited for the six months preceding the date of filing of this Prospectus:

Month Year	High	Date of High	Low	Date of Low
May 2018	54.00	02nd & 03rd May 2018	35.20	31st May 2018
April 2018	57.95	05th April 2018	41.05	23rd April 2018
March 2018	62.00	26th March 2018	40.15	28th March 2018
February 2018	75.00	1st February 2018	49.20	28th February 2018
January 2018	82.90	16th January 2018	60.00	31st January 2018
December 2017	80.45	21st December 2017	65.75	01st December 2017

Source: www.bseindia.com

Confirmations:
1. IM+ Capitals Limited is a listed Company and it has not made any public issue (including any rights issue to the public) in the preceding three years.
2. It has not become a sick Company under the meaning of SICA.

22. Ventrux Enclave Limited (VEL)

Brief Information
Ventrux Enclave Limited incorporated on March 25, 2015 under the provisions of the Companies Act 2013. Presently, the registered office of the Company is situated at 7, Grant Lane 1st Floor Kolkata Kolkata 700012. The Corporate Identity No. is U45400WB2015PLC205809 and Paid Up Capital is Rs. 500,000.00

Nature of Activities
In terms of Memorandum of Association, VEL is engaged into the services of to acquire by purchase, lease, tenancy, exchange, hire or otherwise land, building, properties and of any description or tenure and any estate or interest therein and any right over or connected which such land and building and develop or to turn the same to account as may seem expedient and in particulars by preparing building sites and by constructing, reconstructing, altering, improving decorating and maintaining rooms, flats, houses, hotels and restaurant, markets, shops, workshops, warehouses, cold storage, godown, office and all kinds of conveniences and to sell, let on lease or on hire, mortgage or dispose of the same in any other manner in whole or in part to any person association of person, firm or body corporate or un incorporated and also manage land, building and other properties whether belonging to the Company or not and to collect rent and income and to supply to tenants, occupiers, and other refreshment, attendance, lights, meeting room etc. and also carry on the business of estate and land agent.

Shareholding Pattern
The Shareholding pattern of VEL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	25,000	50.00
2.	Ms. Richa Misra	25,000	50.00
Total		**50,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Subrata Malick
2.	Mr. Dipankar Ghosh
3.	Mr. Mukesh Kumar Prasad

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	5.00	5.00	5.00
Reserve & Surplus	0.04	(0.05)	(0.14)
Net Assets Value Per Shares (Rs.)	5.04	4.95	4.86
Net Worth	10.08	9.90	9.72
Sales & Income	0.33	0.35	0.00
Profit/ (Loss) after Tax	0.09	0.09	(0.14)
EPS & Diluted EPS	0.18	0.18	(0.28)

Confirmations:
1. VEL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

23. Surestep Realtors Limited (SRL)

Brief Information
Surestep Realtors Limited incorporated on March 24, 2015 under the provisions of the Companies Act 2013. Presently, the registered office of the Company is situated at 7, Grant Lane 1st Floor Kolkata

Kolkata 700012. The Corporate Identity No. is U45400WB2015PLC205795 and Paid Up Capital is Rs. 500,000.00

Nature of Activities

In terms of Memorandum of Association, SRL is engaged into the services of to acquire by purchase, lease, tenancy, exchange, hire or otherwise land, building, properties and of any description or tenure and any estate or interest therein and any right over or connected which such land and building and develop or to turn the same to account as may seem expedient and in particulars by preparing building sites and by constructing, reconstructing, altering, improving decorating and maintaining rooms, flats, houses, hotels and restaurant, markets, shops, workshops, warehouses, cold storage, godown, office and all kinds of conveniences and to sell, let on lease or on hire, mortgage or dispose of the same in any other manner in whole or in part to any person association of person, firm or body corporate or un incorporated and also manage land, building and other properties whether belonging to the Company or not and to collect rent and income and to supply to tenants, occupiers, and other refreshment, attendance, lights, meeting room etc. and also carry on the business of estate and land agent.

Shareholding Pattern

The Shareholding pattern of SRL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Mr. Pradeep Misra	25,000	50.00
2.	Ms. Richa Misra	25,000	50.00
Total		**50,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Subrata Malick
2.	Mr. Dipankar Ghosh
3.	Mr. Mukesh Kumar Prasad

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	5.00	5.00	5.00
Reserve & Surplus	0.03	(0.05)	(0.14)
Net Assets Value Per Shares (Rs.)	5.03	9.91	9.72
Net Worth	10.07	4.95	4.86
Sales & Income	0.31	0.32	0.00
Profit/ (Loss) after Tax	0.08	0.09	(0.14)
EPS & Diluted EPS	0.16	0.18	(0.28)

Confirmations:

1. SRL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

24. IM+ Investments and Capital Pvt. Ltd. (IMICPL)

Brief Information

IM+ Investments and Capital Pvt. Ltd.incorporated on September 23, 2006 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Office No-707,Gate Way Plaza, Hiranandani Gardens, Powai, Mumbai City Maharashtra 400076. The Corporate Identity No. is U65993MH2006PTC164874 and Paid Up capital is Rs. 50,000,000.00

Nature of Activities

In terms of Memorandum of Association, IMICPL is engaged into the business of To advance, deposit or lend money with or without securities, to such persons and on such terms as may be expedient and to

discount, buy, sell and deal in bills, notes, warrants, coupons and other negotiable or transferable securities or documents.

To carry on and transact every kind of guarantee and counter guarantee business and to guarantee the payment of money secured by or payable under or in respect of bonds, debentures, debenture-stocks, contracts, mortgages, charges, obligations and other securities of any company or any persons whomsoever whether incorporated or not.

To lend money to, and guarantee the performance of the obligations of, and the payment of dividends and interest on any stocks, shares and securities of any Company, firm or persons in any case in which such loan or guarantee may be considered, likely directly or indirectly to further the objects of this company and generally to give any guarantee whatsoever which may be deemed likely directly or indirectly to benefit the Company or its members and

To carry on the business of providing or making available finance in the form of long erg medium terms loans or equity participations and to carry on the business of guaranteeing loans from other investment sources.

Shareholding Pattern
The Shareholding pattern of IMICPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	IM+ Capital Limited	4,999,999	100.00
2.	Mr. Pradeep Misra (Nominee Shareholder on behalf of IM+ Capital Limited	1	Negligible
Total		**5,000,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Vinod Kumar Shisodia
2.	Mr. Nilesh Kumar Jain

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	500.00	500.00	500.00
Reserve & Surplus	475.76	443.58	351.59
Net Assets Value Per Shares (Rs.)	19.52	18.87	17.03
Net Worth	975.76	943.58	851.59
Sales & Income	754.41	678.98	141.66
Profit/ (Loss) after Tax	32.18	91.99	47.77
EPS & Diluted EPS	0.64	1.84	0.96

Confirmations:
1. IMICPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

25. Star Living Infrastructure Advisors LLP (SLIA)

Brief Information
Star Living Infrastructure Advisors LLPincorporated on August 23rd, 2014 under the provisions of the LLP Act 2008. Presently, the registered office of the LLP is situated at 820, Antariksh Bhawan 22, K.G Marg New Delhi 110001. The LLPIN is AAC-6242 and Total Contribution is Rs. 25,100,000.00

Nature of Activities
In terms of LLP Agreement, SLIA is engaged into real estate advisory and advisory services, sale purchase of real estate properties in India and abroad.

Partners as on December 31, 2017

Sr. No.	Name of Partners
1.	Mr. Kamal Bhatt Nominee of Rudrabhishek Financial Advisors Pvt. Ltd.
2.	Mr. Chetan Singh Dhakrey Nominee of New Modern Buildwell Private Limited

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Contribution from Partners	251.00	251.00	N.A.
Income including other income	50.40	55.20	N.A.
Profit/ (Loss) after Tax	-22.49	-6.70	N.A.

26. Rudrabhishek Trust For Sports and Education (RTSE)

Brief Information
Rudrabhishek Trust for Sports and Education incorporated on April 28, 2015. Presently, the registered office of the RTSE is situated at Sadhika Farm House, Park Lane, Mall Road, Behind D-3, Vasant Kunj, Delhi 110070.

Nature of Activities
In terms of Trust Deed, Objective of RTSE is to promote and encourage the physical education, moral education, health education, cultural education, and the interdisciplinary subjects for research and studies to the boys, girls, teachers for physical education for the development of good health and better citizenship.

To promote and encourage the adapted physical education, coaching, comparative physical education and sports, , fitness and wellness, sports education, International curriculum standards & developments, physical; education at primary school, secondary school & college level.

Settlor & Trustees
Mr. Pradeep Misra is the Settlor & Rudrabhishek Trustee Company P. Ltd. is the Trustee of Rudrabhishek Trust for Sports and Education as on December 31, 2017

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Corpus Fund	0.05	0.05	NA
Receipts received during year	7.84	19.40	NA
Receipts carried forward	0.26	1.31	NA

27. SMC & IM Capitals Investment Manager LLP (SMCIM)

Brief Information
SMC & IM Capitals Investment Manager LLPincorporated on June 30th, 2016 under the provisions of the LLP Act 2008. Presently, the registered office of the LLP is situated at 11/6B Shanti Chamber, Main Pusa Road, New Delhi 110005. The LLPIN is AAG-8181 and Total Contribution is Rs. 30,000,000.00

Nature of Activities
In terms of LLP Agreement, SLIA is engaged in the services of an investment manager which includes managing funds raised in accordance with SEBI regulations. The main objectives of the LLP are to carry on the management, advisory activities, consultation, counselling, planning and facilities of every

description in investment related activities to Alternative Investment Fund, Venture Capital Fund etc. For the purpose of investment funds from time to time in various forms of Investments.

Partners as on December 31, 2017

Sr. No.	Name of Partners
1.	IM+ Capital Limited
2.	SMC Investments & Advisors Limited

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Contribution from Partners	300.00	N.A.	N.A.
Reserves and Surplus (including surplus being the profit/ loss made during the year)	(182.08)	N.A.	N.A.
Income including other income	0	N.A.	N.A.
Profit/ (Loss) after Tax	(182.08)	N.A.	N.A.

28. SMC IM+ CAPITAL REALTY TRUST (SMCIMTRUST)

Brief Information

SMC IM+ Capital Realty Trust incorporated on September 17, 2015. Presently, the registered office of the RTSE is situated at 820 Antriksh Bhawan, 22 K.G., Marg, New Delhi 110001.

Nature of Activities

In terms of Memorandum of Association, SMCIMTRUST is engaged in the activities of an alternate Investment Fund and making available capital assistance to portfolio Companies.

Settlor & Trustees

Mr. Prabhu Nath Misra is the Setlor & SMC IM+ CAPITAL REALTY TRUST is the Trustees as on December 31, 2017.

Financial Performance

The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Contribution from settler	0.10	0.10	NA
Income including other income	0.40	0.00	NA
Net surplus transferred to revenue reserve	0.10	-11.16	NA

29. Silver Sand Corporation Limited (SSCL)

Brief Information

Silver Sand Corporation Limitedwas incorporated on May22, 1992 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at Plot No 4565/L-3, 2nd Floor, Royal Appartment 16, Darya Ganj New Delhi-110002. The Corporate Identity No. is U74999DL1992PLC048868 and Paid Up Capital is Rs. 38,500,000.00

Nature of Activities

In terms of Memorandum of Association, SSCL is engaged into the business of all sorts and to built dams, road, bridges, flyover, underpasses, and other commercial and residential building, for general public as well as working for all government and non-government organisation and central as well as state government and to act as builder, project developer, infra developers, contractor, trading of engineering goods, electric goods, building material, real estate, project management consultancy.

To trade, store, sell, distribute, repair, maintenance, marketing, consultancy, advisory, selling, franchising, exporting, licensing, or in other related business.

Shareholding Pattern
The Shareholding pattern of SSCL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1	Jaini Cine India Ltd.	1,905,750	49.50
2	Chinu Cine India Ltd.	1,905,750	49.50
3	New Modern Buildwell Private Limited	38496	1.00
4	Pradeep Misra (Nominee shareholder on the behalf of New Modern Buildwell Private Limited)	1	Negligible
5	Ms Richa Misra (Nominee shareholder on the behalf of New Modern Buildwell Private Limited)	1	Negligible
6	Ms Shruti Misra (Nominee shareholder on the behalf of New Modern Buildwell Private Limited)	1	Negligible
7	Mr. Vikas Gupta (Nominee shareholder on the behalf of New Modern Buildwell Private Limited)	1	Negligible
	Total	**3,850,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1	Ajeet Goswami
2	Mohd Zulquer Nain
3	Kamal Bhatt

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	385.00	385.00	385.00
Reserve & Surplus	7,160.73	7,160.46	7,160.78
Net Assets Value Per Shares (Rs.)	195.99	195.99	195.99
Net Worth	7,545.73	7,545.46	7,545.78
Sales & Income	0.60	0.00	7.17
Profit/ (Loss) after Tax	0.27	-0.31	0.051
EPS & Diluted EPS	0.01	-0.01	0.001

Confirmations:
1. PVPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

30. Manushri Vinimay Private Limited (MVPL)

Brief Information
Manushri Vinimay Private Limitedincorporated on September 17, 2010 under the provisions of the Companies Act 1956. Presently, the registered office of the Company is situated at 511, Ambadeep Building K.G Marg New Delhi 110001. The Corporate Identity No. is U51909DL2010PTC322690 and Paid Up capital is Rs. 5,170,000.00.

Nature of Activities
In terms of Memorandum of Association, MVPL is engaged in the business of buyers, sellers, traders, merchants, indenters, brokers, agents, commission agents, assemblers, refiners, cultivators, miners, mediators, packers, stockists, distributors, advisors, hire purchasers, multi level marketing of & in all kinds of sarees and dress materials, wood, timber and timber products, gems and jewellery, imitation jewellery, plastics and plastics goods & raw materials thereof, rubberised cloth, food grains, dairy

products, soap detergents, biscuits, surgical, diagnostic medical pulses, leather & finished leather goods, leather garments, leather products, all related items in leather, electric and electronics components and goods, iron & steel, aluminium, minerals, ferrous and non-ferrous metal, stainless steel, jute and jute products, textile, cotton, synthetic, fibre, silk, yarn, wool and woollen goods, handicrafts and silk artificial synthetics, readymade garments, design materials, process, printers in all textiles, timber cosmetics, stationery, tools and hardware, sugar, tea, coffee, paper, packaging material, chemicals, cement, spices, grain, factory materials, house equipments, rubber and rubber products, coal, coal products and coal tar, fertilizers, agriculture products, industrials products, computer data materials, software, paints, industrial and other gases, alcohol, edible and non-edible oils and fats, drugs, plant and machinery goods, engineering goods and equipments, hospital equipments, railway accessories, medicine, sugar & sugarcane, automobile parts, building construction & materials, fur & fur made items toys, building plans, consumer products, consumers durables, coal and coke, mica and mica products, dry flowers and plants, printing, transportation and all other kind of goods and merchandise, commodities and articles of consumption of all kinds in India or elsewhere.

Shareholding Pattern
The Shareholding pattern of MVPL as on December 31, 2017 is as under:

Sr. No.	Name of Shareholders	No. of Shares	% of Total Share Capital
1.	Ventrux Enclave Limited	253,500	49.03
2.	Surestep Realtors Limited	253,500	49.03
3.	Saktidham Enclave Private Limited	10,000	1.94
Total		**517,000**	**100.00**

Board of Directors

Sr. No.	Name of Directors
1.	Mr. Abhisek Agarwal
2.	Mr. Nilesh Kumar Jain
3.	Mr. Krishna Kumar Sharma
4.	Mr. Chetan Singh Dhakrey

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Equity Paid Up Share Capital	51.70	51.70	51.70
Reserve & Surplus	2486.07	2484.85	2483.96
Net Assets Value Per Shares (Rs.)	490.86	490.63	490.46
Net Worth	2537.77	2536.55	2535.66
Sales & Income	161.83	101.72	7.10
Profit/ (Loss) after Tax	1.22	0.89	0.10
EPS & Diluted EPS	0.24	0.17	0.02

Confirmations:
1. MVPL is an unlisted Company.
2. It has not become a sick Company under the meaning of SICA.

31. Rudrabhishek Infrastructure Trust (RIT)

Brief Information
Rudrabhishek Infrastructure Trust incorporated on March 20, 2013. Presently, the registered office of RIT is situated at 820 Antriksh Bhawan, 22 K.G., Marg, New Delhi 110001.

Nature of Activities
In terms of Memorandum of Association, RIT is engaged in the activities of raising of funds through scheme or any other means or source to make strategic investment in the projects which have positive spillover effect on the economy etc.

Settlor & Trustees
Rudrabhishek Enterprises Limited is the Setlor & Rudrabhishek Trustee Company Private Limited is the Trustees as on December 31, 2017.

Financial Performance
The summary of financials for the previous three years is as follows:

(Rs. in Lakhs except EPS and NAV)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Contribution from settler	0.15	0.15	0.15
Income including other income	0.72	779.71	15.16
Net Profit/(Loss) transferred in reserve	(0.82)	690.18	(32.93)

32. Pradeep Misra HUF

Pradeep Misra HUF is formed by Mr. Pradeep Misra who is the Karta of the HUF. The HUF was formed on May 11, 1993. The PAN of HUF is AALHP0315G. At present HUF have the following members:

1. Mr. Pradeep Misra (Karta)
2. Ms. Richa Misra
3. Mr. Prajjwal Misra
4. Ms. Shruti Misra

Financial Information

(Rs. in lakhs)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015
Taxable Income	3.15	2.90	2.66

Other confirmations:

- None of our Promoter Group Companies have remained defunct and no application has been made to the Registrar of Companies for striking off the name of any of our Promoter Group Companies during the five years preceding the date of filing the Prospectus with SEBI.
- None of our Promoter Group or Group Companies fall under the definition of sick companies under SICA.
- None of our Promoter Group or Group Companies are under any winding up proceedings.
- None of our Promoter Group or Group Companies have made any public or rights issue of securities in the preceding three years.
- Except as provided under chapter II of Risk Factor on page No 12 none of Our Group Companies have not taken any unsecured loans from our Company.
- Our Promoter Group or Group Companies have not been prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.
- No part of the Net Proceeds is payable to the Group Companies

RELATED PARTY TRANSACTIONS

For details on Related Party Transactions of our Company, please refer to Annexure – XXII of restated financial statement under the section titled, 'Financial Information' beginning on page 178 this Prospectus.

DIVIDEND POLICY

Under the Companies Act, an Indian company pays dividends upon a recommendation by its Board of Directors and approval by a majority of the shareholders, who have the right to decrease but not to increase the amount of dividend recommended by the Board of Directors, under the Companies Act, dividends may be paid out of profits of a company in the year in which the dividend is declared or out of the undistributed profits or reserves of the previous years or out of both.

Our Company does not have a formal dividend policy. Any dividends to be declared shall be recommended by the Board of Directors depending upon the financial condition, results of operations, capital requirements and surplus, contractual obligations and restrictions, the terms of the credit facilities and other financing arrangements of our Company at the time a dividend is considered, and other relevant factors and approved by the Equity Shareholders at their discretion.

Dividends are payable within 30 days of approval by the Equity Shareholders at the Annual General Meeting of our Company. When dividends are declared, all the Equity Shareholders whose names appear in the register of members of our Company as on the "record date" are entitled to be paid the dividend declared by our Company.

Any Equity Shareholder who ceases to be an Equity Shareholder prior to the record date, or who becomes an Equity Shareholder after the record date, will not be entitled to the dividend declared by our Company.

We have declared 100% dividend in last five consecutive financial years.

Financial Year	% of Dividend	Amount per share
2016-17	100.00	Rs. 10
2015-16	100.00	Rs. 10
2014-15	100.00	Rs. 10
2013-14	100.00	Rs. 10
2012-13	100.00	Rs. 10

SECTION VI – FINANCIAL INFORMATION

AUDITOR'S REPORT ON STANDALONE FINANCIAL

To,
The Board of Directors,
Rudrabhishek Enterprises Limited
820, Antriksha Bhawan, K.G. Marg Delhi -110001

Dear Sirs,

1. We have examined the attached Restated Standalone Financial Information of Rudrabhishek Enterprises Limited (Formerly known as Rudrabhishek Enterprises Private Limited and hereinafter referred to as "the Company"), which comprise of the Restated Summary Statement of Assets and Liabilities as at 31st December 2017, 31st March, 2017, 2016, 2015, 2014 and 2013 and the Restated Summary Statements of Profit & Loss and the Restated Summary Statement of Cash Flow for the Period ended 31st December 2017 and the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 the Summary of Significant Accounting Policies as approved by the Board of Directors of the Company prepared in terms of the requirements of:

   i. Section 26 of Part I of Chapter III of the Companies Act, 2013 (the 'Act') read with Rule 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, ("the Rules");

   ii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended from time to time in pursuance of provisions of Securities and Exchange Board of India Act, 1992 ("ICDR Regulations").

   The preparation of the Restated Standalone Financial Information [including the interim financial information mentioned in paragraph 4 below] is the responsibility of the Management of the Company for the purpose set out in paragraph 10 below. The Management's responsibility includes designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Restated Standalone Financial Information. The Management is also responsible for identifying and ensuring that the Company complies with the Rules and ICDR Regulations.

2. We have examined such Restated Standalone Financial Information taking into consideration:

   i. The terms of reference and terms of our engagements agreed upon with you in accordance with our engagements letter dated 1st January 2018 in connection with the proposed issue of equity shares of the Company; and

   ii. The Guidance Note on Reports in Company Prospectuses (Revised 2016) issued by the Institute of Chartered Accountants of India ("The Guidance Note").

3. These Restated Standalone Financial Information have been compiled by the Management from the Audited Financial Statements as at 31st March 2017, 2016, 2015, 2014 and 2013 and for each of the years ended 31st March 2017, 2016, 2015, 2014 and 2013 which have been approved by Board of Directors at their meetings held on 2nd September 2017, 5th September 2016, 1st September 2015, 1st September 2014 and 2nd September 2013 respectively.

4. "We have also examined the financial information of the Company for the period 1st April, 2017 to 31st December, 2017 prepared and approved by the Board of Directors for the purpose of disclosure in the offer document of the Company.

   Based on the above, we report that in our opinion and according to the information and explanations given to us, the above interim financial information is in accordance with the Accounting Principles generally accepted in India, including the Accounting Standards prescribed under section 133 of the Act, as applicable and the interim financial information are presented with the Restated Standalone Financial Information appropriately."

5. In terms of Schedule VIII, Clause IX (9) of the SEBI (ICDR) Regulations, 2009 and other provisions relating to accounts of Rudrabhishek Enterprises Limited, we, M/s Sanjeev Neeru & Associates, Chartered Accountants, have been subjected to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

6. In accordance with the requirements of Section 26 of Part I of Chapter III of the Act read with, Rules 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, the ICDR Regulations and the Guidance Note, we report that:

   i. The "Summary Statement of Standalone Assets and Liabilities, as Restated", as set out in Annexure I to this report, of the Company as at 31st December 2017, 31st March, 2017, 2016, 2015, 2014 and 2013 examined by us, have been arrived at after making such adjustments and regroupings/reclassifications as in our opinion were appropriate and more fully described in "Material Adjustments to the Restated Standalone Financial Statements" to the Audited Financial Statements.

   ii. The "Summary Statement of Standalone Profit and Loss Account, as Restated", as set out in Annexure II to this report, of the Company for the period ended 31st December 2017 and each of the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 examined by us, have been arrived at after making such adjustments and regroupings/reclassifications as in our opinion were appropriate and more fully described in "Material Adjustments to the Restated Standalone Financial Statements" to the Audited Financial Statements.

   iii. The "Summary Statement of Standalone Cash Flows, as Restated" as set out in Annexure III to this report, of the Company for the period ended 31st December 2017 and each of the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 examined by us, have been arrived at after making such adjustments and regroupings/reclassifications as in our opinion were appropriate and more fully described in "Material Adjustments to the Restated Standalone Financial Statements" to the Audited Financial Statements.

   iv. Based on the above and according to the information and explanations given to us, we further report that the Restated Standalone Financial Information:

      a. have been made after incorporating adjustments for the changes in accounting policies retrospectively in respective financial years to reflect the same accounting treatment as per changed accounting policy for all the reporting periods;
      b. have been made after incorporating adjustments for the material amounts in the respective financial years to which they relate; and
      c. do not contain any extra-ordinary items that need to be disclosed separately [other than those presented] in the Restated Standalone Financial Information and do not contain any qualification requiring adjustments.

7. We have also examined the following Restated Standalone Financial Information of the Company set out in the Annexures prepared by the management and approved by the Board of Directors on June 06, 2018 for the period ended 31st December 2017 and for the years ended 31st March, 2017, 2016, 2015, 2014 and 2013:

(i) Significant Accounting Policies as appearing in Annexure IV;
(ii) Notes to Accounts as Restated as appearing in Annexure V;
(iii) Schedule of Share Capital (Annexure - VI)
(iv) Schedule of Reserves & Surplus (Annexure - VII)
(v) Details of Borrowings (Annexure – VIII)
(vi) Statement of Other Liabilities (Annexure – IX)
(vii) Details of Trade Payables (Annexure – X)
(viii) Details of Provisions (Annexure – XI)
(ix) Statement of Property, Plant and Equipment (Annexure - XII)
(x) Statement of Investments (Annexure – XIII)
(xi) Details of Loans and Advances (Annexure – XIV)
(xii) Details of Other Assets (Annexure – XV)
(xiii) Details of Inventories (Annexure – XVI)

(xiv) Details of Trade Receivables (Annexure - XVII)
(xv) Details of Cash and Cash Equivalents (Annexure – XVIII)
(xvi) Details of Revenue From Operations (Annexure – XIX)
(xvii) Details of Other Income (Annexure – XX)
(xviii) Details of Expenses (Annexure – XXI)
(xix) Details of Related Party Transactions (Annexure – XXII)
(xx) Capitalization Statement (Annexure – XXIII)
(xxi) Summary of Accounting Ratios (Annexure – XXIV)
(xxii) Statement of Tax Shelter (Annexure – XXV)
(xxiii) Statement of Financial Indebtness (Annexure – XXVI)
(xxiv) Statement of Dividend (Annexure – XXVII)

According to the information and explanations given to us, in our opinion, the Restated Standalone Financial Information and the above Restated Financial Information contained in Annexures V to XXVII accompanying this report, read with Summary of Significant Accounting Policies disclosed in Annexure IV, are prepared after making adjustments and regroupings as considered appropriate and have been prepared in accordance with Section 26 of Part I of Chapter III of the Companies Act, 2013 read with Rules 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, ICDR Regulations and the Guidance Note.

8. This Report should not in any way be construed as a reissuance or re-dating of any of the previous Audit Reports issued by us, nor should this report be construed as a new opinion on any of the Financial Statements referred to herein.

9. We have no responsibility to update our report for events and circumstances occurring after the date of the report.

10. Our report is intended solely for use of the Management for inclusion in the offer document to be filed with Securities and Exchange Board of India and Registrar of Companies, NCT of Delhi & Haryana in connection with the proposed IPO of equity shares of the Company. Our report should not be used, referred to or distributed for any other purpose except with our prior consent in writing.

For SANJEEV NEERU & ASSOCIATES
Chartered Accountants
(Firm Registration No. 013350N)

Sanjeev Gupta
Proprietor
Membership No: 090188

Place: New Delhi
Date: June 06, 2018

STATEMENT OF STANDLONE ASSETS AND LIABILITIES AS RESTATED

ANNEXURE – I
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
EQUITY AND LIABILITIES						
Shareholders Funds						
a. Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
b. Reserves & Surplus	2,092.49	2,885.19	2,538.49	2,076.23	1,677.17	983.43
Share Application Money Pending Allotment	-	-	-	-	-	-
Non Current Liabilities						
a. Long Term Borrowings	-	366.26	61.00	41.00	42.63	63.50
b. Other non-current liabilities	8.37	8.37	-	1.00	1.00	1.00
c. Long term provisions	71.98	66.82	59.29	39.74	36.75	33.58
d. Deferred tax Liabilities (Net)	-	-	-	-	0.07	-
Current Liabilities						
a. Short Term Borrowings	390.20	-	-	-	-	-
b. Trade Payables	245.25	231.68	363.60	295.55	285.13	123.36
c. Other Current Liabilities	592.68	297.52	278.73	583.19	451.62	144.41
d. Short Term Provisions	8.26	8.72	28.26	17.93	13.97	11.19
T O T A L	**4,586.28**	**3,920.61**	**3,385.42**	**3,110.69**	**2,564.39**	**1,416.52**
ASSETS						
Non Current Assets						
a. Property, Plant and Equipment: -						
i. Tangible Assets	509.08	500.69	540.31	519.40	511.80	435.90
ii. Intangible Assets (Net)	133.74	126.25	115.34	115.21	66.54	59.00
iii. Capital WIP	8.03	2.83	-	8.12	-	-
Gross Block	**650.85**	**629.77**	**655.65**	**642.73**	**578.34**	**494.90**
Less: Accumulated Depreciation	480.38	446.82	425.88	342.70	216.99	143.95
Net Block	**170.47**	**182.96**	**229.77**	**300.04**	**361.34**	**350.95**
b. Non Current Investments	997.59	1,026.26	825.46	607.64	479.28	6.90
b. Deferred Tax Assets (Net)	30.14	36.18	32.45	14.45	-	0.72
c. Long term Loans & Advances	352.96	355.25	192.25	314.75	234.64	171.46
d. Other Non Current Assets	68.04	62.63	47.53	62.69	42.59	24.71
Current Assets						
a.Current Investments	2.79	2.70	2.56	2.41	12.32	1.32
b. Inventories	75.58	238.34	-	-	-	-
c. Trade Receivables	1,761.81	1,573.29	1,401.06	1,320.91	955.75	609.18
d. Cash and Cash Equivalents	312.21	196.54	385.50	202.55	239.28	133.23
e. Short Term Loans & Advances	50.10	11.84	43.80	157.91	151.27	42.64
f. Other Current Assets	764.59	234.62	225.04	127.34	87.92	75.41
T O T A L	**4,586.28**	**3,920.61**	**3,385.42**	**3,110.69**	**2,564.39**	**1,416.52**

STATEMENT OF STANDALONE PROFIT AND LOSS AS RESTATED

ANNEXURE – II
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
INCOME						
Revenue from Operations	3,126.88	2,756.39	3,288.01	3,486.79	3,170.65	2,138.32
Other Income	77.84	37.69	123.79	28.21	40.24	51.72
Total Income (A)	**3,204.72**	**2,794.08**	**3,411.80**	**3,515.00**	**3,210.89**	**2,190.04**
EXPENDITURE						
(Increase)/ Decrease in Inventories	162.76	(238.34)	-	-	-	-
Employee benefit expenses	1,169.31	1,570.23	1,568.64	1,292.98	1,019.25	736.32
Financial costs	47.53	13.84	10.81	3.38	14.73	1.21
Depreciation and amortisation expense	33.96	59.19	84.63	128.69	77.29	53.32
Other Expenses	1,227.83	762.63	996.17	1,349.92	1,216.20	816.02
Total Expenses (B)	**2,641.39**	**2,167.55**	**2,660.25**	**2,774.97**	**2,327.47**	**1,606.87**
Profit before extraordinary items, Exceptional item and tax (C)	**563.33**	**626.53**	**751.55**	**740.03**	**883.42**	**583.17**
Prior period items (Net)	-	-	-	-	-	-
Profit before exceptional, extraordinary items and tax	**563.33**	**626.53**	**751.55**	**740.03**	**883.42**	**583.17**
Exceptional items	-	-	-	-	-	-
Profit before extraordinary items and tax (D)	**563.33**	**626.53**	**751.55**	**740.03**	**883.42**	**583.17**
Extraordinary items (See Annexure V)	-	-	-	-	(180.80)	-
Profit before tax (E)	**563.33**	**626.53**	**751.55**	**740.03**	**1,064.22**	**583.17**
Tax expense :						
(i) Current tax	162.07	216.64	240.56	286.68	304.11	188.58
(ii) Deferred tax	6.03	(3.73)	(17.99)	(14.54)	0.80	(2.88)
Total Tax Expenses (F)	168.10	212.91	222.57	272.14	304.91	185.70
Profit for the year (G=E - F)	**395.23**	**413.62**	**528.98**	**467.89**	**759.31**	**397.47**

STATEMENT OF STANDALONE CASH FLOWS AS RESTATED

ANNEXURE – III
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
CASH FLOW FROM OPERATING ACTIVITIES						
Net Profit Before Tax	563.34	626.51	751.54	740.03	883.42	583.18
Adjustments for:						
Depreciation	33.96	59.19	84.63	128.69	77.29	53.32
Interest Expenses	34.43	11.83	7.54	-	12.95	0.12
Loss/(Profit) on Sale of Investment	(53.85)	-	(72.05)	-	1.62	-
Loss/(Profit) on Sale of Properties	-	-	(16.72)	-	-	-
Loss/(Profit) on Sale of Fixed Assets	(0.08)	(2.05)	(1.19)	-	0.15	0.01
Dividend Income	(2.74)	(2.80)	(2.80)	(1.07)	(0.27)	(0.09)
Interest on FDRs	(10.75)	(14.97)	(13.94)	(11.91)	(8.85)	(6.04)
Interest on loan	(7.10)	(11.99)	(11.59)	(13.77)	(14.54)	(12.21)
Liabilities Written Back	-	(5.88)	(1.00)	(1.45)	(17.99)	(33.11)
Provision for Gratuity (Net of Payment)	5.27	(12.65)	22.95	6.01	2.85	18.32
Provision for Leave Encashment (Net of Payment)	0.77	1.06	4.85	0.94	3.10	2.81
Provision for Bonus (Net of Payment)	(1.34)	(0.42)	2.08	-	-	-
Provision for Doubtful Debts	-	-	-	89.80	-	-
Sundry Balance Written off	-	0.78	0.02	1.06	0.44	1.04
Bad Debts Written Off	121.22	2.43	-	1.88	100.55	136.12
Operating Profit before Working Capital Changes	683.14	651.05	754.33	940.21	1,040.72	743.47
Adjustments for:						
Decrease/(Increase) in Trade Receivables	(309.75)	(236.90)	(80.15)	(518.36)	(485.93)	(211.82)
Decrease/(Increase) in Inventories	162.76	(238.34)	-	-	-	-
Decrease/(Increase) in Short-Term Loans and Advances	(38.25)	31.95	114.12	(6.65)	(108.62)	(32.21)
Decrease/(Increase) in Long-Term Loans and Advances	2.29	(100.76)	22.51	(27.37)	(39.87)	(33.89)
Decrease/(Increase) in Other Current Assets	(634.14)	(44.15)	(16.99)	(18.01)	(22.01)	(5.01)
(Increase)/Decrease in Other Non-current Assets	(5.42)	(12.69)	(18.11)	(9.33)	(7.14)	(3.31)
Increase/(Decrease) in Trade Payables	13.57	(122.77)	68.05	11.77	180.79	23.28
Increase/(Decrease) in Other Long-Term Liabilities	-	8.37	-	-	-	0.30
Increase/(Decrease) in Other Current Laibilities	295.47	32.51	(251.17)	64.57	329.99	(50.23)
Cash generated from Operations	169.67	(31.73)	592.58	436.82	887.93	430.57
Less: Income Tax Paid	57.91	225.02	280.09	306.32	295.64	198.50
Net Cash flow from Operating Activities (A)	**111.76**	**(256.75)**	**312.49**	**130.50**	**592.29**	**232.08**

CASH FLOW FROM INVESTING ACTIVITIES						
Payment for Purchase of Fixed Assets	(21.80)	(41.92)	(8.45)	(73.54)	(100.64)	(191.32)
Proceeds from Sale of Fixed Assets	0.10	17.10	1.95	8.87	4.05	0.44
Proceeds from Sale/(Payment for Purchase) of Non-Current Investments (Net)	82.52	(200.80)	(145.77)	(128.36)	(293.20)	(4.50)
Proceeds from Sale/(Payment for Purchase) of Current Investments	(0.09)	(0.15)	(0.15)	9.92	(11.02)	(0.09)
Proceeds from Sale of Property	-	-	56.72	60.00	-	-
Refund of Share Application Money	-	-	-	8.89	-	-
Increase In FDRs	(73.49)	(43.44)	(8.03)	(11.66)	(36.42)	(22.52)
Interest on FDRs	10.75	14.97	13.94	11.91	8.85	6.04
Interest on Loan	7.10	49.28	3.69	1.21	4.85	1.22
Dividend Income	2.74	2.80	2.80	1.07	0.27	0.09
Net Cash used in Investing Activities (B)	**7.83**	**(202.16)**	**(83.31)**	**(111.69)**	**(423.26)**	**(210.64)**
Proceeds/(Repayment) of Borrowings	23.94	305.26	20.00	(1.63)	(20.87)	63.50
Finance Cost	(34.43)	(11.83)	(7.54)	-	(12.95)	(0.12)
Dividend Paid (Including Dividend Distribution Tax)	(66.92)	(66.92)	(66.73)	(65.58)	(65.58)	(65.14)
Net Cash used in Financing Activities (C)	**(77.41)**	**226.51**	**(54.27)**	**(67.21)**	**(99.40)**	**(1.77)**
Net increase in Cash & Cash Equivalents (A+B+C)	**42.18**	**(232.40)**	**174.91**	**(48.39)**	**69.63**	**19.67**
Opening Cash and Cash Equivalents	**30.21**	**262.61**	**87.70**	**136.09**	**66.46**	**46.79**
Closing Cash and Cash Equivalents	**72.39**	**30.21**	**262.61**	**87.70**	**136.09**	**66.46**

Annexure IV

SIGNIFICANT ACCOUNTING POLICIES:

1. Corporate Information:

The Company was incorporated on 1st September 1992 and having its principle place of business in Delhi. The Company is engaged in providing services in Urban Planning, Architecture and Civic Services Planning.

2. Basis of Preparation:

The Financial Statements of the Company are prepared under historical cost convention in accordance with the Generally Accepted Accounting Principles (GAAP) applicable in India and the Accounting Standards and Statements issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 2013.

3. Use of Estimates:

The preparation of financial statements in conformity with the GAAP requires that the Management makes estimates and assumptions that affect the reported amount of assets and liabilities on the date of the Financial Statements, the reported amount of revenues & expenses during the reporting period and disclosures of Contingent Liabilities as at the date of Financial Statements. Actual results could differ from those estimates.

4. Current/ Non-Current classification

All assets and liabilities are classified into current and non-current on the following basis: -

a) Assets: -

An asset is classified as current when it satisfies any of the following criteria: -

i. It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycles;
ii. It is held primarily for the purpose of being traded;
iii. It is held expected to be realized within 12 months after the reporting date; or
iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion for non-current financial assets.All other assets are classified as non-current.

b) Liabilities: -

An asset is classified as current when it satisfies any of the following criteria: -

i. It is expected to be settled in the Company's normal operating cycles;
ii. It is held primarily for the purpose of being traded;
iii. It is held expected to be settled within 12 months after the reporting date; or
iv. The Company does not have any unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option, of the counter party, results in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion for non-current financial liabilities. All other liabilities are classified as non-current.

c) Operating Cycle

Operating Cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company's normal operating cycle is 12 months.

5. Property, Plant and Equipment

All items of Property, Plant and Equipment are accounted as per Cost Model defined in AS 10 (Revised) Property Plant and Equipment. In this way items of property, plant and equipment are carried at its cost less any accumulated depreciation and any accumulated impairment losses, if any Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Borrowing costs directly attributable to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

6. Depreciation

a) Tangible Fixed Assets

Depreciation on Tangible Fixed Assets is provided at the rates and in the manner specified under Schedule II of Companies Act 2013 from Financial Year 2014-15 onwards and at the rates and in the manner specified under Schedule XIV of Companies Act 1956 upto Financial Year 2013-14 on Written Down Value Method.

b) **Intangible Fixed Assets**

Intangible Assets (Software) are being depreciated over a period of five years.

7. Impairment of Assets

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit and Loss account in the year in which an asset is identified as impaired.

The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

8. Valuation of Investment

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.

Current Investments are carried at the lower of cost or quoted / fair value computed scrip wise, Long Term Investments are stated at cost. Provision for diminution in the value of long term investments is made only if such decline is other than temporary.

9. Inventories

Work in Process is valued at lower of cost or net realizable value in accordance with generally accepted principles and according to the guidelines of the Institute of Chartered Accountant of India.

10. Borrowing Cost

Borrowing cost attributable to acquisition, construction or production of qualifying assets (assets which requires substantial period) is capitalized to the cost of respective assets up to the date of capitalization. All other borrowing costs are charged to statement of profit & loss.

11. Revenue Recognition

a) Architectural & Consultancy Services

Revenue has been recognized as per the terms of the agreement.

b) Interest Income

Interest income is recognized using the time proportion method, taking in to account the amount outstanding and the rates applicable.

c) Dividend

Dividend Income is recognized on actual receipt of dividend income.

d) Other Revenue

Other Revenue is accounted for on accrual basis.

12. Employees Retirement/ other Benefits

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Profit and Loss account of the year in which the related service is rendered.

Post employment and other long-term employee benefits are recognized as an expense in the Profit and Loss account for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and other long-term benefits are charged to the Profit and Loss account.

13. Income Tax Expenses

a) Current Tax

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company.

b) Deferred Tax

Deferred Tax or credit reflects the tax effects of timing differences between accounting income & taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future. However, where there is unabsorbed Depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are revised at each Balance Sheet date & written down or written up to reflect the amount that is reasonably /virtually certain (as case may be) to be realized.

c) Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement". The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

14. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or reliable estimate of the amount cannot be made, is also termed as contingent liability. A contingent asset is neither recognized nor disclosed in the financial statements.

15. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares."

16. Foreign Currency Transactions

a) Transactions denominated in the foreign currencies are recorded at the exchange rate prevailing on the date of transaction or that approximates the actual rate at the date of transaction.

b) Any income or expenses on account of exchange differences either on settlement or on translation is recognized in the Profit & Loss account except in the case of long term liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying amount of such asset.

17. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with balance maturity period of three months or less as on the Balance Sheet date.

NOTES TO ACCOUNTS

According to the information and explanations given to us, in our opinion, the Restated Standalone Financial Information and the above Restated Financial Information contained in Annexures V to XXVII accompanying this report, read with Summary of Significant Accounting Policies disclosed in Annexure IV, are prepared after making adjustments and regroupings as considered appropriate and have been prepared in accordance with Section 26 of Part I of Chapter III of the Companies Act, 2013 read with Rules 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, ICDR Regulations and the Guidance Note.

Annexure – V
(Rs. In lakhs)

i. Managerial Remuneration :

Particulars	From 1st April 2017 to 31st December 2017	For the year ended on 31st March				
		2017	2016	2015	2014	2013
Executive Directors Remuneration:						
Salaries and Allowances	86.4	115.2	115.2	120.2	110.89	57.6
Sitting Fees	-	-	-	-	0.10	-
Non-Executive Directors Remuneration:						
Sitting Fees	0.30	-	-	-	0.05	-
Total	**86.70**	**115.20**	**115.20**	**120.20**	**111.04**	**57.60**

ii) Deferred Tax :

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Deferred Tax Liability						
On account of Depreciation under Company's Laws and Income Tax Laws	-	-	-	1.07	14.16	11.64
Less: Deferred Tax Asset	30.14	36.18	32.45	15.52	14.08	12.36
Deferred Tax liability/(Asset)	(30.14)	(36.18)	(32.45)	(14.45)	0.08	(0.72)
Deferred Tax Liability / (Asset) already provided in the books	(36.18)	(32.45)	(14.46)	0.08	(0.72)	2.16
Net Expenses/(Income) recognised in 'Summary Statement of Profit & Loss'	**6.04**	**(3.73)**	**(17.99)**	**(14.54)**	**0.80**	**(2.88)**

iii) Remuneration to Statutory Auditors:

Particulars	From 1st April 2017 to 31st December 2017	For the year ended on 31st March				
		2017	2016	2015	2014	2013
Statutory Audit Fees	0.30	0.80	0.75	0.60	0.60	0.40
Other Matters	4.66	11.12	4.51	1.99	1.06	0.40
Total	**4.96**	**11.92**	**5.26**	**2.59**	**1.66**	**0.80**

iv) Micro, Small & Medium Enterprises Development Act, 2006:-

The Company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as Micro, Small and Medium Enterprises. Consequently, the amount paid/ payable to these parties during the year is not ascertainable. Consequently, as of now, it is neither possible for the Company to ascertain whether payment to such enterprises has been made within 45 days from the date of acceptance of supply of goods or services rendered by a supplier nor to give the relevant disclosures as required under the Act. This has been relied upon by the auditors.

v) Extraordinary items in Statement of Profit & Loss: -

During the year ended on 31st March 2014, the Company has hived off one of its unit pertaining to 'GIS business' by way of slump sale for a consideration of Rs. 200 Lakhs to its wholly owned subsidiary. The said consideration have been discharged by the payer in the form of issuing its 2,55,000 fully paid equity shares of Rs. 10 each in favour of the Company.

vi) Capital Commitments

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Estimated amount of contracts remaining to be executed on capirtal account and not provided for	-	-	-	679.67	-	39.74
Other Commitment (Investment in Rudrabhishek Infrastructure Trust)*	-	-	-	150.00	250.00	-
Total	-	-	-	829.67	250.00	39.74

vii) Contingent Liabilities

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Contingent Liabilities						
Bank Guarantee Given against which the Company has fixed deposits with respective banks	584.47	41.93	28.41	78.71	63.75	45.67
TOTAL	**584.47**	**41.93**	**28.41**	**78.71**	**63.75**	**45.67**

ADJUSTMENTS MADE IN RESTATED FINANCIAL STATEMENTS / REGROUPING NOTES:

Material Regrouping

Appropriate adjustments have been made in the Restated Standalone Financial Statements of Assets and Liabilities, Profit and Losses and Cash Flows, wherever required, by reclassification of the corresponding items of Income, Expenses, Assets and Liabilities in order to bring them in line with the regroupings as per the Audited Financial Statements of the Company and the SEBI (ICDR) Regulations.

Restatements / Regroupings done in Statement of Profit & Loss that affect the Net Profit after Tax

Certain amounts in nature of income tax adjustments for earlier years were shown in the statement of profit and loss. The same have been restated to conform to latest accounting treatment i.e. adjusted to income tax provision for relevant years in the Restated Financial Statements. Accordingly, the Profit after tax has been restated: -

Particulars	From 1st April 2017 to 31st December 2017	For the year ended March 31,				
		2017	2016	2015	2014	2013
Profit After Tax as per Audited Financial Statements	395.23	414.05	542.25	467.89	759.19	397.59
Add / (Less): Excess or Short Provision adjusted in relevant years	-	(0.43)	(13.27)	-	0.12	(0.12)
Profit After Tax as per Restated Financial Statements	395.23	413.62	528.98	467.89	759.31	397.47

Regrouping done in Balance Sheet – Reserves

Due to restatements in profit after tax after adjustment of income tax earlier years, Reserves and Surplus has been restated.

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Reserves and Surplus as per audited Financial Statements	2,092.49	2,885.19	2,471.13	1,995.80	1,597.90	904.28
Add / (Less): Excess or Short Provision on taxes adjusted in relevant years	-	-	-	13.70	13.70	13.70
Add: Provision on proposed equity dividend and taxes thereon have been written back in relevant years*	-	-	67.36	66.73	65.57	65.45
Reserves and Surplus as per Restated Financial Statements	2,092.49	2,885.19	2,538.49	2,076.23	1,677.17	983.43

** Provision on proposed equity dividend and taxes thereon have been written back in relevant years to comply with the provisions of "AS-4" as the dividend should be recognised in the year in which payment is made.*

Regrouping done in Balance Sheet – Assets

Certain items were classified as Short Term Loans and Advances. The same have been regrouped to conform to latest accounting treatment i.e. included as Long term Loans and Advances, Other Non-Current Assets and Other Current Assets. Similarly, certain items were reflected as net in Other Current Liabilities, the same has been regrouped to confirm the latest accounting treatment i.e. included as Short Term Loans and Advances. Accordingly, the balances of Long Term Loans and Advances, Short Term Loans and Advances, Other Non Current Assets and Other Current Assets have been regrouped.

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Short Term Loans and Advances as per audited Financial Statements	50.10	12.59	119.03	271.20	272.95	178.43
Less: Amount reclassified as Other Current Assets	-	-	(42.48)	-	-	-
Add/ (Less): Classified from/ to long term loans and advances	-	-	4.09	(82.17)	(98.14)	(129.21)
Less: Amount reclassified as Other Non-Current Assets	-	-	(41.35)	(35.69)	(24.76)	(7.62)
Add/ (Less): Amount reclassified from/ to Other Current Liabilties	-	(0.75)	4.51	4.57	1.22	1.04
Short Term Loans and Advances as per Restated Financial Statements	50.10	11.84	43.80	157.91	151.27	42.64

Regrouping done in Balance Sheet – Liabilities

Certain items were classified as Short Term Borrowings. The same have been regrouped to conform to latest accounting treatment i.e. included as Long Term Borrowings. Accordingly, the balances of Long Term Borrowings and Short Term Borrowings have been regrouped.

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Long Term Borrowings as per audited Financial Statements	-	366.26	-	-	-	-
Add: Amount reclassified from Short Term Borrowings	-	-	61.00	41.00	42.63	63.50
Long Term Borrowings as per Restated Financial Statements	-	366.26	61.00	41.00	42.63	63.50

Certain items were classified as Trade Payables. The same have been regrouped to conform to latest accounting treatment i.e. included as Other Current Liabilities. Accordingly, the balances of Trade Payables and Other Current Liabilities have been regrouped.

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Trade Payables as per audited Financial Statements	245.25	258.63	381.41	342.66	304.28	125.48
Less: Amount reclassified as Other Current Liabilities	-	(26.94)	(17.81)	(47.11)	(19.16)	(2.12)
Trade Payables as per Restated Financial Statements	245.25	231.69	363.60	295.55	285.12	123.36

Certain items were classified as Short Term Provisions. The same have been regrouped to conform to latest accounting treatment i.e. added back to reserves and surplus and adjusted with other current assets. Accordingly, the balances of Short-Term Provisions, reserves and surplus and Other current assets have been regrouped.

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Short term Provisions as per audited Financial Statements	8.27	225.36	95.18	84.64	383.73	265.22
Less: Amount added back to reserves and surplus	-	-	(66.92)	(66.71)	(65.58)	(65.58)
Less: Amount adjusted with other current assets	-	(216.64)	-	-	(304.18)	(188.45)
Short Term provisions as per Restated Financial Statements	8.27	8.72	28.26	17.93	13.97	11.19

Regrouping done in Statement of Profit and Loss

Certain items were classified as Other Expenses. The same have been regrouped to conform to latest accounting treatment i.e. included as Other Income. Accordingly, the amount of Other Expenses and other income have been regrouped.

Particulars	From 1st April 2017 to 31st December 2017	For the year ended March 31,				
		2017	2016	2015	2014	2013
Other Expenses as per Audited Financial Statements	1227.83	762.63	996.17	1349.92	1217.96	816.03
Less: Amount reclassified as other income	-	-	-	-	(1.77)	(0.01)
Other Expenses as per Restated Financial Statements	1227.83	762.63	996.17	1349.92	1216.19	816.02

SCHEDULE OF SHARE CAPITAL AS RESTATED

ANNEXURE – VI
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Equity Share Capital						
Authorised Share capital						
Equity Shares of Rs. 10 each	1,700.00	100.00	100.00	100.00	100.00	100.00
T O T A L	**1,700.00**	**100.00**	**100.00**	**100.00**	**100.00**	**100.00**
Issued, Subscribed and Fully Paid Up Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
Fully Paid up Equity Shares of Rs. 10 each.						
T O T A L	**1,177.05**	**56.05**	**56.05**	**56.05**	**56.05**	**56.05**

Reconciliation of number of shares outstanding at the end of year

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Equity Shares of Rs. 10 each						
Equity shares at the beginning of the year (in lakhs)	5.61	5.61	5.61	5.61	5.61	5.61
Add: Equity Shares issued as bonus during the period (in Lakhs)	112.10	-	-	-	-	-
Equity Shares at the end of the year	**117.71**	**5.61**	**5.61**	**5.61**	**5.61**	**5.61**

SCHEDULE OF RESERVES AND SURPLUS AS RESTATED

Annexure – VII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
General Reserve						
Balance as per Last Balance Sheet	296.35	296.35	242.12	195.33	119.41	79.65
Add: Transferred from Surplus	-	-	54.22	46.79	75.92	39.76
Sub Total (i)	**296.35**	**296.35**	**296.34**	**242.12**	**195.33**	**119.41**
Surplus in Statement of Profit and Loss						
As per Last Balance Sheet	2,588.83	2,242.14	1,834.12	1,481.85	864.03	571.45
Add: Profit transferred on amalgamation	-	-	-	-	-	-
Less: Depreciation as per Schedule II (Note 5)	-	-	-	(3.26)	-	-
Add: Profit for the Year	395.23	413.62	528.98	467.89	759.31	397.47
Less: Appropriations:						
Dividend Distributed to Equity Shareholders (F.V. of Rs. 10 per share)	56.05	56.05	56.05	56.05	56.05	56.05
Tax on Dividend	10.87	10.87	10.68	9.53	9.53	9.09
Issue of Bonus Shares	1,121.00	-	-	-	-	-
Transfer to General Reserve	-	-	54.22	46.79	75.92	39.76
	1,187.92	66.92	120.95	112.37	141.50	104.90
Sub Total (ii)	**1,796.14**	**2,588.84**	**2,242.15**	**1,834.11**	**1,481.84**	**864.02**
Total [(i)+(ii)]	**2,092.49**	**2,885.19**	**2,538.49**	**2,076.23**	**1,677.17**	**983.43**

DETAILS OF BORROWINGS AS RESTATED

Annexure - VIII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Long Term Borrowings						
Loan from Related Parties (unsecured)	-	366.26	61.00	41.00	42.63	63.50
Total	**-**	**366.26**	**61.00**	**41.00**	**42.63**	**63.50**
Short Term Borrowings						
Loan from Related Parties (unsecured)	293.84	-	-	-	-	-
Bank Overdraft (secured) [1]	96.36	-	-	-	-	-
Total	**390.20**	**-**	**-**	**-**	**-**	**-**

Total borrowings consists of: -						
Secured Borrowings	96.36	-	-	-	-	-
Unsecured Borrowings	293.84	366.26	61.00	41.00	42.63	63.50

[1]Bank Overdraft from ICICI Bank is secured by way of Hypothecation of Stocks, Raw Materials, Finished & Semi Finished Goods including Book Debt, Oustanding Monies, Receivables, both present and Future, Unconditional and Irrevocable Personal Guarantee of Director, Mr. Pradeep Misra, Equitable Mortgage on Property and Corporate Guarantee of an Associate Company i.e. M/s Despecto Realtors India Pvt. Ltd.

STATEMENT OF OTHER LIABILTIES AS RESTATED

Annexure - IX
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Other Non Current Liabilities						
Gratuity Payable	8.37	8.37	-	-	-	-
Security Deposits Received	-	-	-	1.00	1.00	1.00
Total	**8.37**	**8.37**	**-**	**1.00**	**1.00**	**1.00**
Other Current Liabilities						
Security Deposit Received	-	-	-	16.35	-	-
Salaries Payable	211.68	141.89	107.57	103.44	93.85	52.81
Statutory Dues Payable	69.26	52.42	44.53	80.11	64.29	14.52
Creditors for Fixed Assets	-	0.31	14.81	8.12	2.15	25.99
Advance for Sale of Property	-	-	-	60.00	-	-
Other Expenses Payable	229.63	79.81	41.51	65.17	33.49	27.82
Advance received from Customers	61.72	12.85	70.31	250.00	257.84	23.27
Interest Accrued and Due on Borrowings	20.39	10.24	-	-	-	-
Total	**592.68**	**297.52**	**278.73**	**583.19**	**451.62**	**144.41**

DETAILS OF TRADE PAYABLES AS RESTATED

Annexure –X
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Dues to Micro, Small and Medium Enterprises pursuant to MSMED Act, 2006	-	-	-	-	-	-
Other Trade Payables	245.25	231.68	363.60	295.55	285.13	123.36
T O T A L	**245.25**	**231.68**	**363.60**	**295.55**	**285.13**	**123.36**

DETAILS OF PROVISIONS AS RESTATED

Annexure - XI
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Long Term Provisions						
Provision for Employee Benefits: -						
For Gratuity	55.65	51.36	59.29	39.74	36.75	33.58
For Leave Entitlements	16.33	15.46	-	-	-	-
Total	**71.98**	**66.82**	**59.29**	**39.74**	**36.75**	**33.58**
Short term provisions						
Provisions for Employee Benefit						
For Gratuity	6.89	5.92	10.64	7.24	4.21	4.53
For Leave Entitlements	1.05	1.14	15.54	10.69	9.76	6.66
For Bonus	0.32	1.66	2.08	-	-	-
Short term provisions	**8.26**	**8.72**	**28.26**	**17.93**	**13.97**	**11.19**

STATEMENT OF PROPERTY, PLANT AND EQUIPMENT AS RESTATED **Annexure – XII**
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Tangible Assets: -						
a. Leasehold Building						
Opening balance	128.07	137.67	137.67	137.67	103.53	44.43
Additions during the year	-	-	-	-	34.15	59.10
Reduction during the year	-	5.86	-	-	-	-
Depreciation during the year	6.29	9.75	10.98	12.20	6.06	2.80
Accumulated Depreciation	49.11	42.81	36.81	25.83	13.63	7.57
Closing balance	128.07	128.07	137.67	137.67	137.67	103.53
b. Furniture & Fixture						
Opening balance	74.30	74.47	74.47	69.08	60.97	46.99
Additions during the year	-	1.22	-	5.39	0.81	13.98
Reduction during the year	-	0.15	-	-	-	-
Depreciation during the year	3.57	6.60	8.88	11.94	7.56	7.27
Accumulated Depreciation	60.43	56.86	51.50	42.62	30.68	23.12
Closing balance	74.30	74.30	74.47	74.47	69.08	60.97
c. Vehicles						

Opening balance	11.92	51.12	51.12	65.30	72.83	24.80
Additions during the year	-	-	-	-	-	48.03
Reduction during the year	-	8.54	-	8.29	3.79	-
Depreciation during the year	0.16	3.88	6.13	10.75	14.72	6.15
Accumulated Depreciation	11.33	11.17	37.95	31.82	26.96	15.99
Closing balance	11.92	11.92	51.12	51.12	65.30	72.83
d. Office Equipments						
Opening balance	104.67	107.36	106.65	106.02	101.74	80.14
Additions during the year	1.60	0.41	0.72	0.62	4.28	21.60
Reduction during the year	-	0.50	-	-	-	-
Depreciation during the year	4.48	6.03	15.22	30.46	11.17	9.72
Accumulated Depreciation	89.00	84.52	81.09	65.87	35.41	24.24
Closing balance	106.27	104.67	107.36	106.65	106.02	101.74
e. Computer Hardware						
Opening balance	181.73	169.68	149.49	133.72	96.83	55.76
Additions during the year	7.22	12.04	22.40	16.71	37.80	41.81
Reduction during the year	0.02	-	0.76	0.58	0.40	0.45
Depreciation during the year	8.44	17.88	24.74	50.02	24.30	18.92
Accumulated Depreciation	169.86	161.83	143.95	120.66	70.99	47.20
Closing balance	188.52	181.73	169.68	149.49	133.72	96.83
Total Tangible Assets						
Gross Block	509.08	500.69	540.31	519.40	511.80	435.90
Accumulated Depreciation	379.73	357.19	351.30	286.80	177.67	118.11
Net Block	129.36	143.50	189.01	232.60	334.12	317.78
Intangible Assets: -						
Computer Software						
Opening balance	126.25	115.34	115.21	66.54	59.00	25.23
Additions during the year	7.48	10.91	0.13	48.67	7.53	33.78
Reduction during the year	-	-	-	-	-	-
Depreciation during the year	11.03	15.05	18.68	16.58	13.48	8.46
Accumulated Depreciation	100.65	89.63	74.58	55.90	39.32	25.84
Closing balance	133.74	126.25	115.34	115.21	66.54	59.00
Total Intangible Assets						
Gross Block	133.74	126.25	115.34	115.21	66.54	59.00
Accumulated Depreciation	100.65	89.63	74.58	55.90	39.32	25.84
Net Block	33.08	36.63	40.76	59.32	27.22	33.17
Capital Work in Progress	8.03	2.83	-	8.12	-	-

STATEMENT OF INVESTMENTS AS RESTATED

Annexure - XIII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Non-Current Investments						
Non-Trade Investment- At Cost						
a. Unquoted Investment						
i) Investment in Equity Instruments In Subsidiaries						
Fully Paid Equity Share of Rs. 10 each of Best Designs & Plans Private Limited	-	1.00	1.00	1.00	-	-
Fully Paid Equity Share of Rs. 10 each of Rudrabhishek Architects & Designer Private Limited	-	1.90	1.90	1.90	1.90	1.90

Fully Paid Equity Share of Rs. 10 each of Rudrabhishek Infosystems Private Limited	201.69	201.69	201.69	201.69	201.69	0.90
Fully Paid Equity Share of Rs. 10 each of Rudrabhishek Financial Advisors Private Limited	-	-	-	-	-	1.80
Fully Paid Equity Share of Rs. 10 each of Rudrabhishek Trustee Company Private Limited	-	1.80	1.80	1.80	1.80	1.80
Fully Paid Equity Share of SGD 1 each of Rudrabhishek Signapore PTE Limited	795.27	795.27	618.57	50.75	23.39	-
Fully Paid Equity Share of Rs. 10 each of Rudrabhishek Financial Advisors Private Limited	-	23.60	-	-	-	-
Sub- Total	996.96	1,025.26	824.96	257.14	228.78	6.40
Less: Provision for Dimunition in value of Investments	-	-	-	-	-	-
	996.96	1,025.26	824.96	257.14	228.78	6.40
ii) Investment in Equity Instruments in Associates: -						
Fully Paid Equity Share of Rs. 10 each of REPL PKS Infrastructure Private Limited	0.50	0.50	-	-	-	-
iii) Investment in Equity Instruments in Other Entity: -						
Fully Paid Equity Share of Rs. 10 each of Damini Marketing Private Limited	0.13	0.50	0.50	0.50	0.50	0.50
Units in "Rudrabhishek Infrastructure Trust"	-	-	-	350.00	250.00	-
	997.59	**1,026.26**	**825.46**	**607.64**	**479.28**	**6.90**
Current Investments						
Quoted Investments (At Market Value)						
Mutual Funds: -						
Units of DWS Credit Opportunities Fund	2.79	2.70	2.56	2.41	12.32	1.32
	2.79	**2.70**	**2.56**	**2.41**	**12.32**	**1.32**

DETAILS OF LOANS AND ADVANCES AS RESTATED

Annexure - XIV
(Rs. In lakhs)

Particulars	As at	As at 31st March				
	31st December 2017	2017	2016	2015	2014	2013
Long Term Loans and Advances						
(Unsecured, considered good unless stated otherwise)						
Capital Advances	-	-	-	-	-	15.06
Advance for purchase of immovable properties	62.25	62.25	-	100.00	38.37	-

Security Deposits	-	-	-	-	-	-
- Considered Good	50.38	48.69	49.32	50.69	42.36	12.30
- Considered Doubtful	6.00	6.00	6.00	6.00	6.00	6.00
Loan and Advance to Related Parties	92.76	91.67	36.63	82.17	89.25	88.40
Tendor Money Recoverable	141.57	146.64	100.30	75.89	49.77	40.81
Share Application Money	-	-	-	-	8.89	8.89
Total	**352.96**	**355.25**	**192.25**	**314.75**	**234.64**	**171.46**
Short Term Loans and Advances						
(Unsecured, considered good unless stated otherwise)						
Loans and Advances to Related Parties	-	-	30.69	7.08	24.79	34.20
Advances to Suppliers	39.98	0.11	0.71	132.71	119.69	2.01
Advances with Employees	6.02	5.03	5.15	5.14	2.05	2.56
Other Advances	4.10	6.70	7.25	12.98	4.74	3.87
Total	**50.10**	**11.84**	**43.80**	**157.91**	**151.27**	**42.64**

DETAILS OF OTHER ASSETS AS RESTATED

Annexure – XV
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March 2017	2016	2015	2014	2013
Other Non- Current Assets						
Non current Bank Balances	6.18	6.18	6.18	-	-	-
Interest Accrued on Deposits	46.69	48.02	38.59	26.65	17.32	10.18
Interest Receivable on Loan	15.17	8.43	2.76	36.04	25.27	14.53
Total	**68.04**	**62.63**	**47.53**	**62.69**	**42.59**	**24.71**
Other Current Assets						
Advance Taxes (Net of Provisions)	9.38	122.06	113.67	74.14	54.50	62.97
Input Tax Credit	72.02	62.88	68.42	37.63	18.10	10.31
Accrued Income	671.81	43.32	-	-	-	-
Other Receivables	11.38	6.36	42.95	15.57	15.32	2.13
Total	**764.59**	**234.62**	**225.04**	**127.34**	**87.92**	**75.41**

DETAILS OF INVENTORIES AS RESTATED

Annexure - XVI
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March 2017	2016	2015	2014	2013
Work in Process	75.58	238.34	-	-	-	-
	75.58	**238.34**	**-**	**-**	**-**	**-**

DETAILS OF TRADE RECEIVABLES AS RESTATED

Annexure - XVII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March 2017	2016	2015	2014	2013
(Unsecured, considered good unless stated otherwise)						
Trade receivable outstanding for a period exceeding six months from the date they were due for payment						
- Considered Good	1,220.47	1,038.44	524.31	726.58	305.64	208.81
- Considered Doubtful	91.93	103.25	86.42	89.80	-	-
Other Receivables						
- Considered Good	449.41	431.60	790.33	594.33	650.11	400.37
Total	**1,761.81**	**1,573.29**	**1,401.06**	**1,410.71**	**955.75**	**609.18**
Less: Provision for Doubtful Debts	-	-	-	(89.80)	-	-
Net Amount	**1,761.81**	**1,573.29**	**1,401.06**	**1,320.91**	**955.75**	**609.18**

DETAILS OF CASH AND CASH EQUIVALENTS AS RESTATED

Annexure - XVIII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March 2017	2016	2015	2014	2013
Balances with Banks:						
-In Current Accounts	25.71	28.52	212.48	37.83	90.07	59.41
Cheque in Hand	43.49	-	-	-	-	-
Cash in Hand	3.19	1.69	50.13	49.87	46.02	7.05
Total Cash and Cash Equivalents	**72.39**	**30.21**	**262.61**	**87.70**	**136.09**	**66.46**
Other Bank Balances: -	-	-	-	-	-	-
-Deposit with bank with more than 12 months	6.18	6.18	6.18	-	-	-
-Deposit with bank with more than 3 months and less than 12 months	104.11	124.40	94.48	36.14	39.44	21.10
-Deposit with bank with less than 3 months	-	-	-	-	-	-
-Margin Money Deposits	135.71	41.93	28.41	78.71	63.75	45.67
Total Cash and Bank Balance	**318.39**	**202.72**	**391.68**	**202.55**	**239.28**	**133.23**
Less: Amount Disclosed Under Non Current Assets	6.18	6.18	6.18	-	-	-
Net amount	**312.21**	**196.54**	**385.50**	**202.55**	**239.28**	**133.23**

DETAILS OF REVENUE FROM OPERATIONS AS RESTATED

Annexure – XIX
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Sale of Services	3,111.29	2,724.94	3,255.40	3,451.93	3,123.67	2,109.73
Other Operating Revenue	15.59	31.45	32.61	34.86	46.98	28.59
Total	**3,126.88**	**2,756.39**	**3,288.01**	**3,486.79**	**3,170.65**	**2,138.32**

STATEMENT OF OTHER INCOME AS RESTATED

Annexure – XX
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Interest from Banks	10.75	14.97	13.94	11.91	8.85	6.04
Interest on Advances to Related Parties	7.10	11.99	11.59	13.77	14.54	12.21
Interest on Income Tax Refund	3.32	-	4.44	-	-	-
Other Non- operating Income: -						
Dividend Income	2.74	2.80	2.80	1.07	0.27	0.09
Liabilties Written Back	-	5.88	1.00	1.45	17.99	33.11
Profit/ (loss) on Sale of Fixed Assets	0.08	2.05	1.19	-	(0.15)	(0.01)
Profit/ (loss) on Sale of Investments	53.85	-	88.77	-	(1.62)	-
Miscellaneous Income	-	-	0.06	0.01	0.36	0.28
Total	**77.84**	**37.69**	**123.79**	**28.21**	**40.24**	**51.72**

DETAILS OF EXPENSES AS RESTATED

Annexure – XXI
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Employee benefits Expenses: -						
Salaries, Bonus and Other Welfare	1,125.01	1,507.67	1,467.54	1,180.03	943.00	695.60
Contribution to Provident and Other Funds	32.52	43.88	44.03	31.27	16.96	14.77
Gratuity	7.26	11.29	35.73	7.19	6.15	19.11
Leave Encashment	4.52	7.39	21.34	74.49	53.14	6.84
Total	**1,169.31**	**1,570.23**	**1,568.64**	**1,292.98**	**1,019.25**	**736.32**
Finance Costs: -						
Interest Expenses	34.43	11.83	7.54	-	12.95	0.12
Other Finance Charges	13.10	2.01	3.27	3.38	1.78	1.09
Total	**47.53**	**13.84**	**10.81**	**3.38**	**14.73**	**1.21**

Other Expenses: -						
Bad Debts Written Off	121.22	2.43	-	1.88	100.55	136.12
Provision for Doubtful Debts	-	-	-	89.80	-	-
CSR Expenses	10.50	17.50	16.00	23.51	12.00	-
Other Administartive Expenditure (not included in above)	1,217.33	742.70	980.17	1,234.73	1,103.65	679.90
Total	**1,227.83**	**762.63**	**996.17**	**1,349.92**	**1,216.20**	**816.02**

DETAILS OF RELATED PARTY TRANSACTIONS **Annexure – XXII**
(Rs. In lakhs)

Related Parties Covered: -

(i) Key Managerial Personnel and their Relatives: -

From 1st April 2017 to 31st December 2017	For the year ended March 31,				
	2017	2016	2015	2014	2013
Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra
Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra
Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari
-	-	-	-	-	Mr. J.P. Bhargava
Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)
Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	-
Mr. Tarun Jain	-	-	-	-	-
Mr. Himanshu Garg		-	-	-	-

(ii)Subsidiary Company (Indian): -

From 1st April 2017 to 31st December 2017	For the year ended March 31,				
	2017	2016	2015	2014	2013
M/s Rudrabhishek Architects & Designers Pvt. Ltd.*	M/s Rudrabhishek Architects & Designers Pvt. Ltd.	M/s Rudrabhishek Architects & Designers Pvt. Ltd.	M/s Rudrabhishek Architects & Designers Pvt. Ltd.	M/s Rudrabhishek Architects & Designers Pvt. Ltd.	M/s Rudrabhishek Architects & Designers Pvt. Ltd.
M/s Rudrabhishek Trustees Company Pvt. Ltd.*	M/s Rudrabhishek Trustees Company Pvt. Ltd.	M/s Rudrabhishek Trustees Company Pvt. Ltd.	M/s Rudrabhishek Trustees Company Pvt. Ltd.	M/s Rudrabhishek Trustees Company Pvt. Ltd.	M/s Rudrabhishek Trustees Company Pvt. Ltd.
M/s Rudrabhishek Infosystems Pvt. Ltd.	M/s Rudrabhishek Infosystems Pvt. Ltd.	M/s Rudrabhishek Infosystems Pvt. Ltd.	M/s Rudrabhishek Infosystems Pvt. Ltd.	M/s Rudrabhishek Infosystems Pvt. Ltd.	M/s Rudrabhishek Infosystems Pvt. Ltd.

-	M/s Best Designs and Plans Private Limited	M/s Best Designs and Plans Private Limited	M/s Best Designs and Plans Private Limited	-	-
M/s Rudrabhishek Financial Advisors Private Limited*	M/s Rudrabhishek Financial Advisors Private Limited	-	-	-	M/s Rudrabhishek Financial Advisors Private Limited
-	M/s Despecto Realtors India Private Limited	M/s Despecto Realtors India Private Limited	-	-	-

**** De-Subsidiarised as on 31st December 2017***

(iv) Associate Company: -

From 1st April 2017 to 31st December 2017	For the year ended March 31,				
	2017	2016	2015	2014	2013
M/s REPL PKS Infrastructure Private Limited	M/s REPL PKS Infrastructure Private Limited	-	-	-	-

(v) Enterprises having significant influence of Director or KMP: -

From 1st April 2017 to 31st December 2017	For the year ended March 31,				
	2017	2016	2015	2014	2013
M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited
M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited
M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited
M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	-
-	-	M/s Rudrabhishek Infrastructure Trust	M/s Rudrabhishek Infrastructure Trust	M/s Rudrabhishek Infrastructure Trust	
-	M/s Shruti Planners & Advisors Private Limited	M/s Shruti Planners & Advisors Private Limited	-	-	-
M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited

-	-	M/s Callan Realcon India Private Limited	-	-	-
M/s Pradeep Richa Educare Foundation	M/s Pradeep Richa Educare Foundation	M/s Pradeep Richa Educare Foundation	-	-	-
M/s Vinayaka Finlease Private Limited	M/s Vinayaka Finlease Private Limited	-	-	-	-
-	M/s New Modern Developers Private Limited	-	-	-	-
M/s IM+ Investment & Capital Private Ltd.	M/s IM+ Investment & Capital Private Ltd.	M/s IM+ Investment & Capital Private Ltd.	-	-	-

Transaction during the year: -

(i) Key Management Personnel: -

Name of Party	Nature of transaction	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
			2017	2016	2015	2014	2013
Mr. Pradeep Misra	Loan Repaid	-	61.00	-	42.63	43.41	-
	Loan Taken	-	-	20.00	41.00	22.54	63.50
	Sale of Investment	35.23	-	-	-	-	-
	Director's Remuneration	59.40	79.20	79.20	84.20	89.29	38.40
	Sitting Fees	-	-	-	-	0.05	-
	Royalty Paid	31.11	27.13	30.00	30.00	30.00	-
Ms. Richa Misra	Director's Remuneration	27.00	36.00	36.00	36.00	21.60	19.20
	Sale of Investment	21.88	-	-	-	-	-
	Sitting Fees	-	-	-	-	0.05	-
Mr. J. P. Bhargava	Professional Charges	-	-	-	-	-	6.00
Mr. Jamal Hussai Ansari	Sitting Fees	0.10	-	-	-	0.05	-
	Professional Charges paid	2.42	5.26	5.26	0.24	0.82	-
Mr. Vikas Gupta	Remuneration	3.47	12.57	14.61	12.40	10.03	8.38
Mr. Tarun Jain	Sitting Fees	0.10	-	-	-	-	-
Mr. Himanshu Garg	Sitting Fees	0.10	-	-	-	-	-

(ii) Relatives of Key Management Personnel: -

Name of Party	Nature of transaction	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
			2017	2016	2015	2014	2013
Mrs. Gyanwati Misra	Rent Paid	2.70	3.60	3.60	3.60	1.20	-
	Security Deposits Paid	-	-	-	-	0.90	-

(iii) Subsidiary/ Associates/ Enterprises where Key Management Personnel or their relatives have significant influence: -

Name of Party	Nature of transaction	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
			2017	2016	2015	2014	2013
M/s Best Designs and Plans Private Limited	Advances Recovered	-	-	19.45	-	-	-
	Interest Received	-	4.51	0.29	-	-	-
	Loan Granted	-	47.60	32.00	-	-	-
M/s Callan Realcon India Private Limited	Professional Income	-	-	25.40	-	-	-
M/s Despecto Realtors India Private Limited	Professional Income	-	6.88	9.83	-	-	-
M/s New Modern Buildwell Private Limited	Advances Received	-	-	55.35	60.00	-	-
	Advances Repaid	-	-	15.00	-	-	-
	Professional Income	217.95	70.00	225.02	92.50	12.50	-
	Other Income	-	-	0.86	-	-	-
	Sale of Property	-	-	45.00	-	-	-
M/s New Modern Developers Private Limited	Professional Income	-	142.11	-	-	-	-
M/s Paarth Infrabuild Private Limited	Professional Income	446.71	1,523.77	1,696.68	1,605.00	560.00	150.00
	Other Income	0.95	4.50	3.46	0.99	6.16	6.32
	Sale of Fixed Assets	-	-	1.95	8.29	3.79	-
M/s Pradeep Richa Educare Foundation	CSR Expenses	10.50	17.50	16.00	-	-	-

M/s Pushp Products Pvt. Ltd	Equipment Hire Charges	3.51	6.48	6.48	-	-	-
	Sale of Investment	24.27	-	-	-	-	-
	Professional Charges paid	8.00	12.00	12.00	12.00	8.50	9.00
	Rent Paid	47.14	80.36	82.08	88.56	80.56	22.08
	Security Deposits Paid	-	-	-	-	27.20	-
M/s REPL PKS Infrastructure Private Limited	Loan Granted	-	1.25	-	-	-	-
	Professional Income	3.38	7.88	-	-	-	-
	Purchase of Investment	-	0.50	-	-	-	-
	Interest Received	0.10	0.10	-	-	-	-
M/s Rudrabhishek Architects & Designers Private Limited	Advances Recovered	-	30.69	50.01	-	25.00	12.57
	Interest Received	-	4.82	10.05	11.14	10.43	10.99
	Loan Granted	-	-	27.13	-	9.00	27.00
	Professional Charges paid	-	5.50	76.21	198.82	84.56	84.27
	Rental Income	-	-	-	-	-	1.99
	Other Income	-	-	4.85	13.36	11.89	8.81
	Royalty Received	-	-	2.01	4.18	3.62	3.91
M/s Rudrabhishek Financial Advisors Private Limited	Advances Recovered	-	27.00	-	-	45.67	-
	Interest Received	-	1.02	-	-	-	1.16
	Investments	-	23.60	-	-	-	-
	Loan Granted	-	27.00	-	-	8.00	34.20
	Professional Charges paid	40.00	-	-	-	-	-
	Other Income	-	4.64	-	-	-	0.85
	Royalty Received	-	1.11	-	-	-	-
M/s Rudrabhishek Infosystems Private Limited	Advances Recovered	-	-	7.08	-	2.02	7.10
	Professional Charges paid	39.63	-	0.40	45.32	45.73	-
	Professional Income	-	-	-	-	-	-
	Royalty Received	1.22	2.45	2.47	1.79	1.00	-
	Slump Sale (Transfer of business)	-	-	-	-	200.00	-
	Interest Received	-	-	0.85	1.00	0.91	0.07
	Other Income	13.20	11.16	12.38	7.25	12.98	0.47
	Loan Granted	-	-	-	-	-	-
M/s Rudrabhishek Infrastructure Trust	Investments	-	-	-	100.00	250.00	-
	Professional Income	-	-	-	-	-	-
	Other Income	-	-	0.74	0.72	0.33	-
	Sale of Investment	-	-	317.75	-	-	-
M/s Rudrabhishek Singapore Pte Limited	Advances Recovered	-	2.61	2.39	32.81	-	-
	Interest Received	2.01	1.54	0.39	1.63	0.50	-
	Investments	-	176.70	567.82	27.36	23.39	-
	Professional Income	-	2.15	46.58	68.17	-	-
	Other Income	3.70	-	-	-	-	-
	Loan Granted	-	9.69	9.59	8.02	41.66	-
M/s Samad Trade Links Pvt. Ltd	Professional Charges paid	6.84	1.59	-	-	-	-
	Rent Paid	8.45	9.12	9.12	9.12	9.12	9.12
M/s Shruti Planners & Advisors Private Limited	Professional Charges paid	-	1.73	3.84	-	-	-

M/s Vinayaka Finlease Private Limited	Interest Paid	17.90	11.37	-	-	-	-
	Loan Repaid	307.76	78.00	-	-	-	-
	Loan Taken	117.00	345.60	-	-	-	-
	Sale of Fixed Assets	-	15.15	-	-	-	-
M/s Wisdom Planners & Developers Private Limited	Advances	-	-	-	-	-	42.00
	Advances Recovered	-	-	-	-	-	62.00
	Advances Received	-	-	-	-	250.00	-
	Advances Repaid	-	-	250.00	-	-	-
	Interest Paid	-	-	-	-	12.95	-
	Professional Income	-	-	-	-	-	6.55
	Professional Charges paid	-	11.20	1.39	-	-	1.70
M/s IM+ Investment & Capital Private Ltd.	Interest Paid	10.54	0.46	7.54	-	-	-
	Loan Taken	368.00	100.00	460.75	-	-	-
	Loan Repaid	249.66	0.13	460.75	-	-	-

Closing Balances: -

(i) Key Management Personnel: -

Name of Party	Nature of transaction	As at 31st December 2017	As at 31st March				
			2017	2016	2015	2014	2013
Mr. Pradeep Misra	Remuneration Payable	7.94	21.14	1.95	19.77	21.06	2.21
	Loan Taken	-	-	61.00	41.00	42.63	63.50
	Other Payables	38.88	-	-	-	-	14.97
Mr. J.P. Bhargava	Sundry Creditors	-	-	-	-	0.90	
Mr. Jamal Hussain Ansari	Sundry Creditors	-	0.68	0.47	-	-	0.07
Mr. Vikas Gupta	Remuneration Payable	0.21	0.48	1.14	0.66	2.86	2.65
Ms. Richa Misra	Remuneration Payable	2.20	2.20	1.93	0.58	0.18	1.45

(ii) Relatives of Key Management Personnel: -

Name of Party	Nature of transaction	As at 31st December 2017	As at 31st March				
			2017	2016	2015	2014	2013
Mrs. Gyanwati Misra	Security deposits Paid	0.90	0.90	0.90	0.90	0.90	-
	Sundry Creditors	0.54	-	0.81	-	-	-

(iii) Subsidiary/ Associaes/ Enterprises where Key Management Personnel or their relatives have significant influence: -

Name of Party	Nature of transaction	As at 31st December 2017	As at 31st March				
			2017	2016	2015	2014	2013
M/s Best Designs and plans Pvt. Ltd	Interest Receivables	-	4.21	0.16	-	-	-
	Loan and Advances Granted	-	60.15	12.55	-	-	-
M/s Despecto Realtors India Private Limited	Sundry Debtors	-	1.65	0.72	-	-	-
M/s New Modern Buildwell Private Limited	Advance for sale of FSI	-	-	-	60.00	-	-
	Advance Received	-	-	55.35	-	-	-
	Sundry Debtors	-	38.31	-	2.55	-	-
M/s Paarth Infrabuild Private limited	Sundry Debtors	48.78	19.44	129.49	435.20	(3.67)	12.18
M/s Pushp Products Pvt. Ltd	Security deposits Paid	27.20	27.20	27.20	27.20	27.20	-
	Sundry Creditors	8.12	40.75	35.03	21.30	15.46	-
M/s REPL PKS Infrastructure Private Limited	Investment	-	-	-	-	-	-
	Interest Receivables	0.19	0.09	-	-	-	-
	Sundry Debtors	-	8.87	-	-	-	-
	Loan and Advances Granted	1.25	1.25	-	-	-	-
M/s Rudrabhishek Architects & Designers Private Limited	Sundry Creditors	(4.51)	5.78	66.97	68.17	41.07	48.99
	Sundry Debtors	35.71	40.56	51.11	54.61	29.81	13.44
	Interest Receivables	-	-	42.96	33.91	23.88	14.47
	Loan and Advances Granted	-	-	30.69	65.30	65.30	81.30
M/s Rudrabhishek Financial Advisors Private Limited	Loan and Advances Granted	-	-	-	-	-	34.20
	Interest Receivables	-	-	-	-	-	1.04
	Sundry Creditors	-	-	-	-	-	-
	Sundry Debtors	7.05	-	-	-	-	0.93
M/s Rudrabhishek Infosystem Private Limited	Loan and Advances Granted	-	-	-	7.08	7.08	7.10
	Interest Receivables	0.08	0.08	0.08	1.78	0.88	0.06
	Other payables	-	-	-	-	-	14.97

	Sundry Creditors	24.48	37.75	73.27	73.86	29.25	-
	Sundry Debtors	-	2.57	15.44	10.16	8.98	0.51
M/s Rudrabhishek Infrastructure Trust	Sundry Debtors	-	-	0.68	0.33	0.39	-
M/s Rudrabhishek Singapore Pte Limited	Sundry Debtors	42.42	37.26	28.78	75.33	-	-
	Loan and Advances Granted	31.36	30.27	24.07	16.88	41.66	-
	Interest Receivables	6.21	4.04	2.52	2.13	0.50	-
M/s Samad Trade Links Pvt. Ltd.	Sundry Creditors	2.31	3.27	1.57	0.78	-	-
M/s Shruti Planners & Advisors Private Limited	Sundry Creditors	-	1.81	-	-	-	-
M/s Vinayaka Finlease Private Limited	Interest Payable	17.90	10.24	-	-	-	-
	Loan Taken	76.84	267.60	-	-	-	-
M/s Wisdom Planners & Developers Private Limited	Advance Received from Customer	-	-	-	250.00	250.00	-
	Interest Payable	-	-	-	11.66	11.66	-
	Sundry Creditors	(0.22)	1.78	-	-	-	-
M/s IM+ Investment & Capital Private Ltd.	Loan taken	217.00	98.66	-	-	-	-
	Interest Payable	4.28	-	4.42	-	-	-

STATEMENT OF CAPITALISATION

ANNEXURE - XXIII
(Rs. In lakhs)

Particulars	Pre Issue	Post Issue•
Borrowings		
Short term debt (A)	390.20	-
Long Term Debt (B)	-	-
Total debts (C=A+B)	**390.20**	**-**
Shareholders' funds		
Equity share capital (D)	1,177.05	1,733.95
Reserve and surplus - as restated (E)	2,092.49	3,908.88
Total shareholders' funds (F=D+E)	**3,269.54**	**5,642.83**
Long term debt / shareholders funds	-	-
Total debt / shareholders funds	0.12	-

Notes: -
1. 'Short Term Debt' are Borrowings other than 'Long Term Borrowings'.
2. Post Offer Shareholder's Funds has been computed on the basis of Restated Standalone Financial Statements of the Company after considering subsequent issue of 10,00,000 Equity Shares to a Foreign Citizen as FDI under FEMA Regulations @ Rs. 50/- Share including Premium of Rs. 40/- Share on 29th January 2018.

STATEMENT OF ACCOUNTING RATIOS AS RESTATED

ANNEXURE - XXIV
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Restated PAT as per P & L Statement	395.23	413.62	528.98	467.89	759.31	397.47
Actual Number of Equity Shares outstanding at the end of the year	117.71	5.61	5.61	5.61	5.61	5.61
Equivalent Weighted Avg number of Equity Shares at the end of the year[1 & 3]	117.71	117.71	117.71	117.71	117.71	117.71
Share Capital[3]	1,177.05	56.05	56.05	56.05	56.05	56.05
Reserves & Surplus[3]	2,092.49	2,885.19	2,538.49	2,076.23	1,677.17	983.43
Net Worth[3]	3,269.54	2,941.24	2,594.54	2,132.28	1,733.22	1,039.48
Earnings Per Share[1 & 3]:						
Basic & Diluted	3.36	3.51	4.49	3.98	6.45	3.38
Return on Net Worth[3] (%)	12.09%	14.06%	20.39%	21.94%	43.81%	38.24%
Net Asset Value Per Share (Rs) - based on actual no. of equity shares at the end of the year[2 & 3]	27.78	524.75	462.90	380.42	309.23	185.46
Net Asset Value Per Share (Rs.) - based on Weighted Average No. of equity shares at the end of the year[2 & 3]	27.78	24.99	22.04	18.12	14.73	8.83
Nominal Value per Equity share (Rs.)	10.00	10.00	10.00	10.00	10.00	10.00

1 *Weighted Average No. of Equity Shares are calculated after giving effect for Bonus Issue made on September 28, 2017*

2 *As on March 31, 2017, the Company's paid up equity was 5,60,500 shares. However, the Company has issued bonus shares on September 28, 2017 of 1,12,10,000 shares in the ratio 20:1. Hence the pre-offer NAV as on December 31, 2017 should be read as Rs 27.78 per share after adjusting this event.*

3 *As on 31st December 2017, the Company's paid-up Equity was 1,17,70,500 Shares. However, subsequently on 29th January 2018, the Holding Company has issued 10,00,000 Equity Shares to a Foreign Citizen as FDI under FEMA Regulations @ Rs. 50 Share including Premium of Rs. 40 Share. The same has not been considered while calculating EPS, Net Worth and Net Assets Value in the table above.*

Notes on Accounting Ratios:

1. The calculation for EPS in the Restated Financials is as per the guidelines of AS-20 issued by the ICAI.
2. The above statement should be read with the Significant accounting policies and notes to accounts appearing in Annexure IV & V respectively.
3. Basic EPS is being calculated by using the formula: (Net Profit after excluding Extra-ordinary items /Equivalent Weighted Average No. of outstanding shares)
4. Net Asset Value is being calculated by using the formula: (Net Worth /Actual Number of Equity Shares at year end)
5. Return on Net worth is being calculated by using the formula: (Profit after Tax / Net worth)

Other Notes:

1. As there is no dilutive capital in the company, Basic and Diluted EPS are similar.

STATEMENT OF TAX SHELTERS AS RESTATED

ANNEXURE – XXV
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Normal Corporate Tax Rates (%)	25.00%	30.00%	30.00%	30.00%	30.00%	30.00%
Minimum Alternate Tax Rates (%)	18.50%	18.50%	18.50%	18.50%	18.50%	18.50%
Capital Gain Tax Rates (%)	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%
Surcharge (%) on Tax	7.00%	7.00%	7.00%	5.00%	5.00%	5.00%
Education Cess (%) on Tax & Surcharge	3.00%	3.00%	3.00%	3.00%	3.00%	3.00%
Taxable Income						
Profit before tax as per Restated Statement of Profit & Loss	563.33	626.53	751.55	740.03	1,064.22	583.17
Items Inadmissible	47.57	51.31	77.03	123.05	26.02	19.82
Items Admissible	(9.11)	(28.03)	(114.46)	(1.84)	(2.67)	(0.79)
Depreciation	3.72	16.98	15.03	35.29	(6.04)	(21.89)
Interest Income	(21.18)	(26.96)	(29.97)	(25.68)	-	-
Capital Gain	(50.21)	-	(88.77)	(0.01)	-	-
Exempted Income	(2.74)	(2.80)	(2.80)	(1.07)	(0.27)	(0.09)
Deductions	(5.25)	(8.75)	-	(11.75)	(6.00)	-
Income from Business or Profession (A)	**526.14**	**628.29**	**607.61**	**858.01**	**1,075.27**	**580.23**
Income from Capital Gain - Taxable at Special Rates (B)	46.53	-	-	0.01	-	-
Income from Capital Gain - Taxable at Normal Rates (C)	3.68	-	88.77	-	-	-
Income from Other Sources (D)	21.18	26.96	29.97	25.68	-	-
Total Income as per Income Tax - (A+B+C+D)	**597.52**	**655.25**	**726.35**	**883.70**	**1,075.27**	**580.23**
MAT Income						
Profit before tax as per Restated Statement of Profit & Loss	563.33	626.53	751.55	740.03	1,064.22	583.17
Items Admissible	(2.74)	(2.80)	(2.80)	(1.07)	(0.27)	(0.09)
Income as per MAT	**560.59**	**623.73**	**748.75**	**738.96**	**1,063.95**	**583.08**
Tax as per Normal Rate	137.75	196.57	217.90	265.11	268.34	174.07
Tax as per Special Rate on Capital Gain	9.31	-	-	0.00	-	-

Total Tax including Tax at Sepcial Rates	147.06	196.57	217.90	265.11	268.34	174.07
Tax as per MAT	**103.71**	**115.39**	**138.52**	**136.71**	**196.83**	**107.87**
Higher of Two Considered	**147.06**	**196.57**	**217.90**	**265.11**	**268.34**	**174.07**
Add: Surcharge	10.29	13.76	15.25	13.26	13.42	8.70
Tax including Surcharge	157.36	210.33	233.15	278.37	281.76	182.77
Add: Education Cess	4.72	6.31	6.99	8.35	8.45	5.48
Total Tax Payable	**162.08**	**216.64**	**240.14**	**286.72**	**290.21**	**188.25**
Income Tax as per Return	N.A.	216.64	240.15	286.72	290.21	188.26
Difference	N.A.	0.00	(0.01)	0.00	(0.00)	(0.01)

STATEMENT OF FINANCIAL INDEBTNESS

ANNEXURE - XXVI
(Rs. In lakhs)

Lender's Name	Nature of Loan	Facility Key Terms			Outstanding as at 31st December 2017	Purpose	Security
		Loan Amount	Rate of Interest (%)	Total Term (Months)			
Vinayaka Finlease Pvt. Ltd. - NBFC	Unsecured Loan	500	11.00%	36	76.84	To meet Working Capital Requirement	-
IM+ Investments & Capital Pvt. Ltd. - NBFC	Unsecured Loan	250	11.00%	36	217.00	To meet Working Capital Requirement	-
ICICI Bank Limited	Secured Overdraft Facility	100	8.15%	12	96.36	To meet Working Capital Requirement	1. Hypothecation of Stocks, Raw Materials, Finished & Semi Finished Goods including Book Debt, Oustanding Monies, Receivables, both present and Future. 2. Unconditional and Irrevocable Personal Guarantee of Director, Mr. Pradeep Misra, 3. Equitable Mortgage on Property of an Associate[1] Company i.e. M/s Despecto Realtors India Pvt. Ltd., 4. Corporate Guarantee of an Associate[1] Company i.e. M/s Despecto Realtors India Pvt. Ltd.

1. As on the date of sanction letter from the Bank, Despecto Realtors India Private Limited was an associate Company.

STATEMENT OF DIVIDEND, AS RESTATED **ANNEXURE – XXVII**

(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Share Capital						
Equity Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
Dividend on Equity Shares						
Dividend in %	Nil	100.00%	100.00%	100.00%	100.00%	100.00%
Interim Dividend	-	-	-	-	-	-
Final Dividend	-	56.05	56.05	56.05	56.05	56.05

AUDITOR'S REPORT ON CONSOLIDATED FINANCIALS

To,
The Board of Directors,
Rudrabhishek Enterprises Limited
820, Antriksha Bhawan, K.G.Marg
Delhi -110001

Dear Sir,

1. We have examined the attached Restated Consolidated Financial Information of Rudrabhishek Enterprises Limited (Formerly known as Rudrabhishek Enterprises Private Limited and hereinafter referred to as "Holding Company") and its Subsidiaries and Associate Companies (collectively known as "Group"), which comprise of the Restated Summary Statement of Consolidated Asset and Liabilities as at 31st December 2017, 31st March, 2017, 2016, 2015, 2014 and 2013, the Restated Summary Statement of Consolidated Profit & Loss and the Restated Summary Statement of Consolidated Cash Flows for each of the period ended on 31st December 2017 and the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 the Summary of Significant Accounting Policies as approved by the Board of Directors of the Holding Company prepared in terms of the requirements of:

   i. Section 26 of Part I of Chapter III of the Companies Act, 2013 (the 'Act') read with Rule 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, ("the Rules");

   ii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended from time to time in pursuance of provisions of Securities and Exchange Board of India Act, 1992 ("ICDR Regulations").

   The preparation of the Restated Consolidated Financial Information [including the Interim Financial Information mentioned in paragraph 4 below] is the responsibility of the Management of the Holding Company for the purpose set out in paragraph 11 below. The Management's responsibility includes designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Restated Consolidated Financial Information. The Management is also responsible for identifying and ensuring that the Holding Company complies with the Rules and ICDR Regulations.

2. We have examined such Restated Consolidated Financial Information taking into consideration:

   i. The terms of reference and terms of our engagements agreed upon with you in accordance with our engagements letter dated 1st January 2018 in connection with the proposed issue of equity shares of the Holding Company; and
   ii. The Guidance Note on Reports in Company Prospectuses (Revised 2016) issued by the Institute of Chartered Accountants of India ("The Guidance Note").

3. These Restated Consolidated Financial Information have been compiled by the Management from the Audited Consolidated Financial Statements as at 31st March 2017, 2016, 2015, 2014 and 2013 and for each of the years ended 31st March 2017, 2016, 2015, 2014 and 2013 which have been approved by Board of Directors at their meetings held on June 06, 2018 respectively.

4. We have also examined the Consolidated Financial Information of the Holding Company and its Subsidiaries & Associates for the Period 1st April 2017 to 31st December 2017 prepared and approved by the Board of Directors for the purpose of disclosure in the offer document of the Holding Company.

   Based on the above, we report that in our opinion and according to the information and explanations given to us, the above Interim Financial Information are in accordance with the Accounting Principles generally accepted in India, including the Accounting Standards prescribed under section 133 of the Act, as applicable and the Interim Financial Information are presented with the Restated Consolidated Financial Information appropriately.

We did not audit the Financial Statements of the Subsidiaries and Associates for the Period ended 31st December 2017 whose Financial Statements reflect Total Assets of Rs. 843.61 Lacs Total Revenue of Rs. 164.33 Lacs and Group's share of Net Profit/(Loss) of Rs. (79.43) Lacs. These Financial Statements have been audited by other firms of Chartered Accountants as tabled below, whose reports have been furnished to us and our opinion in so far as it relates to the amounts included in these Summary Statement of Consolidated Asset and Liabilities and Summary Statement of Consolidated Profit and Loss Account are based solely on the report of other auditors. "

S. N.	Name of the Entity	Nature of Relationship (Subsidiary/Joint Venture/ Associate)	For the Period ended 31st December 2017 Name of the Auditor's Firm
A. Audited by Other firms of Chartered Accountants			
1	Rudrabhishek Trustee Company Private Ltd.	Subsidiary	Doogar & Associates
2	REPL-PKS Infrastructure Private Limited	Associate	K. Khanna & Company
3	Star Living Infrastructure Advisors LLP	Associate	B S D & Co.
4	IM+ Capitals Limited	Associate	Doogar & Associates
B. Un-Audited, Certified by the Management			
1	Rudrabhishek Singapore Pte. Limited	Subsidiary	-
2	Shing Design Atelier Pte. Limited*	Subsidiary	-

De-Subsidiarised as on 31st December 2017

Consolidated Financial Statements of its Foreign Subsidiary are unaudited & the same have been included in these Summary Statement of Consolidated Asset and Liabilities and Summary Statement of Consolidated Profit and Loss Account based on Financial Statements duly certified by the Management.

5. We did not audit the Financial Statements of certain Subsidiaries and Associates for the Financial Years ended 31st March 2017, 2016, 2015, 2014 and 2013 whose share of Total Assets, Total Revenues, and Group's Share of Net Profit/Loss, included in the Restated Consolidated Financial Information, for the relevant years is tabulated below:

Particulars	For the year ended on 31st March				
	2017	2016	2015	2014	2013
Total Assets	3,652.24	1,933.90	149.09	13.91	-
Total Revenues	293.04	308.46	232.33	0.90	-
Group's share of Net Profit/Loss	(7.01)	141.53	51.45	(56.14)	-

These financial statements have been audited by another firms of Chartered Accountants as under, whose reports have been furnished to us and our opinion in so far as it relates to the amounts included in these Restated Consolidated Financial Information are based solely on the report of other auditors.

S. N.	Name of the Entity	Nature of Relationship (Associate /Subsidiary/ Joint Venture)	Name of the Auditor's Firm/For the year ended 31st March				
			2017	2016	2015	2014	2013
1	Rudrabhishek Trustee Company Pvt. Ltd.	Subsidiary	Doogar & Associates	Doogar & Associates	Doogar & Associates	Doogar & Associates	Audited by us
2	Rudrabhishek Singapore Pte. Ltd.	Foreign Subsidiary w.e.f. 4th October 2013	Tassure Asia LLP	KBW Trust assurance	KBW Trust assurance	KBW Trust assurance	-
3	Shing Design Atelier Pte. Ltd.	Foreign Subsidiary w.e.f August 2015	A+ Achieve PAC	A+ Achieve PAC	-	-	-
4	Despecto Realtors India Private Limited	Subsidiary w.e.f. 1st April 2015	Rohtash Garg & Associates	Rohtash Garg & Associates	-	-	-
5	REPL-PKS Infrastructure Private Limited	Associate w.e.f. 24/04/2016	K. Khanna & Company	-	-	-	-
6	Star Living Infrastructure Advisors LLP	Associate	B S D & Co.	-	-	-	-
7	IM+ Capitals Limited	Associate w.e.f. November 2014	Doogar & Associates	Doogar & Associates	-	-	-

These other auditors, as mentioned in paragraph 4 and 5 (Subsidiaries and Associates), have confirmed that the Restated Consolidated Financial Information:

a) have been made after incorporating adjustments for the changes in accounting policies retrospectively in respective financial years to reflect the same accounting treatment as per changed accounting policy for all the reporting periods;
b) have been made after incorporating adjustments for the material amounts in the respective financial years to which they relate; and
c) do not contain any extra-ordinary items that need to be disclosed separately [other than those presented] in the Restated Consolidated Financial Information] and do not contain any qualification requiring adjustments.

6. In terms of Schedule VIII, Clause IX (9) of the SEBI (ICDR) Regulations, 2009 and other provisions relating to accounts of Rudrabhishek Enterprises Limited, we, M/s Sanjeev Neeru & Associates, Chartered Accountants, have been subjected to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

7. Based on our examination in accordance with the requirements of Section 26 of Part I of Chapter III of the Act read with, Rules 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, the ICDR Regulations and the Guidance Note, we report that:

   i. The "Summary Statement of Consolidated Assets and Liabilities, as Restated" of the Group as set out in Annexure I to this report, of the Company as at 31st December 2017 and each of the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 examined by us, have been arrived at after making such adjustments and regroupings/reclassifications as in our opinion were appropriate and more fully described in Annexure XXVII "Material Adjustments to the Restated Consolidated Financial Statements" to the Audited Consolidated Financial Statements.
   ii. The "Summary Statement of Consolidated Profit and Loss Account, as Restated" of the Group as set out in Annexure II to this report, of the Company for the period ended 31st December 2017 and each of the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 examined by us, have been arrived at after making such adjustments and regroupings/reclassifications as in our opinion were appropriate and more fully described in Annexure XXVII "Material Adjustments to the Restated Consolidated Financial Statements" to the Audited Consolidated Financial Statements.
   iii. The "Summary Statement of Consolidated Cash Flows, as Restated" of the Group as set out in Annexure III to this report, of the Company for the period ended 31st December 2017 and each of the years ended 31st March, 2017, 2016, 2015, 2014 and 2013 examined by us, have been arrived at after making such adjustments and regroupings/reclassifications as in our opinion were appropriate and more fully described in Annexure XXVII "Material Adjustments to the Restated Consolidated Financial Statements" to the Audited Consolidated Financial Statements.
   iv. Based on the above and according to the information and explanations given to us, we further report that the Restated Consolidated Financial Information:

      b) have been made after incorporating adjustments for the changes in accounting policies retrospectively in respective financial years to reflect the same accounting treatment as per changed accounting policy for all the reporting periods;
      c) have been made after incorporating adjustments for the material amounts in the respective financial years to which they relate; and
      d) do not contain any extra-ordinary items that need to be disclosed separately [other than those presented] in the Restated Consolidated Financial Information and do not contain any qualification requiring adjustments.

8. We have also examined the following Restated Consolidated Financial Information of the Company set out in the Annexures prepared by the management and approved by the Board of Directors on 6th June 2018 for the period ended 31st December 2017 and for the years ended 31st March, 2017, 2016, 2015, 2014 and 2013:
   i. Significant Accounting Policies as appearing in Annexure IV;
   ii. Notes to Accounts as Restated as appearing in Annexure V;
   iii. Schedule of Share Capital (Annexure - VI)
   iv. Schedule of Reserves & Surplus (Annexure - VII)
   v. Details of Borrowings (Annexure – VIII)
   vi. Statement of Other Liabilities (Annexure – IX)
   vii. Details of Trade Payables (Annexure – X)
   viii. Details of Provisions (Annexure – XI)
   ix. Statement of Property, Plant and Equipment (Annexure - XII)
   x. Statement of Investments (Annexure – XIII)
   xi. Details of Loans and Advances (Annexure – XIV)
   xii. Details of Other Assets (Annexure – XV)
   xiii. Details of Inventories (Annexure – XVI)

xiv. Details of Trade Receivables (Annexure - XVII)
xv. Details of Cash and Cash Equivalents (Annexure – XVIII)
xvi. Details of Revenue From Operations (Annexure – XIX)
xvii. Details of Other Income (Annexure – XX)
xviii. Details of Expenses (Annexure – XXI)
xix. Details of Related Party Transactions (Annexure – XXII)
xx. Capitalization Statement (Annexure – XXIII)
xxi. Summary of Accounting Ratios (Annexure – XXIV)
xxii. Statement of Financial Indebtness (Annexure – XXV)
xxiii. Statement of Dividend (Annexure – XXVI)

"According to the information and explanations given to us, in our opinion, the Restated Consolidated Financial Information and the above Restated Consolidated Financial Information contained in Annexures V to XXVI accompanying this report, read with Summary of Significant Accounting Policies disclosed in Annexure IV, are prepared after making adjustments and regroupings as considered appropriate and have been prepared in accordance with Section 26 of Part I of Chapter III of the Companies Act, 2013 read with Rules 4 to 6 of Companies (Prospectus and Allotment of Securities) Rules, 2014, ICDR Regulations and the Guidance Note.

Consequently, the Financial Information has been prepared after making such regroupings and adjustments as were, in our opinion, considered appropriate to comply with the same. As a result of these regrouping and adjustments, the amount reported in the financial information may not necessarily be the same as those appearing in the respective audited financial statements for the relevant years."

9. This Report should not in any way be construed as a reissuance or re-dating of any of the previous Audit Reports issued by us, nor should this report be construed as a new opinion on any of the Financial Statements referred to herein.

10. We have no responsibility to update our report for events and circumstances occurring after the date of the report.

11. Our report is intended solely for use of the Management for inclusion in the offer document to be filed with Securities and Exchange Board of India and Registrar of Companies, NCT of Delhi and Haryana in connection with the proposed IPO of equity shares of the Holding Company. Our report should not be used, referred to or distributed for any other purpose except with our prior consent in writing.

For SANJEEV NEERU & ASSOCIATES
Chartered Accountants
(Firm Registration No. 013350N)

Sanjeev Gupta
Proprietor
Membership No: 090188

Place: New Delhi
Date: June 06, 2018

STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES AS RESTATED

ANNEXURE - I
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
EQUITY AND LIABILITIES						
Shareholders Funds						
a. Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
b. Reserves & Surplus	2,552.30	3,482.32	3,075.12	2,415.51	1,919.49	955.50
Minority Interest	75.81	315.37	73.14	6.17	1.11	0.99
Non Current Liabilities						
a. Long Term Borrowings	0.25	1,845.36	990.82	41.00	42.88	63.50
b. Other non-current liabilities	8.37	123.47	-	1.00	1.00	1.00
c. Long term provisions	76.30	76.29	61.97	45.60	40.07	36.14
d. Deferred tax Liabilities (Net)	-	-	-	-	0.35	-
Current Liabilities						
a. Short Term Borrowings	390.20	-	-	0.25	1.00	17.80
b. Trade Payables	237.50	881.59	264.75	221.48	270.36	98.42
c. Other Current Liabilities	582.36	556.37	449.19	557.72	472.21	155.49
d. Short Term Provisions	8.46	12.46	28.26	18.03	14.02	12.44
T O T A L	**5,108.60**	**7,349.28**	**4,999.30**	**3,362.81**	**2,818.54**	**1,397.33**
ASSETS						
Non Current Assets						
a. Property, Plant and Equipment						
i. Tangible Assets	517.05	562.11	558.90	536.19	527.65	468.55
ii. Intangible Assets - Net	139.62	1,581.45	127.02	123.82	75.15	67.61
iii. Capital WIP	8.03	896.86	150.02	8.12	-	-
Gross Block	**664.70**	**3,040.42**	**835.94**	**668.13**	**602.80**	**536.16**
Less: Accumulated Depreciation	490.66	707.27	449.59	362.93	230.72	155.61
Net Block	**174.04**	**2,333.15**	**386.35**	**305.20**	**372.08**	**380.55**
b. Non Current Investments	1,302.90	1,488.29	2,164.45	753.33	712.57	0.50
b. Deferred Tax Assets (Net)	42.13	39.78	26.17	13.88	-	1.18
c. Long term Loans & Advances	321.86	265.07	211.78	261.35	163.21	52.43
d. Other Non Current Assets	61.75	54.54	6.18	-	-	-
Current Assets						
a.Current Investments	2.79	2.70	2.56	2.41	12.33	1.32
b. Inventories	75.58	305.18	-	6.28	19.98	-
c. Trade Receivables	1,948.96	2,018.40	1,488.75	1,327.64	969.29	645.23
d. Cash and Cash Equivalents	317.82	438.68	451.08	315.05	264.23	142.96
e. Short Term Loans & Advances	63.31	25.79	9.56	150.07	125.68	49.64
f. Other Current Assets	797.46	377.70	252.42	227.60	179.17	123.52
T O T A L	**5,108.60**	**7,349.28**	**4,999.30**	**3,362.81**	**2,818.54**	**1,397.33**

STATEMENT OF CONSOLIDATED PROFIT AND LOSS AS RESTATED

ANNEXURE - II
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
INCOME						
Revenue from Operations	3,444.28	3,300.50	3,736.12	3,844.23	3,312.88	2,297.98
Other Income	86.89	122.18	198.71	21.48	28.26	43.91
Total Income (A)	**3,531.17**	**3,422.68**	**3,934.83**	**3,865.71**	**3,341.14**	**2,341.89**
EXPENDITURE						
(Increase)/ Decrease in Inventories	229.60	(305.18)	6.28	13.70	(19.98)	-
Employee benefit expenses	1,494.57	1,979.50	1,818.31	1,549.58	1,206.17	887.85
Financial costs	48.14	12.66	12.75	3.83	14.82	1.36
Depreciation and amortisation expense	76.88	87.04	88.13	134.84	82.58	61.81
Other Expenses	1,322.96	1,039.09	1,049.01	1,297.15	1,207.09	826.84
Total Expenses (B)	**3,172.15**	**2,813.11**	**2,974.48**	**2,999.10**	**2,490.68**	**1,777.86**
Profit before extraordinary items, Exceptional item and tax (C)	**359.02**	**609.57**	**960.35**	**866.61**	**850.46**	**564.03**
Prior period items (Net)	-	-	-	-	-	-
Profit before exceptional, extraordinary items and tax	**359.02**	**609.57**	**960.35**	**866.61**	**850.46**	**564.03**
Exceptional items	-	-	-	-	-	-
Profit before extraordinary items and tax (D)	**359.02**	**609.57**	**960.35**	**866.61**	**850.46**	**564.03**
Extraordinary items (See Annexure V)	-	-	-	-	5.38	-
Profit before tax (E)	**359.02**	**609.57**	**960.35**	**866.61**	**845.08**	**564.03**
Tax expense :						
(i) Current tax	172.76	245.91	288.93	312.25	308.68	191.82
(ii) Deferred tax	(12.81)	(12.10)	(12.29)	(14.23)	1.52	(1.59)
(iii) MAT Credit	-	(0.05)	(0.64)	1.04	(1.23)	(0.35)
Total Tax Expenses (F)	159.95	233.76	276.00	299.06	308.97	189.88
Profit for the year (G=E - F)	**199.07**	**375.81**	**684.35**	**567.55**	**536.11**	**374.15**
Add: Share of Profit of Associate Company	19.28	24.02	48.39	-	-	-
Elimination of Unrealized Profit on Transactions with Associates during the year	-	-	(3.05)	-	-	-
Less: Share of Profit/(Loss) of Minority	(94.14)	(64.91)	2.28	2.39	(1.47)	0.42
Profit Attributable to Equity Shareholders	**312.49**	**464.74**	**727.41**	**565.16**	**537.58**	**373.73**

STATEMENT OF CONSOLIDATED CASH FLOWS AS RESTATED

ANNEXURE - III
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
CASH FLOW FROM OPERATING ACTIVITIES						
Net Profit Before Tax	359.03	609.56	960.33	866.61	850.46	564.03
Adjustments for:						
Depreciation	76.88	87.04	88.13	134.84	82.58	61.81
Interest Expenses	34.43	9.50	7.24	-	12.95	0.16
Loss/(Profit) on Sale of Investment	(53.85)	-	(72.05)	-	-	-
Loss/(Profit) on Sale of Properties	-	-	(16.72)	-	-	-
Loss/(Profit) on Sale of Fixed Assets	(0.30)	(2.05)	(1.19)	-	1.77	0.01
Provision for Gratuity (Net of Payments)	1.64	1.44	18.69	8.63	3.62	23.71
Provision for Leave Encashment (Net of Payments)	(1.53)	3.04	5.83	0.94	3.10	-
Provision for Bonus (Net of Payments)	(1.34)	(0.42)	2.08	-	-	-
Provision for doubtful debts	(11.59)	31.27	-	89.80	-	-
Bad Debts Written Off	121.22	2.43	-	1.88	100.55	-
Extraordinary Items	-	-	-	-	(5.38)	-
Dimunition in value of Investment	-	-	-	3.00	-	-
Sundry Balances w/off	7.03	21.49	0.46	1.90	0.44	-
Liabilities written back	-	(8.63)	(81.44)	(3.29)	(17.99)	-
Interest Income	(19.68)	(19.04)	(25.61)	(16.01)	(11.41)	(6.04)
Dividend Income	(0.09)	(0.15)	(0.15)	(1.07)	(0.27)	(0.09)
Operating Profit before Working Capital Changes	**511.85**	**735.48**	**885.61**	**1,087.24**	**1,020.41**	**643.59**
Adjustments for:						
Decrease/(Increase) in Trade Receivables	(47.22)	(584.85)	(161.57)	(451.92)	(425.07)	(104.45)
Decrease/(Increase) in Inventories	229.60	(305.18)	6.28	13.70	(19.98)	-
Decrease/(Increase) in Short-Term Loans and Advances	(37.51)	(16.24)	140.53	(24.40)	(76.04)	29.03
Decrease/(Increase) in Long-Term Loans and Advances	(56.77)	(53.30)	49.59	(98.15)	(110.77)	(42.08)
(Increase)/Decrease in Other Non-Current Assets	(7.22)	(48.35)	(6.18)	-	-	-
Decrease/(Increase) in Other Current Assets	(551.38)	(117.76)	(28.76)	(8.43)	(41.14)	(85.91)
Increase/(Decrease) in Trades Payables	(644.10)	616.85	43.26	(48.87)	171.94	37.05
Increase/(Decrease) in Long-Term Provisions	-	-	-	-	-	-
Increase/(Decrease) in Short-Term Provisions	-	-	-	-	-	-
Increase in Other Long-Term Liabilities	-	-	-	-	-	0.30
Increase/(Decrease) in Other Non-Current Laibilities	(115.10)	115.10	(1.00)	-	-	-
Increase/(Decrease) in Other Current Laibilities	26.01	115.77	(27.09)	88.81	334.74	(52.90)
Cash generated from Operations	**(691.84)**	**457.51**	**900.66**	**557.98**	**854.09**	**424.63**

Less: Income Tax paid	44.60	250.53	284.36	353.84	323.16	150.91
Net Cash flow from Operating Activities (A)	**(736.44)**	**206.99**	**616.30**	**204.13**	**530.92**	**273.72**
CASH FLOW FROM INVESTING ACTIVITIES						
Payment for Purchase of Fixed Assets	(17.09)	(36.50)	(28.11)	(72.30)	(94.12)	(247.57)
Increase in Capital Work-in-Progress	888.84	(746.84)	(141.90)	(8.12)	-	-
Proceeds on Sale of Investments	-	-	-	-	-	-
Proceeds from Sale of Fixed Assets	3.35	17.10	1.95	8.87	2.43	1.02
Increase in Minority Interest	(145.43)	307.15	64.69	2.67	1.59	1.44
Increase in Non- Current Investments	258.52	710.14	(1,293.73)	(43.76)	(252.41)	-
(Increase)/ Decrease in Current Investments	(0.09)	(0.15)	(0.15)	9.92	(11.01)	(0.08)
Increase In FDRs (Net)	(71.00)	(40.24)	5.21	(32.20)	(36.42)	(66.77)
Profit on Sale of Properties	-	-	16.72	-	-	-
Interest Income	19.68	19.04	25.61	16.01	11.41	6.04
Dividend Income	0.09	0.15	0.15	1.07	0.27	0.09
Reversal of Profit/ (Loss) on De-subsidiarisation	1,153.36	(1,265.54)	(0.55)	-	48.14	-
Difference in Deffered Tax	10.46	(1.51)	-	-	-	-
Difference in MAT Credit Entitlements	0.70	-	-	0.53	-	-
Effect of Consolidation	-	-	-	-	-	-
Reversal of Loss	-	-	-	-	-	(0.86)
	-	-	-	-	-	-
Adjustment on account of Consolidation during the year	1,164.52	(1,267.05)	(0.55)	0.53	48.14	(0.86)
Net Cash used in Investing Activities (B)	**2,101.38**	**(1,037.21)**	**(1,350.12)**	**(117.31)**	**(330.12)**	**(306.71)**
CASH FLOW FROM FINANCING ACTIVITIES						
Proceeds/(Repayment) of Borrowings	(1,454.91)	854.54	949.57	(2.63)	(37.42)	81.30
Finance Cost	(34.43)	(9.50)	(7.24)	-	(12.95)	(0.16)
Dividend Paid (Including Dividend Distribution Tax)	(67.46)	(67.46)	(67.26)	(65.58)	(65.58)	(65.14)
Net Cash used in Financing Activities (C)	**(1,556.80)**	**777.58**	**875.07**	**(68.21)**	**(115.95)**	**16.00**
Net increase in Cash & Cash Equivalents (A+B+C)	**(191.86)**	**(52.64)**	**141.25**	**18.62**	**84.85**	**(16.99)**
Opening Cash and Cash Equivalents	**268.26**	**320.90**	**179.66**	**161.04**	**76.19**	**93.17**
Closing Cash and Cash Equivalents	**76.40**	**268.26**	**320.90**	**179.66**	**161.04**	**76.19**

Annexure IV

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE RESTATED CONSOLIDATED FINANCIAL STATEMENTS

BACKGROUND: -

Rudrabhishek Enterprises Limited (Formerly known as Rudrabhishek Enterprises Private Limited) was incorporated in the year 1992 under the provisions of Companies Act, 1956 with Registrar of Companies, Delhi vide Registration No. U74899DL1992PTC050142. There after it was converted into Public Limited Company from 03/11/2017 vide fresh Certificate of Incorporation bearing Registration No. U74899DL1992PLC050142. The Company is engaged in providing services in Urban Planning, Architecture and Civic Services Planning.

Significant Accounting Policies

1. **Basis of Accounting:**
   The Consolidated Financial Statements of the Group are prepared under historical cost convention in accordance with the Generally Accepted Accounting Principles (GAAP) applicable in India and the accounting standards and statements issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 2013.

2. **Use of Estimates:**
   The Preparation of the Financial Statements in conformity with the GAAP requires that the Management makes estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the Consolidated Financial Statements, and the reported amounts of revenue and expenses during the reported year. Actual results could differ from those estimates.

3. **Principles of Consolidation:**
   The Consolidated Financial Statements relate to Rudrabhishek Enterprises Limited ('The Holding Company'), its Subsidiaries and Associates. The Consolidated Financial Statements have been prepared on the following basis:

   a) The Restated Consolidated Financial Information of the Group include the Financial Statement of the Holding Company and its Subsidiaries and have been combined in accordance with the Accounting Standard (AS) 21- "Consolidated Financial Statement", on a line-by-line by adding the book value of like items of asset, liabilities, income and expenses, after eliminating intra-group balances/transactions and unrealized profits/losses in full.

   b) Investments in Associate Companies has been accounted under the Equity method as per the Accounting Standard (AS) 23 – "Accounting for Investments in Associates in Consolidated Financial Statements".

   c) The Holding Company accounts for its share of post-acquisition changes in net assets of associates, after eliminating unrealized profits and losses resulting from transactions between the Company and its Associates to the extent of its share, through its Consolidated Profit & Loss Statement, to the extent such change is attributable to the Associates' Profit and Loss Statement and through its reserves for the balance based on available information.

   d) The difference between the cost of investment in the Associates and the share of net assets at the time of acquisition of shares in the Associates is identified in the Financial Statements as Goodwill or Capital Reserve as the case may be.

   e) As far as possible, the Consolidated Financial Statements are prepared using uniform Accounting Policies for like transactions and other events in similar circumstances and are presented in same manner as the Holding Company's separate Financial Statements.

The Subsidiary and Associate companies considered in the preparation of these consolidated financial statement are:

Name of the Subsidiaries and Associates	Country of Incorporation	% Shareholding as at 31st December 2017	% Shareholding as at 31st March				
			2017	2016	2015	2014	2013
Rudrabhishek Architects and Designers Private Limited*	India	90.48	90.48	90.48	90.48	90.48	90.48
Rudrabhishek Infosystem Private Limited	India	100	100	100	100	100	90
Best Design and Plans Private Limited	India	-	100	100	100	-	-
Rudrabhishek Trustee Company Private Limited*	India	90	90	90	90	90	90
Despecto Realtors India Private Limited	India	-	100	100	0	0	0
Rudrabhishek Financial Advisors Private Limited*	India	100	100	0	0	0	90
Rudrabhishek Singapore Pte Ltd.	Singapore	90	90	90	90	90	0
Shing Design Atelier Pte Ltd.*	Singapore	55	55	26	0	0	0
REPL PKS Infrastructure Private Limited	India	50	50	-	-	-	-
IM+ Capitals Limited	India	32.87	32.87	32.87	32.87	0	0
Star Living Infrastructure Advisors LLP	India	50	50	0	0	0	0

De-Subsidiarised as on 31st December 2017

4. Current/ Non-Current classification

All assets and liabilities are classified into current and non-current on the following basis: -

d) Assets: -

An asset is classified as current when it satisfies any of the following criteria: -

i. It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycles;
ii. It is held primarily for the purpose of being traded;
iii. It is held expected to be realized within 12 months after the reporting date; or
iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion for non-current financial assets.All other assets are classified as non-current.

e) Liabilities: -

An asset is classified as current when it satisfies any of the following criteria: -

i. It is expected to be settled in the Company's normal operating cycles;
ii. It is held primarily for the purpose of being traded;
iii. It is held expected to be settled within 12 months after the reporting date; or
iv. The Company does not have any unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option, of the counter party, results in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion for non-current financial liabilities. All other liabilities are classified as non-current.

f) Operating Cycle

Operating Cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company's normal operating cycle is 12 months.

5. Property, Plant and Equipment

All items of Property, Plant and Equipment are accounted as per Cost Model defined in AS 10 (Revised) Property Plant and Equipment. In this way items of property, plant and equipment are carried at its cost less any accumulated depreciation and any accumulated impairment losses, if any Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Borrowing costs directly attributable to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

6. Depreciation

a) Tangible Fixed Assets

Depreciation on Tangible Fixed Assets is provided at the rates and in the manner specified under Schedule II of Companies Act 2013 from Financial Year 2014-15 onwards and at the rates and in the manner specified under Schedule XIV of Companies Act 1956 upto Financial Year 2013-14 on Written Down Value Method.

b) **Intangible Fixed Assets**

Intangible Assets (Software) are being depreciated over a period of five years.

7. Impairment of Assets

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value.
An impairment loss is charged to the Profit and Loss account in the year in which an asset is identified as impaired.
The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

8. Borrowing Cost

Borrowing cost attributable to acquisition, construction or production of qualifying assets (assets which requires substantial period) is capitalized to the cost of respective assets up to the date of capitalization. All other borrowing costs are charged to statement of profit & loss.

9. Revenue Recognition

a) Architectural & Consultancy Services

Revenue has been recognized as per the terms of the agreement.

b) Interest Income

Interest income is recognized using the time proportion method, taking in to account the amount outstanding and the rates applicable.

c) Dividend

Dividend Income is recognized on actual receipt of dividend income.

d) Other Revenue

Other Revenue is accounted for on accrual basis.

10. Employees Retirement/ other Benefits

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Profit and Loss account of the year in which the related service is rendered.
Post employment and other long-term employee benefits are recognized as an expense in the Profit and Loss account for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and other long-term benefits are charged to the Profit and Loss account.

11. Income Tax Expenses

a) Current Tax

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company.

b) Deferred Tax

Deferred Tax or credit reflects the tax effects of timing differences between accounting income & taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future. However, where there is unabsorbed Depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are revised at each Balance Sheet date & written down or written up to reflect the amount that is reasonably /virtually certain (as case may be) to be realized.

c) Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement". The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

12. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or reliable estimate of the amount cannot be made, is also termed as contingent liability. A contingent asset is neither recognized nor disclosed in the financial statements.

13. Foreign Currency Transactions

a) Transactions denominated in the foreign currencies are recorded at the exchange rate prevailing on the date of transaction or that approximates the actual rate at the date of transaction.

b) Any income or expenses on account of exchange differences either on settlement or on translation is recognized in the Profit & Loss account except in the case of long term liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying amount of such asset.

14. Valuation of Investment

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.

Current Investments are carried at the lower of cost or quoted / fair value computed scrip wise, Long Term Investments are stated at cost. Provision for diminution in the value of long term investments is made only if such decline is other than temporary."

15. Inventories

Work in Process is valued at lower of cost or net realizable value in accordance with generally accepted principles and according to the guidelines of the Institute of Chartered Accountants of India.

16. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares."

17. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with balance maturity period of three months or less as on the Balance Sheet date.

NOTES TO ACCOUNTS

Annexure - V
(Rs. In lakhs)

i) Managerial Remuneration :

Particulars	From 1st April 2017 to 31st December 2017	For the year ended on 31st March				
		2017	2016	2015	2014	2013
Executive Directors Remuneration:						
Salaries and Allowances	86.40	115.20	115.20	120.20	110.89	57.60
Other Fees	-	-	-	-	-	-
Sitting Fees	-	-	-	-	0.10	-
Non-Executive Directors Remuneration:						
Sitting Fees	0.30	-	-	-	0.05	-
Total	**86.70**	**115.20**	**115.20**	**120.20**	**111.04**	**57.60**

ii) Deferred Tax

Particulars	From 1st April 2017 to 31st December 2017	For the year ended on 31st March				
		2017	2016	2015	2014	2013
Deferred Tax Liability	-	0.95	7.11	3.49	19.35	13.19
Deferred Tax Assets	42.13	40.74	33.28	17.37	19.00	14.36
Deferred Tax liability/(Asset) (Net)	(42.13)	(39.78)	(26.17)	(13.88)	0.35	(1.18)
Less: Effects of Consolidation	(10.46)**	(1.51)*	-	-	-	-
Less: Already accounted for in Previous Year	(39.78)	(26.17)	(13.88)	0.35	(1.18)	0.42
Net Expenses/(Income) booked in Profit & Loss account	(12.81)	(12.10)	(12.29)	(14.23)	1.52	(1.60)

**Deferred Tax Assets of Rs. 1.51 Lakhs of new subsidiary acquired during the year*
***Deferred Tax Assets of Rs. 0.04 of a subsidiary de-subsidiarised on 1st April 2017 and deferred tax assets of 10.42 Lakhs of two subsidiaries de-subsidiarisedas on 31st December 2017.*

iii) Remuneration to Statutory Auditors:

Particulars	From 1st April 2017 to 31st December 2017	For the year ended on 31st March				
		2017	2016	2015	2014	2013
Statutory Audit Fees (including Tax Audit)	3.19	3.59	2.81	2.34	1.39	1.39
Other Matters	5.31	12.09	5.90	8.24	1.15	0.48
Total	**8.50**	**15.68**	**8.71**	**10.58**	**2.54**	**1.87**

iv) Micro, Small and Medium Enterprises: -

The Group has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as Micro, Small and Medium Enterprises. Consequently, the amount paid/ payable to these parties during the year is not ascertainable. Consequently, as of now, it is neither possible for the Group to ascertain whether payment to such enterprises has been made within 45 days from the date of acceptance of supply of goods or services rendered by a supplier nor to give the relevant disclosures as required under the Act. This has been relied upon by the Auditors.

v) Extraordinary items in Statement of Profit & Loss: -

During the year ended on 31st March 2014, the Company has hived off one of its unit pertaining to 'GIS business' by way of slump sale for a consideration of Rs. 200 Lakhs to its wholly owned subsidiary. The said consideration have been discharged by the payer in the form of issuing its 2,55,000 fully paid equity shares of Rs. 10 each in favour of the Company.

vi) Capital Commitments

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Estimated amount of contracts remaining to be executed on capital account and not provided for	3.19	3.59	2.81	2.34	1.39	1.39
Other Commitment (Investment in Rudrabhishek Infrastructure Trust)	5.31	12.09	5.90	8.24	1.15	0.48
Total	**8.50**	**15.68**	**8.71**	**10.58**	**2.54**	**1.87**

vii) Contingent Liabilities

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Contingent Liabilities						
Claims against company not acknowledged as debts	-	-	-	-	-	-
Performance Guarantees issued by Bank on behalf of the Company	586.07	43.53	28.41	78.71	63.75	45.67
TOTAL	**586.07**	**43.53**	**28.41**	**78.71**	**63.75**	**45.67**

MATERIAL ADJUSTMENTS TO THE RESTATED CONSOLIDATED FINANCIAL STATEMENTS

1. **Material Regrouping:**
   Appropriate adjustments have been made in the Restated Consolidated Financial Statements of Assets and Liabilities, Profit and Losses and Cash Flows, wherever required, by reclassification of the corresponding items of Income, Expenses, Assets and Liabilities in order to bring them in line with the regroupings as per the Audited Financial Statements of the Group and the ICDR Regulations.
2. **Material Adjustments:**
   The Summary of Results of Restatement made in the Audited Consolidated Financial Statements for the respective years and its impact on the Profit/(Loss) of the Group is as follows:

Particulars	Period ended 31st Decembe r 2017	for the year ended 31st March				
		2017	2016	2015	2014	2013
(A) Net Profits as per audited financial statements (A)	**312.49**	**440.20**	**719.80**	**575.81**	**533.99**	**374.51**
Add/(Less) : Adjustments on account of -						
1. Other Operating Revenue	-	-	10.89	8.27	19.16	18.63
2. Sale of Services	-	-	(10.89)	(8.27)	(19.16)	(18.63)
3. Consolidation Adjustments	-	26.10	(2.84)	(14.96)	2.96	(0.66)
4. Short/Excess provision for tax, interest and MAT credit	-	(1.56)	10.45	4.31	0.63	(0.12)
Total Adjustments (B)	**-**	**24.54**	**7.61**	**(10.65)**	**3.59**	**(0.78)**
Add/(less) : Tax Impact (C)	-	-	-	-	-	-
Restated Profit/ (Loss) (A+B+C)	**312.49**	**464.74**	**727.41**	**565.16**	**537.58**	**373.73**

Notes on Material Adjustments:

3. Other Operating Revenue/Sale of Services
Certain items were classified as 'Sale of Services' under the head 'Revenue from Operations'. The same have been reclassified to segregate 'Other Operating Revenue' to conform to latest Accounting Treatment. Accordingly, the Balances of 'Other Operating Revenue' and 'Sale of Services' have been regrouped.

4. Short/Excess Provision for Income Taxes
The Statement of Profit and Loss for the Nine Months ended 31st Decmber 2017 and year ended 31st March 2017, 31st March 2016, 31st March 2015, 31st March 2014 and 31st March 2013 includes amount paid/ provided for shortfall/ excess current tax arising upon filing of tax returns, return etc. which have been adjusted in the respective year/s to which they relate.

5. Reversal of Pre-acquisition Profit of Associates
The Group had recognized 'Capital Reserves' in its Audited Consolidated Financial Statements for Financial Year 2015-16, being 'Pre-acquistion Profit' on Investments in Associates. The same has now been reversed to conform to ICDR Regulations & latest Accounting Treatment.

SCHEDULE OF SHARE CAPITAL AS RESTATED **ANNEXURE - VI**

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Equity Share Capital						
Authorised Share capital						
Equity Shares of Rs. 10 each	1,700.00	100.00	100.00	100.00	100.00	100.00
T O T A L	**1,700.00**	**100.00**	**100.00**	**100.00**	**100.00**	**100.00**
Issued, Subscribed and Fully Paid Up Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
Equity Shares of Rs. 10 each						
T O T A L	**1,177.05**	**56.05**	**56.05**	**56.05**	**56.05**	**56.05**

Reconciliation of number of shares outstanding at the end of year

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Equity shares at the beginning of the year (in lakhs)	5.61	5.61	5.61	5.61	5.61	5.61
Add: Equity Shares issued as bonus during the period (in Lakhs)	112.10	-	-	-	-	-
Equity Shares at the end of the year	**117.71**	**5.61**	**5.61**	**5.61**	**5.61**	**5.61**

SCHEDULE OF RESERVES AND SURPLUS AS RESTATED **Annexure - VII**

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Capital Reserve(on Consolidation)						
As per last balance sheet	490.28	459.44	460.00	460.00	-	-
Add: Addition during the year	-	30.83	-	-	460.00	-
Less: Goodwill adjustment on Consolidation	(30.28)	-	(0.55)	-	-	-
Closing Balance	**460.00**	**490.27**	**459.45**	**460.00**	**460.00**	**-**
General Reserve						
Balance as per Last Balance Sheet	299.45	299.45	243.47	195.33	119.41	79.65
Add: Transferred from Surplus	-	-	55.98	48.14	75.92	39.76
Closing Balance	**299.45**	**299.45**	**299.45**	**243.47**	**195.33**	**119.41**
Surplus / (Deficit) in Statement of Profit & Loss						
As per Last Balance Sheet	2,692.59	2,316.20	1,712.05	1,264.16	836.09	567.26
Add: Profit transferred on amalgamation	-	(20.88)	-	-	-	-

Less: Depreciation adjusted	-	-	-	(3.56)	-	-
Add: Profit for the Year	312.49	464.74	727.41	565.16	537.58	373.73
Less: RIPL Merger	-	-	-	-	(0.34)	-
Total	**3,005.08**	**2,760.06**	**2,439.46**	**1,825.76**	**1,373.33**	**940.99**
Less: Appropriations:						
Dividend Paid to be Equity Shareholders (Rs. 10 per share)	56.05	56.05	56.05	56.05	56.05	56.05
Tax on Dividend	11.41	11.41	11.21	9.53	9.53	9.09
Issue of Bonus Shares	1,121.00	-	-	-	-	-
Reversal of Profit/Loss on De-susidiarisation	23.77	-	-	-	(32.33)	-
Transfer to General Reserve	-	-	55.98	48.14	75.92	39.76
Closing Balance	**1,792.85**	**2,692.60**	**2,316.22**	**1,712.04**	**1,264.16**	**836.09**
Closing Balance Carried Forward to Balance Sheet	**2,552.30**	**3,482.32**	**3,075.12**	**2,415.51**	**1,919.49**	**955.50**

DETAILS OF BORROWINGS AS RESTATED

Annexure - VIII

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Long Term Borrowings						
Loan from Related Parties (unsecured)	0.25	1,745.36	890.82	41.00	42.88	63.50
Other Loans & Advances	-	100.00	100.00	-	-	-
Total	**0.25**	**1,845.36**	**990.82**	**41.00**	**42.88**	**63.50**
Short Term Borrowings						
Loan from Related Parties (unsecured)	293.84	-	-	0.25	1.00	17.80
Bank Overdraft (secured) [1]	96.36	-	-	-	-	-
Total	**390.20**	**-**	**-**	**0.25**	**1.00**	**17.80**

Total borrowings consists of: -						
Secured Borrowings	96.36	-	-	-	-	-
Unsecured Borrowings	294.09	1,845.36	990.82	41.25	43.88	81.30

[1]Bank Overdraft from ICICI Bank is secured by way of Hypothecation of Stocks, Raw Materials, Finished & Semi Finished Goods including Book Debt, Oustanding Monies, Receivables, both present and Future, Unconditional and Irrevocable Personal Guarantee of Director, Mr. Pradeep Misra, Equitable Mortgage on Property of an Associate Company i.e. M/s Despecto Realtors India Pvt. Ltd., Corporate Guarantee of an Associate Company i.e. M/s Despecto Realtors India Pvt. Ltd.

STATEMENT OF OTHER LIABILTIES AS RESTATED

Annexure - IX

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Other Non Current Liabilities						
Gratuity Payable	8.37	8.37	-	-	-	-
Security Deposits Received	-	-	-	1.00	1.00	1.00
Advance from Business Associate	-	115.10	-	-	-	-
Total	**8.37**	**123.47**	**-**	**1.00**	**1.00**	**1.00**
Other Current Liabilities						
Security Deposit-Others	-	-	-	16.35	-	-
Share Application Money Refundable	-	-	-	-	10.00	-
Salaries Payable	222.89	168.10	131.27	116.82	105.48	65.71
Statutory Dues Payable	72.11	73.86	59.58	83.87	70.77	19.97
Employees Imprest A/c	64.98	53.83	26.16	14.22	15.63	8.36
Creditors for Fixed Assets	-	0.31	-	8.12	-	25.99
Advance for Sale of Property	-	-	-	60.00	-	-
Other Expenses Payable	132.48	61.91	91.95	8.34	10.20	5.47
Advance received from Customers	69.51	40.23	140.23	250.00	260.13	29.99
Interest Accrued and Due on Borrowings	20.39	144.59	-	-	-	-
Retention Money	-	13.54	-	-	-	-
Total	**582.36**	**556.37**	**449.19**	**557.72**	**472.21**	**155.49**

DETAILS OF TRADE PAYABLES AS RESTATED

Annexure -X

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Dues to Micro, Small and Medium Enterprises pursuant to MSMED Act, 2006	-	-	-	-	-	-
Other Trade Payables	237.50	881.59	264.75	221.48	270.36	98.42
T O T A L	**237.50**	**881.59**	**264.75**	**221.48**	**270.36**	**98.42**

DETAILS OF PROVISIONS AS RESTATED

Annexure - XI
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Long Term Provisions						
Provision for Employee Benefits: -						
For Gratuity	59.34	58.60	60.98	45.60	40.07	36.14
For Leave Entitlements	16.96	17.69	0.99	-	-	-
Total	**76.30**	**76.29**	**61.97**	**45.60**	**40.07**	**36.14**
Short term provisions						
Provisions for Employee Benefit						
For Gratuity	7.00	6.09	10.64	7.34	4.23	4.54
For Leave Entitlements	1.07	1.87	15.54	10.69	9.76	6.66
For Bonus	0.32	1.66	2.08	-	-	-
Provisions for Taxation	0.07	2.84	-	-	0.03	1.24
Short term provisions	**8.46**	**12.46**	**28.26**	**18.03**	**14.02**	**12.44**

STATEEMNT OF PROPERTY, PLANT AND EQUIPMENT AS RESTATED

Annexure - XII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Tangible Assets: -						
a. Leasehold Building						
Opening balance	128.07	137.67	137.67	137.67	103.53	44.43
Additions during the year	-	-	-	-	34.15	59.10
Reduction during the year	-	5.86	-	-	-	-
Depreciation during the year	6.29	9.75	10.98	12.20	6.06	2.80
Accumulated Depreciation	49.11	42.81	36.81	25.83	13.63	7.57
Closing balance (Gross Block)	128.07	128.07	137.67	137.67	137.67	103.53
Closing balance (Net Block)	78.96	85.26	100.86	111.84	124.04	95.96
b. Furniture & Fixture						
Opening balance	86.85	74.47	74.47	69.08	60.97	46.99
Additions during the year	-	13.77	-	5.39	8.11	13.98
Reduction during the year	9.58	0.15	-	-	-	-
Depreciation during the year	5.42	7.65	8.88	11.62	7.56	7.27
Accumulated Depreciation	60.43	57.98	51.50	42.62	30.68	23.12
Closing balance (Gross Block)	74.30	86.85	74.47	74.47	69.08	60.97
Closing balance (Net Block)	13.87	28.87	22.97	31.85	38.40	37.85
c. Vehicles						
Opening balance	30.07	51.12	51.12	65.30	90.98	24.80
Additions during the year	-	18.14	-	-	-	66.17
Reduction during the year	3.03	8.54	-	8.29	18.91	-
Depreciation during the year	0.55	5.54	6.13	10.75	14.72	9.18

Accumulated Depreciation	11.33	25.89	37.95	31.82	26.96	19.01
Closing balance (Gross Block)	11.92	30.07	51.12	51.12	65.30	90.98
Closing balance (Net Block)	0.59	4.18	13.17	19.30	38.34	71.97
d. Office Equipments						
Opening balance	110.05	108.51	107.69	107.07	101.74	80.14
Additions during the year	1.60	4.66	0.82	0.62	5.32	21.60
Reduction during the year	0.05	0.50	-	-	-	-
Depreciation during the year	5.23	6.55	15.55	29.10	11.33	9.72
Accumulated Depreciation	89.92	88.88	81.95	66.41	35.57	24.24
Closing balance (Gross Block)	107.41	110.05	108.51	107.69	107.07	101.74
Closing balance (Net Block)	17.49	21.17	26.56	41.28	71.50	77.50
e. Computer Hardware						
Opening balance	207.07	187.13	165.24	148.53	111.33	68.00
Additions during the year	7.69	19.94	24.10	17.64	39.01	44.73
Reduction during the year	0.93	-	0.76	0.58	1.10	1.03
Depreciation during the year	10.86	20.27	25.80	52.77	27.06	23.06
Accumulated Depreciation	175.28	182.90	159.00	134.66	80.71	54.34
Closing balance (Gross Block)	195.35	207.07	187.13	165.24	148.53	111.33
Closing balance (Net Block)	20.07	24.17	28.13	30.58	67.82	56.99
Total Tangible Assets						
Gross Block	517.05	562.11	558.90	536.19	527.65	468.55
Accumulated Depreciation	386.07	398.46	367.21	301.34	187.55	128.28
Net Block	130.98	163.65	191.69	234.85	340.10	340.27
Intangible Assets: -						
Computer Software						
Opening balance	143.31	127.02	123.82	75.15	67.61	25.63
Additions during the year	7.80	16.29	3.20	48.67	7.53	41.99
Reduction during the year	0.81	-	-	-	-	-
Depreciation during the year	12.79	17.06	20.80	18.41	15.84	9.79
Accumulated Depreciation	104.59	102.48	82.38	61.59	43.17	27.33
Closing balance (Gross Block)	139.62	143.31	127.02	123.82	75.15	67.61
Closing balance (Net Block)	35.03	40.83	44.64	62.23	31.98	40.28
Goodwill						
Opening balance	1,438.14	-	-	-	-	-
Additions during the year	-	1,438.14	-	-	-	-
Reduction during the year	1,196.06	-	-	-	-	-
Depreciation during the year	35.74	20.23	-	-	-	-
Accumulated Depreciation	-	206.33	-	-	-	-
Closing balance (Gross Block)	-	1,438.14	-	-	-	-
Closing balance (Net Block)	-	1,231.81	-	-	-	-
Total Intangible Assets						
Gross Block	139.62	1,581.45	127.02	123.82	75.15	67.61
Accumulated Depreciation	104.59	308.81	82.38	61.59	43.17	27.33
Net Block	35.03	1,272.64	44.64	62.23	31.98	40.28
Capital Work in Progress	8.03	896.86	150.02	8.12	-	-

STATEMENT OF INVESTMENTS AS RESTATED

Annexure - XIII
(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Non-Current Investments						
Non-Trade Investment- At Cost						
a. Unquoted Investment						
i) Investment in Equity Instruments in associates						
Fully Paid Equity Share of Rs. 10 each in REPL PKS Infrastructure Pvt. Ltd.	0.50	0.50	-	-	-	-
Less: Post Acquisition Share Loss	(0.50)	(0.42)	-	-	-	-
Equity shares of Shing Design Atelier Pte Ltd., Singapore						
Cost of Acquisition	785.87	-	723.72	-	-	-
Less: Post acquisition share in loss of associates	-	-	(16.61)	-	-	-
Investment in Rudrabhishek Infrastructure Trust	-	-	-	350.00	250.00	-
Investment in Global Rudrabhishek	-	-	0.90	-	-	-
Investment in shares of Mahavir Enterprises	-	-	-	-	462.07	-
Shares of IM+ Capitals India Limited	-	-	-	-	-	-
Cost of Acquisition	405.83	405.83	405.83	405.83	-	-
Add: Capital reserve on Consolidation	-	-	-	-	-	-
Add: Accumulated share of Post Acquisition Profit/(loss)	113.07	93.72	61.95	-	-	-
Less: Provision for Dimunition In value of investment	(3.00)	(3.00)	(3.00)	(3.00)	-	-
Other Investments						
Fully Paid Equity Shares of Rs.10 each in Despecto Realtors India Pvt. Ltd.	1.00	-	-	-	-	-
Fully Paid Equity Share of Rs. 10 each of Damini Marketing Pvt. Ltd.	0.13	0.50	0.50	0.50	0.50	0.50
Investment In property - Land	-	991.16	991.16	-	-	-
Investment in Star Living Infrastrcture Advisors LLP	-	0.50	-	-	-	-
Less: Share of Loss in Partneship Firm	-	(0.50)	-	-	-	-
Total	**1,302.90**	**1,488.29**	**2,164.45**	**753.33**	**712.57**	**0.50**
Current Investments						
Units of DWS Opportunity Fund	2.79	2.70	2.56	2.41	12.33	1.32
Total	**2.79**	**2.70**	**2.56**	**2.41**	**12.33**	**1.32**

DETAILS OF LOANS AND ADVANCES AS RESTATED

Annexure - XIV

(Rs. In lakhs)

Particulars	As at	As at 31st March				
	31st December 2017	2017	2016	2015	2014	2013
Long Term Loans and Advances						
Advances against property	62.25	62.25	-	100.00	38.37	-
Capital Advances	-	-	-	-	-	15.06
Security Deposits	-	-	-	-	-	-
- Considered Good	50.63	48.94	50.55	50.69	42.36	12.30
- Considered Doubtful*	6.00	6.00	6.00	6.00	6.00	6.00
Loan and Advance to Related Parties	61.40	1.25	-	-	-	-
Tendor Money Recoverable	141.58	146.63	114.51	75.88	49.77	-
Share Application Money	-	-	-	-	8.89	8.89
Interest accrued on deposits	-	-	40.72	28.78	17.82	10.18
Total	**321.86**	**265.07**	**211.78**	**261.35**	**163.21**	**52.43**
Short Term Loans and Advances						
(Unsecured, considered good unless stated otherwise)						
Advances to Suppliers	45.50	1.83	1.00	132.71	119.89	3.01
Advances with Employees	6.02	5.03	0.64	0.71	1.03	1.50
Other Advances	11.79	18.93	7.92	16.65	4.76	45.13
Total	**63.31**	**25.79**	**9.56**	**150.07**	**125.68**	**49.64**

** Security Deposit with Agra Nagar Nigam for Recovery of which Legal case has been filed by the company.*

DETAILS OF OTHER ASSETS AS RESTATED

Annexure – XV

(Rs. In lakhs)

Particulars	As at	As at 31st March				
	31st December 2017	2017	2016	2015	2014	2013
Other Non- Current Assets						
Non current Bank Balances	6.18	6.43	6.18	-	-	-
Interest Accrued on Deposits	46.69	48.02	-		-	-
Interest Receivable on Loan	8.88	0.09	-	-	-	-
Total	**61.75**	**54.54**	**6.18**	**-**	**-**	**-**
Other Current Assets						
Advance Taxes (Net of Provisions)	24.99	165.13	157.62	161.55	121.56	107.04
Input Tax Credit	77.01	87.50	82.07	46.91	24.42	10.31
Accrued Income	682.14	-	-	-	-	-
Other Receivables	13.32	125.07	12.73	19.14	33.19	6.17
Total	**797.46**	**377.70**	**252.42**	**227.60**	**179.17**	**123.52**

DETAILS OF INVENTORIES AS RESTATED

Annexure - XVI

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Work in Process	75.58	305.18	-	6.28	19.98	-
	75.58	**305.18**	**-**	**6.28**	**19.98**	**-**

DETAILS OF TRADE RECEIVABLES AS RESTATED

Annexure - XVII

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
(Unsecured, considered good unless stated otherwise)	-	-	-	-	-	-
Trade receivable outstanding for a period exceeding six months from the date they were due for payment	-	-	-	-	-	-
- Considered Good	1,345.60	1,383.39	662.45	799.47	357.64	207.27
- Considered Doubtful	91.93	147.21	86.42	89.80	-	-
Other Receivables	-	-	-	-	-	-
- Considered Good	511.43	541.47	739.88	528.17	611.65	437.96
Total	**1,948.96**	**2,072.07**	**1,488.75**	**1,417.44**	**969.29**	**645.23**
Less: Provision for Doubtful Debts	-	(53.67)	-	(89.80)	-	-
Net Amount	**1,948.96**	**2,018.40**	**1,488.75**	**1,327.64**	**969.29**	**645.23**

DETAILS OF CASH AND CASH EQUIVALENTS AS RESTATED

Annexure - XVIII

(Rs. In lakhs)

Particulars	As at 31st December 2017	As at 31st March				
		2017	2016	2015	2014	2013
Balances with Banks:						
-In Current Accounts	29.22	265.89	264.00	123.84	109.05	65.50
Cheque in Hand	43.48	-	-	-	-	-
Cash in Hand	3.70	2.37	56.91	55.82	51.99	10.69
Total	**76.40**	**268.26**	**320.91**	**179.66**	**161.04**	**76.19**
Other Bank Balances:						
-Deposit with bank with more than 12 months	6.18	6.43	6.18	-	-	-
-Deposit with bank with more than 3 months and less than 12 months	104.11	126.88	101.77	56.68	39.44	21.10

-Margin Money Deposits	137.31	43.53	28.41	78.71	63.75	45.67
Total	**324.00**	**445.11**	**457.26**	**315.05**	**264.23**	**142.96**
Less: Amount Disclosed Under Non Current Assets	6.18	6.43	6.18	-	-	-
Total Cash and Cash Equivalents	**317.82**	**438.68**	**451.08**	**315.05**	**264.23**	**142.96**

DETAILS OF REVENUE FROM OPERATIONS AS RESTATED

Annexure - XIX

(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Sale of Services	3,424.14	3,266.50	3,725.22	3,835.96	3,293.72	2,279.35
Sale of Goods	18.98	21.90	-	-	-	-
Other Operating Revenue	1.16	12.10	10.90	8.27	19.16	18.63
Total	**3,444.28**	**3,300.50**	**3,736.12**	**3,844.23**	**3,312.88**	**2,297.98**

STATEMENT OF OTHER INCOME AS RESTATED

Annexure - XX

(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Interest from Banks	10.83	15.95	15.21	16.01	8.94	5.77
Interest on Advances to Related Parties	5.09	-	-	-	2.47	0.27
Interest on Income Tax Refund	3.76	3.09	10.40	-	-	-
Other Non- operating Income: -						
Dividend Income	0.09	0.15	0.15	1.07	0.27	0.09
Liabilties Written Back	-	8.63	81.44	3.29	17.99	33.11
Profit/ (loss) on Sale of Fixed Assets	0.30	2.05	1.19	-	(1.77)	(0.01)
Profit/ (loss) on Sale of Investments	53.85	-	88.77	-	-	-
Miscellaneous Income	12.97	92.31	1.55	1.11	0.36	4.68
Total	**86.89**	**122.18**	**198.71**	**21.48**	**28.26**	**43.91**

DETAILS OF EXPENSES AS RESTATED

Annexure - XXI

(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Employee benefits Expenses: -						
Salaries, Bonus and Other Welfare	1,433.40	1,909.08	1,736.24	1,503.64	1,182.30	851.40
Contribution to Provident and Other Funds	48.38	44.10	44.14	36.12	16.96	14.77
Gratuity	8.11	17.01	36.54	9.82	6.91	21.68
Leave Encashment	4.68	9.31	1.39	-	-	-
Total	**1,494.57**	**1,979.50**	**1,818.31**	**1,549.58**	**1,206.17**	**887.85**
Finance Costs: -						
Interest Expenses	34.43	9.50	7.24	-	12.95	0.16
Other Finance Charges	13.71	3.16	5.51	3.83	1.87	1.20
Total	**48.14**	**12.66**	**12.75**	**3.83**	**14.82**	**1.36**
Other Expenses: -						
Bad Debts Written Off	121.22	2.43	-	1.88	100.55	136.12
Provision for Doubtful Debts	(11.59)	31.27	-	89.80	-	-
CSR Expenses	10.50	17.50	16.00	23.51	-	-
Other Administartive Expenditure (not included in above)	1,202.83	987.89	1,033.01	1,181.96	1,106.54	690.72
Total	**1,322.96**	**1,039.09**	**1,049.01**	**1,297.15**	**1,207.09**	**826.84**

RELATED PARTY TRANSACTIONS

Annexure - XXII
(Rs. In lakhs)

Related Parties Covered: -

(i) Key Managerial Personnel and their Relatives: -

From 1st April 2017 to 31st December 2017	For the year ended March 31,				
	2017	2016	2015	2014	2013
Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra	Mr. Pradeep Misra
Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra	Mrs. Richa Misra	Ms. Richa Misra
Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari	Mr. Jamal Hussain Ansari
-	-	-	-	-	Mr. J.P.Bhargava

Mr. Vikas Gupta	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)	Mr. Vikas Gupta (CS)
Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	Mrs. Gyanwati Misra (Mother of Pradeep Misra	-
Mr. Tarun Jain	-	-	-	-	-
Mr. Himanshu Garg	-	-	-	-	-
Ms. Soumya Das	Ms. Soumya Das	Ms. Soumya Das	Ms. Soumya Das	Ms. Soumya Das	Ms. Soumya Das
-	-	-	Mr. Jitender Pal	Mr. Jitender Pal	Mr. Jitender Pal
Mr. Ashok Kumar Verma	Mr. Ashok Kumar Verma	Mr. Ashok Kumar Verma	-	-	-
-	Mr. Shravan Govil	-	-	-	-
Mr. Siow Kian Shing	Mr. Siow Kian Shing	-	-	-	-

(ii) Enterprises having significant influence of Director or KMP: -

From 1st April 2017 to 31st December 2017	For the year ended March 31,				
	2017	2016	2015	2014	2013
M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited	M/s Samad Trade Links Private Limited
M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited	M/s Pushp Products Private Limited
	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited	M/s Wisdom Planners & Developers Private Limited
M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited	M/s Paarth Infrabuild Private Limited
	M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	M/s New Modern Buildwell Private Limited	
		M/s Rudrabhishek Infrastructure Trust	M/s Rudrabhishek Infrastructure Trust	M/s Rudrabhishek Infrastructure Trust	
M/s Pradeep Richa Educare Foundation	M/s Pradeep Richa Educare Foundation	M/s Pradeep Richa Educare Foundation			
	M/s Shruti Planners & Advisors Private Limited	M/s Shruti Planners & Advisors Private Limited			

M/s Vinayaka Finlease Private Limited	M/s Vinayaka Finlease Private Limited	M/s Vinayaka Finlease Private Limited			
	M/s IM+ Investment & Capital Private Ltd.	M/s IM+ Investment & Capital Private Ltd.			
		M/s Callan Realcon India Private Limited			
M/s New Modern Developers Private Limited	M/s New Modern Developers Private Limited				
M/s REPL PKS Infrastructure Private Limited	M/s REPL PKS Infrastructure Private Limited				
	M/s Star Living Infrastructure Advisors LLP				
	M/s ASG Infratech Pvt. Ltd.				
	M/s R P & Company				

Transaction during the year: -

(i) Key Management Personnel: -

Name of Party	Nature of transaction	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
			2017	2016	2015	2014	2013
Mr. Pradeep Misra	Loan Repaid	-	61.00	-	42.63	43.41	-
	Loan Taken	-	50.00	20.00	41.00	22.79	81.30
	Sale of Investment	35.23	-	-	-	-	-
	Royalty Paid	31.11	27.13	30.00	30.00	30.00	-
	Director's Remuneration	59.40	79.20	79.20	84.20	89.29	38.40
	Sitting Fees	-	-	-	-	0.05	-
Ms. Richa Misra	Director's Remuneration	27.00	36.00	36.00	36.00	21.60	19.20
	Sale of Investment	21.88	-	-	-	-	-
	Loan Taken	-	7.85	-	-	-	-
	Sitting Fees	-	-	-	-	0.05	-
Mr. J. P. Bhargava	Professional Charges	-	-	-	-	-	6.00

Mr. Jamal Hussai Ansari	Sitting Fees	0.10	-	-	-	0.05	-
	Professional Charges paid	2.42	5.26	5.26	0.24	0.82	-
Mr. Vikas Gupta	Key Managerial personnel's Remuneration	3.47	12.57	14.61	12.40	10.03	8.38
Mr. Tarun Jain	Sitting Fees	0.10	-	-	-	-	-
Mr. Himanshu Garg	Sitting Fees	0.10	-	-	-	-	-
Ms. Soumya Das	Director's Remuneration	18.47	31.28	24.26	9.72	4.48	11.41
Mr. Shravan Govil	Director's Remuneration	4.25	39.64	-	-	-	22.26
Mr. Jitender Pal	Director's Remuneration	-	-	-	24.00	24.00	24.00
Mr. Siow Kian Shing	Director's Remuneration	62.91	40.05	-	-	-	-

(ii) Relatives of Key Management Personnel: -

Name of Party	Nature of transaction	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
			2017	2016	2015	2014	2013
Mrs. Gyanwati Misra	Rent Paid	2.70	3.60	3.60	3.60	1.20	-
	Security Deposits Paid	-	-	-	-	0.90	-

(iii) Subsidiary/ Associates/ Enterprises where Key Management Personnel or their relatives have significant influence: -

Name of Party	Nature of transaction	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
			2017	2016	2015	2014	2013
M/s Callan Realcon India Private Limited	Professional Income	-	-	25.40	-	-	-
M/s New Modern Buildwell Private Limited	Advances Received	-	-	55.35	60.00	-	-
	Advances Repaid	-	-	15.00	-	-	-
	Other Income	-	-	0.86	-	-	-
	Professional Income	290.65	111.22	290.85	100.25	12.50	-
	Sale of Property	-	-	45.00	-	-	-
M/s New Modern Developers Private Limited	Professional Income	2.65	164.41	0.00	-	-	-
M/s Paarth Infrabuild	Professional Income	508.00	1790.99	1846.74	1698.42	581.85	150.00

Private Limited	Other Income	1.01	5.62	3.46	0.99	6.16	10.73
	Sale of Fixed Assets	-	-	1.95	8.29	3.79	-
M/s Pradeep Richa Educare Foundation	CSR Expenses	10.50	17.50	16.00	-	-	-
M/s Pushp Products Private Limited	Equipment Hire Expenses	3.79	6.48	1.62	-	-	-
	Professional Charges paid	8.00	12.00	12.00	12.00	8.50	9.00
	Rent Paid	48.44	80.36	86.94	88.56	80.56	22.08
	Interest Paid	-	1.45	-	-	-	-
	Sale of Investment	24.27	-	-	-	-	-
	Advances Received	-	25.00	-	-	-	-
	Security Deposits Paid	-	0.00	-	-	27.20	-
M/s REPL PKS Infrastructure Private Limited	Loan Granted	-	1.25	-	-	-	-
	Professional Income	3.38	7.88	-	-	-	-
	Interest Received	0.10	0.10	-	-	-	-
M/s Rudrabhishek Infrastructure Trust	Investments	-	-	-	100.00	250.00	-
	Other Income	-	-	0.74	0.72	0.33	-
	Sale of Investment	-	-	317.75	-	-	-
M/s Samad Trade Links Pvt. Ltd	Professional Charges paid	6.84	1.59	-	-	-	-
	Rent Paid	8.45	9.12	9.12	9.12	9.12	9.12
M/s Shruti Planners & Advisors Private Limited	Professional Charges paid	-	1.73	3.84	-	-	-
M/s Vinayaka Finlease Private Limited	Interest Paid	17.90	57.54	21.64	-	-	-
	Loan Repaid	307.76	78.00	-	-	-	-
	Loan Taken	117.00	645.60	200.00	-	-	-
	Sale of Fixed Assets	-	15.15	-	-	-	-
M/s Wisdom Planners & Developers Private Limited	Advances	-	-	-	-	-	42.00
	Advances Received	-	-	-	-	250.00	-
	Loans and advances recovered	-	-	-	-	-	62.00
	Loans Taken	-	24.00	-	-	-	-
	Advances Repaid	-	-	250.00	-	-	-
	Interest Paid	-	-	-	12.95	-	-
	Professional Income	-	-	-	-	-	6.55
	Professional Charges paid	-	11.20	1.39	-	-	1.70
M/s IM+ Investment & Capital Private Ltd.	Interest Paid	14.54	9.05	9.29	-	-	-
	Loan Taken	368.00	140.00	485.75	-	-	-
	Loan Repaid	249.66	26.34	460.75	-	-	-

M/s ASG Infratech Pvt. Ltd	Professional Charges paid	1.00	20.01	-	-	-	23.46
M/s Star Living Infrastructure Advisors LLP	Professional Income	-	3.00	-	-	-	-
M/s RP and Company	Advances Received	-	115.10	-	-	-	-

Closing Balances: -

(i) Key Management Personnel: -

Name of Party	Nature of transaction	As at 31st December 2017	As at 31st March				
			2017	2016	2015	2014	2013
Mr. J.P. Bhargava	Sundry Creditors	-	-	-	-	-	0.90
Mr. Jamal Hussain Ansari	Sundry Creditors	-	0.68	0.47	-	-	0.07
Mr. Pradeep Misra	Loan Taken	0.25	50.25	61.25	41.25	43.88	81.30
	Other Payables	38.88	-	-	-	-	-
	Remuneration Payable	7.94	21.14	1.95	19.77	21.06	2.21
Mr. Vikas Gupta	Remuneration Payable	0.21	0.48	1.14	0.66	2.86	2.65
Ms. Richa Misra	Remuneration Payable	2.20	2.20	1.93	0.58	0.18	1.45
	Loan Taken	-	7.85	-	-	-	-
Ms. Soumya Das	Remuneration Payable	1.64	2.83	1.22	1.01	-	0.46
Mr. Shravan Govil	Remuneration Payable	-	3.74	-	-	-	2.65
Mr. Jitender Pal	Remuneration Payable	-	-	-	1.31	1.71	1.50

(ii) Relatives of Key Management Personnel: -

Name of Party	Nature of transaction	As at 31st December 2017	As at 31st March				
			2017	2016	2015	2014	2013
Mrs. Gyanwati Misra	Security deposits Paid	0.90	0.90	0.90	0.90	0.90	-
	Sundry Creditors	0.54	-	0.81	-	-	-

(iii) Subsidiary/ Associaes/ Enterprises where Key Management Personnel or their relatives have significant influence: -

Name of Party	Nature of transaction	As at 31st December 2017	As at 31st March				
			2017	2016	2015	2014	2013
M/s New Modern Buildwell Private Limited	Advance for sale of Property	-	-	-	60.00	-	-

	Advance Received from Customer	-	-	55.35	-	-	-
	Sundry Debtors	89.24	117.32	34.83	2.55	-	-
M/s Paarth Infrabuild Private limited	Sundry Debtors	123.07	85.53	163.86	449.29	1.76	17.20
M/s Pushp Products Pvt. Ltd	Security deposits Paid	27.20	27.20	27.20	27.20	27.20	-
	Interest Payable	-	1.31	-	-	-	-
	Advance Received	-	25.00	-	-	-	-
	Sundry Creditors	9.80	41.05	35.03	21.30	15.46	-
M/s REPL PKS Infrastructure Private Limited	Interest Receivables	0.19	0.09	-	-	-	-
	Sundry Debtors	0.00	8.87	-	-	-	-
	Loan and Advances Granted	1.25	1.25	-	-	-	-
M/s Rudrabhishek Infrastructure Trust	Sundry Debtors	-	-	1.49	0.33	1.20	-
M/s Samad Trade Links Pvt. Ltd.	Sundry Creditors	2.31	3.27	1.57	0.78	-	-
M/s Shruti Planners & Advisors Private Limited	Sundry Creditors	-	1.81	-	-	-	-
M/s Vinayaka Finlease Private Limited	Interest Payable	17.90	51.79	9.47	-	-	-
	Loan Taken	76.84	767.60	200.00	-	-	-
M/s Wisdom Planners & Developers Private Limited	Advance received from Customer	-	-	-	250.00	250.00	-
	Interest Payable	-	1.40	-	11.66	11.66	-
	Loan taken	-	24.00	-	-	-	-
	Sundry Creditors	22.00	1.78	-	-	-	-
M/s IM+ Investment & Capital Private Ltd.	Loan taken	217.00	163.66	25.00	-	-	-
	Interest Payable	4.28	5.87	6.00	-	-	-
M/s ASG Infratech Pvt. Ltd.	Sundry Creditors	2.10	4.77	-	-	-	4.03
M/s RP and Company	Advance Received	-	115.10	-	-	-	-

STATEMENT OF CAPITALISATION

ANNEXURE - XXIII
(Rs. In lakhs)

Particulars	Pre Issue	Post Issue•
Borrowings		
Short term debt (A)	390.20	-
Long Term Debt (B)	0.25	0.25
Total debts (C=A+B)	**390.45**	**0.25**

Shareholders' funds		
Equity share capital (D)	1,177.05	1,733.95
Reserve and surplus - as restated (E)	2,552.30	4,368.69
Total shareholders' funds (F=D+E)	**3,729.35**	**6,102.64**
Long term debt / shareholders funds	0.00	0.00
Total debt / shareholders funds	0.10	0.00

Notes: -
1. 'Short Term Debt' are Borrowings other than 'Long Term Borrowings'.
2. Post Offer Shareholder's Funds has been computed on the basis of Restated Standalone Financial Statements of the Company after considering subsequent issue of 10,00,000 Equity Shares to a Foreign Citizen as FDI under FEMA Regulations @ Rs. 50/- Share including Premium of Rs. 40/- Share on 29th January 2018.

STATEMENT OF ACCOUNTING RATIOS AS RESTATED

ANNEXURE - XXIV
(Rs. In lakhs)

Particulars	As at	As at 31st March				
	31st December 2017	2017	2016	2015	2014	2013
Restated PAT as per P & L Account	312.49	464.74	727.41	565.16	537.58	373.73
Actual Number of Equity Shares outstanding at the end of the year	117.71	5.61	5.61	5.61	5.61	5.61
Equivalent Weighted Avg number of Equity Shares at the end of the year[1 & 3]	117.71	117.71	117.71	117.71	117.71	117.71
Share Capital[3]	1,177.05	56.05	56.05	56.05	56.05	56.05
Reserves & Surplus[3]	2,552.30	3,482.32	3,075.12	2,415.51	1,919.49	955.50
Net Worth[3]	3,729.35	3,538.37	3,131.17	2,471.56	1,975.54	1,011.55
Earnings Per Share[1 & 3]:						
Basic & Diluted	2.65	3.95	6.18	4.80	4.57	3.18
Return on Net Worth[3] (%)	8.38%	13.13%	23.23%	22.87%	27.21%	36.95%
Net Asset Value Per Share (Rs) - based on actual no. of equity shares at the end of the year[2 & 3]	31.68	631.29	558.64	440.96	352.46	180.47
Net Asset Value Per Share (Rs.) - based on Weighted Average No. of equity shares at the end of the year[2 & 3]	31.68	30.06	26.60	21.00	16.78	8.59
Nominal Value per Equity share (Rs.)	10.00	10.00	10.00	10.00	10.00	10.00

[1] Weighted Average No. of Equity Shares are calculated after giving effect for Bonus Issue made on September 28, 2017.

[2] As on 31st March 2017, the Company's paid up capital consist of 5,60,500 Equity Shares. However, the Company has issued Bonus Shares on 28th September 2017 of 1,12,10,000 shares in the ratio of 20:1. Hence, the pre- offer NAV as on 31st December 2017 should be read as Rs. 31.68 per share after adjusting this event.

[3] As on 31st December 2017, the Company's paid-up Equity was 1,17,70,500 Shares. However, subsequently on 29th January 2018, the Holding Company has issued 10,00,000 Equity Shares to a Foreign Citizen as FDI under FEMA Regulations @ Rs. 50 Share including Premium of Rs. 40 Share. The same has not been considered while calculating EPS, Net Worth and Net Assets Value in the table above.

Notes on Accounting Ratios:

1. The calculation for EPS in the Restated Financials is as per the guidelines of AS-20 issued by the ICAI.
2. The above statement should be read with the Significant accounting policies and notes to accounts appearing in Annexure IV & V respectively.
3. Basic EPS is being calculated by using the formula: (Net Profit after excluding Extra-ordinary items /Equivalent Weighted Average No. of outstanding shares)
4. Net Asset Value is being calculated by using the formula: (Net Worth /Actual Number of Equity Shares at year end)
5. Return on Net worth is being calculated by using the formula: (Profit after Tax / Net worth)

Other Notes:

1. As there is no dilutive capital in the company, Basic and Diluted EPS are similar.

STATEMENT OF FINANCIAL INDEBTNESS

ANNEXURE – XXV
(Rs. In lakhs)

Lender's Name	Nature of Loan	Facility Key Terms			Outstanding as at 31st December 2017	Purpose	Security
		Loan Amount	Rate of Interest (%)	Total Term (Months)			
Vinayaka Finlease Pvt. Ltd. - NBFC	Unsecured Loan	500.00	11.00%	36	76.84	To meet Working Capital Requirement	-
IM+ Investments & Capital Pvt. Ltd. - NBFC	Unsecured Loan	250.00	11.00%	36	217.00	To meet Working Capital Requirement	-

ICICI Bank Limited	Secured Overdraft Facility	100.00	8.15 %	12	96.36	To meet Working Capital Requirement	1. Hypothecation of Stocks, Raw Materials, Finished & Semi Finished Goods including Book Debt, Oustanding Monies, Receivables, both present and Future. 2. Unconditional and Irrevocable Personal Guarantee of Director, Mr. Pradeep Misra, 3. Equitable Mortgage on Property of an Associate[1] Company i.e. M/s Despecto Realtors India Pvt. Ltd., 4. Corporate Guarantee of an Associate[1] Company i.e. M/s Despecto Realtors India Pvt. Ltd.
Mr. Pradeep Misra - Director	Unsecured Loan	-	NA	NA	0.25	To meet Working Capital Requirement	NA

1. As on the date of sanction letter from the Bank, Despecto Realtors India Private Limited was an associate Company.

CONSOLIDATED STATEMENT OF DIVIDEND, AS RESTATED

ANNEXURE - XXVI
(Rs. In lakhs)

Particulars	From 1st April 2017 to 31st December 2017	For the year ended 31st March				
		2017	2016	2015	2014	2013
Share Capital						
Equity Share Capital	1,177.05	56.05	56.05	56.05	56.05	56.05
Dividend on Equity Shares						
Dividend in %	-	100.00%	100.00%	100.00%	100.00%	100.00%
Interim Dividend	-	-	-	-	-	-
Final Dividend	-	56.05	56.05	56.05	56.05	56.05

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

You should read the following discussion of our financial condition and results of operations together with our restated financial statements included in the Prospectus. You should also read the section entitled "Risk Factors" beginning on page no. 12*, which discusses a number of factors, risks and contingencies that could affect our financial condition and results of operations. The following discussion relates to our Company and, is based on our restated financial statements, which have been prepared in accordance with Indian GAAP, the Companies Act and the SEBI Regulations. Portions of the following discussion are also based on internally prepared statistical information and on other sources. Our fiscal year ends on March 31 of each year, so all references to a particular fiscal year ("Fiscal Year") are to the twelve-month period ended March 31 of that year.*

Business Overview

Our Company was initially incorporated as private limited Company on September 01, 1992, in the name and style of "RUDRABHISHEK ENTERPRISES PRIVATE LIMITED" under the provisions of the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana, subsequently, the Company was converted into public company and consequent to the conversion name of our Company was changed to "RUDRABHISHEK ENTERPRISES LIMITED" pursuant to a Shareholders Resolution passed at the Annual General Meeting held on September 28, 2017 and a Fresh Certificate of Incorporation consequent upon conversion from Private Limited to Public Limited Company dated November 03, 2017 was issued by the Registrar of Companies, NCT of Delhi & Haryana.

Our Company started operations in 1992. Over the years we have diversified to several other services linked to our basic work and built a steady position for ourselves in the Domestic market which can be witnessed from our revenue growth over the time.

Since incorporation, our Company was a service provider which provides a wide range of services to a wide range of end users. Our integrated services include Infrastructural Services, Urban Designing and planning, Global Information Systems, Building Designing Services and Project Management Services.

Our Company is a brainchild of our Promoters Mr. Pradeep Misra. He has been the guiding force to take timely decisions and have served as an invaluable mentor for strategy formulation for our company. For the detailed information regarding experience of our promoters, refer to "Our Promoters & Promoters Group" beginning on page 140 of this Prospectus.

REPL is an ISO 9001:2008 Certified Company which follows Good management practices required to conform to the guidelines recommended by our end users (mainly Government) that control the authorization and licensing of the services we provide. We assure that our services are consistently high in quality and durability for their intended use. We have advanced in-house quality check facility, which enables us to maintain the quality of the services. It is the diligent efforts of our personnel, that we have been able to streamline our business operations. Owing to our earnest efforts, apart from Government of India, we have been able to garner a niche clientele across the private domestic market also.

For the year ended December 31, 2017, our Company's Total Revenue and Restated Profit after Tax were Rs. 3492.51 Lakhs and Rs. 373.29 Lakhs respectively. For the year ended March 31, 2017, our Company's Total Revenue and Restated Profit after Tax was Rs. 3422.68 Lakhs and Rs. 414.05 Lakhs respectively, compared to our Company's Total Income and Restated Profit after Tax of Rs. 3934.83 Lakhs and Rs. 542.25 Lakhs respectively, over previous year ended i.e. March 31, 2016, compared to our Company's Total Income and Restated Profit after Tax of Rs. 3515.00 Lakhs and Rs. 467.89 Lakhs respectively, over previous year ended i.e. March 31, 2015.

Significant developments subsequent to the last financial year:

In the opinion of the Board of Directors of our Company, since the date of the last financial statements disclosed in this Prospectus, there have not arisen any circumstance that materially or adversely affect or are likely to affect the profitability of our Company or the value of its assets or its ability to pay its material liabilities within the next twelve months except as follows:

1. The Members of the Company has re-appointed Mr. Pradeep Misra as Chairman and Managing Director and Mrs. Richa Misra as Whole Time Director in the Extra Ordinary General Meeting held on December 05, 2017.

2. The Members of the Company approved for raising of fund by making Initial Public Offer in the Extra Ordinary General Meeting held on December 05, 2017.

3. The Members of the Company approved for Increase in borrowing limit of Company upto Rs. 100 Crore in the Annual General Meeting held on December 05, 2017.

4. The Members of the Company approved for approval of scheme of ESPS in REPL and eligible employee of Indian wholly owned subsidiary Companies in the Extra Ordinary General Meeting held on December 05, 2017.

5. The Members of the Company increased the authorized Share Capital from Rs. 10,000,000 to Rs. 170,000,000 in the Annual General Meeting held on September 28, 2017.

6. The Members of the Company approved the Bonus issue in the ratio of 20:1 in the Annual General Meeting held on September 28, 2017.

7. The Members of the Company approved for conversion of Company from Private Limited to Public Limited in the Annual General Meeting held on September 28, 2017.

8. The Members of the Company approved for Increase the limit for advancing loan & Investment upto Rs. 100 Crore in the Annual General Meeting held on September 28, 2017.

9. Our Company has constituted an Audit Committee ("Audit Committee"), Nomination and Remuneration Committee and Stakeholders Relationship Committee vide Board Resolution dated November 29, 2017, as per the applicable provisions of the Section 177 of the Companies Act, 2013 and also to comply with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 applicable upon listing of the Company's Equity shares on SME platform of NSE ("NSE Emerge").

10. We have appointed Mr. Tarun Jain and Mr. Himanshu Garg as Non Executive Independent Director in the Board of Directors' Meeting held on November 29, 2017.

11. We have appointed Mr. Manoj Kumar as Chief Financial Officer of the Company with effect from November 29, 2017.

12. The Members of the Company increased the authorized Share Capital from Rs. 170,000,000 to 200,000,000 in the Extra Ordinary General Meeting held on March 08, 2018.

KEY FACTORS AFFECTING THE RESULTS OF OPERATION:

Except as otherwise stated in this Prospectus and the Risk Factors given in the Prospectus, there are no other factors which could affect the results of the our Company's operations.

OUR SIGNIFICANT ACCOUNTING POLICIES

For Significant accounting policies please refer Significant Accounting Policies, "Annexure - IV" beginning under Chapter titled "Financial Information of our Company" beginning on page no. 178 of the Prospectus.

CHANGE IN ACCOUNTING POLICIES IN PREVIOUS 5 (FIVE) YEARS

Except as mentioned in chapter "Financial Information of the Company" on page no. 178, there has been no change in accounting policies in last 5 (five) years.

RESULTS OF OUR OPERATION

Discussion on Results of Operation:

The following tables sets forth select financial data from our restated consolidated financial statement of profit and loss for the financial years 2017, 2016, 2015 and for the period ended December 31, 2017, the components of which are also expressed as a percentage of total revenue for such periods:

(Rs. in Lakh)

Particulars	31.12.2017	% of Total revenue
Incomes:		
Revenue from Operations	3,444.28	97.54%
Other income	86.89	2.46%
Total Revenue	**3,531.17**	
Expenses:		
(Increase)/ Decrease in Inventories	229.60	6.50%
Employee Benefit expenses	1,494.57	42.33%
Finance Cost	48.14	1.36%
Depreciation and amortization expenses	76.88	2.18%
Other Expenses	1,322.96	37.47%
Total Expense	**3,172.15**	**89.83%**
Restated Profit before exceptional and extraordinary items and tax	**359.02**	**10.17%**
Exceptional Items	**-**	
Extraordinary items	**-**	
Restated Profit/(Loss) before tax	**359.02**	**10.17%**
Tax expenses/(income)		
Current Tax	172.76	
Deferred Tax	(12.81)	
MAT Credit	-	
Total tax expenses	**159.95**	
Restated profit/(loss) after Tax before Minority Interest	**199.07**	5.64%
Add: Share of Profit of Associate Company	19.28	
Elimination of Unrealized Profit on Transactions with Associates during the year	-	
Less: Share of Profit/(Loss) of Minority	(94.14)	
Profit attributable to Shareholders	**312.49**	8.85%

Total Revenue

The total revenue of the Company for the period ended on December 31, 2017 is Rs. 3531.17 Lakh which includes income from operations amounting to Rs. 3444.28 Lakh and Other Income of Rs. 86.89 Lakh. The other income includes Interest income from Banks and from Advances to related parties, Profit on sale of Investment/Fixed Assets, Dividend Income and other income.

Expenditure:

Our total expenditure primarily consists of direct expenditure i.e. changes in inventories, finance cost, employee benefit expenses, depreciation and other expenses.

Direct Expenditure

Our direct expenditure includes Employee Benefit Expenditures, and changes in inventories of finished goods, work-in-progress and stock-in trade.

Employee Benefit Expenses

Employee Benefit expenses was Rs. 1494.57 Lakh for the period ended on December 31, 2017. The Employee Benefit expense was 42.33% of total income.

Other Expenses

Other Expenses were Rs. 1322.96 Lakh for the period ended on December 31, 2017. The Other Expenses was 37.47% of total income. The majority of other expense includes other Administrative Expenditure of Rs. 1202.83 Lakh i.e., 90.91% of total other expenses.

Depreciation

Depreciation on fixed assets for the period ended on December 31, 2017 was 2.18% of total income. The total depreciation for the period was Rs. 76.88 Lakh.

Finance Costs

Finance Costs for the period ended on December 31, 2017 is Rs.48.14 Lakh. During this period, the Finance cost was 1.36% of total income.

Restated profit after tax from continuing operations

PAT for the period ended on December 31, 2017 stood at Rs. 312.49 Lakh. During this period, our Company recorded PAT margin of 8.85%.

For the year ended March 31, 2017, 2016 and 2015

(Rs. in Lakhs)

Particulars	31.03.2017	31.03.2016	31.03.2015
Incomes:			
Revenue from Operations	3,300.50	3,736.12	3,844.23
% of total revenue	*96.43%*	*94.95%*	*99.44%*
Other income	122.18	198.71	21.48
% of total revenue	*3.57%*	*5.05%*	*0.56%*
Total Revenue	**3,422.68**	**3,934.83**	**3,865.71**
Expenses:			
(Increase)/ Decrease in Inventories	(305.18)	6.28	13.70
% of total revenue	*-8.92%*	*0.16%*	*0.35%*
Employee Benefit expenses	1,979.50	1,818.31	1,549.58
% of total revenue	*57.83%*	*46.21%*	*40.09%*
Finance Cost	12.66	12.75	3.83
% of total revenue	*0.37%*	*0.32%*	*0.10%*
Depreciation and amortization expenses	87.04	88.13	134.84
% of total revenue	*2.54%*	*2.24%*	*3.49%*
Other Expenses	1,039.09	1,049.01	1,297.15
% of total revenue	*30.36%*	*26.66%*	*33.56%*
Total Expense	**2,813.11**	**2,974.48**	**2,999.10**
% of total revenue	*82.19%*	*75.59%*	*77.58%*
Restated Profit before exceptional and extraordinary items and tax	**609.57**	**960.35**	**866.61**
% of total revenue	*17.81%*	*24.41%*	*22.42%*
Exceptional Items	-	-	-
Extraordinary items	-	-	-

Restated Profit/(Loss) before tax	**609.57**	**960.35**	**866.61**
% of total revenue	*17.81%*	*24.41%*	*22.42%*
Tax expenses/(income)			
Current Tax	245.91	288.93	312.25
Deferred Tax	(12.10)	(12.29)	(14.23)
MAT Credit	(0.05)	(0.64)	1.04
Total tax expenses	**233.76**	**276.00**	**299.06**
Restated profit/(loss) after Tax before Minority Interest	**375.81**	**684.35**	**567.55**
% of total revenue	*10.98%*	*17.39%*	*14.68%*
Add: Share of Profit of Associate Company	24.02	48.39	-
Elimination of Unrealized Profit on Transactions with Associates during the year	-	(3.05)	-
Less: Share of Profit/(Loss) of Minority	(64.91)	2.28	2.39
Profit attributable to Shareholders	**464.74**	**727.41**	**565.16**
% of total revenue	*13.58%*	*18.49%*	*14.62%*

COMPARISON OF FY 2016 WITH FY 2017:

Total Income

The Total revenue from operations for the FY 2017 was Rs. 3300.50 Lakh as compared to Rs.3736.12 Lakh during the FY 2016 showing a Decrease of 11.66%. The decrease in revenue was attributable to the decrease in the Sale of Services of the Company. The other income was Rs.122.18 Lakh in FY 2017 as compared to Rs. 198.71 Lakh in FY 2016 showing a decrease of 38.51%. The Total income for the FY 2017 was Rs.3422.68 Lakh as compared to Rs.3934.83 Lakh during the FY 2016.

Expenditure:

Employee Benefit Expenses

Employee Benefit expenses increased from Rs.1818.31 Lakh for FY 2016 to Rs. 1979.50 Lakh for FY 2017 showing an incline of 8.86% on account of increase in salary/wages from 1736.24 in FY16 to 1909.08 in FY17.

Other Expenses

Other Expenses showed a little decline of Rs. 9.92 Lakh from Rs. 1049.01 Lakh for FY 2016 to Rs. 1039.09 Lakh for FY 2017. However, there was a total growth of Rs. 56.23 Lakhs in Bad Debts Written off, Provisions for Bad Debts and CSR Expenses.

Finance Cost

Finance Cost remained approximately constant from Rs. 12.75 Lakh for FY 2016 to Rs. 12.66 Lakh for the FY 2017, which attributes to a little decrease of 0.71% in Finance cost.

Depreciation and Amortisation

The total depreciation during FY 2017 was Rs.87.04 Lakh and during FY 2016 it was Rs. 88.13 Lakh showing an decrease of 1.24%.

Profit before Tax (PBT)

The PBT for the FY 2017 stood at 17.81% of the total revenue of the FY 2017 as against PBT margin of 24.41% of the total revenue for the FY 2016. There was a decrease of 36.53% in PBT of FY 2017 in comparison to PBT of FY 2016.

Profit after Tax

The company has earned a profit of Rs. 464.74 Lakh in the FY 2017 as against Rs. 727.41 Lakh in the FY 2016. The decrease in PAT was on account of decrease in Turnover and rise in Expenses of the Company.

COMPARISON OF FY 2016 WITH FY 2015

Total Income

The Total revenue from operations for the FY 2016 was Rs. 3736.12 Lakh as compared to Rs. 3844.23 Lakh during the FY 2015 showing a decrease of 2.81%. The decrease in revenue was attributable to the decrease in the sale of Services of the Company. The other income was Rs.198.71 Lakh in FY 2016 as compared to Rs. 21.48 Lakh in FY 2015, which showed an enormous growth of 825.09%. The Total income for the FY 2016 was Rs. 3934.83 Lakh as compared to Rs. 3865.71 Lakh during the FY 2015.

Expenditure:

Employee Benefit Expenses

Employee Benefit expenses were increased to Rs. 1818.31 Lakh in FY 2016 from that of Rs. 1549.58 Lakh in FY 2015 showing increment of 17.34% on account of increase in salary/wages.

Other Expenses

Other Expenses were decreased to Rs. 1049.01 Lakh in FY 2016 from that of Rs. 1297.15 Lakh in FY 2015 showing a decline of 19.13%. There was a decline of Rs. 100.64 Lakhs in Bad Debts Written off, Provisions for Bad Debts and CSR Expenses. And also, the Other Administrative expenses had fall by 147.50 Lakh.

Finance Cost

Finance Cost was increased to Rs. 12.75 Lakh in FY 2016 from that of Rs. 3.83 Lakh for the FY 2015 showing a huge growth of 232.90%. The increase in the finance cost was on account of increase in interest Expenses.

Depreciation

The total depreciation during FY 2016 was Rs. 88.13 Lakh and during FY 2015 it was Rs. 134.84 Lakh.

Profit before Tax (PBT)

The PBT for the FY 2016 was 24.41% of the total revenue of FY 2016 as against that of 22.42% of total revenue for the FY 2015. The PBT was increased on account of decline of Expenses.

Profit after Tax

There was a Profit of Rs. 727.41 Lakh in FY 2016 as against to a Profit of Rs. 565.16 Lakh in FY 2015 showing a substantial growth of 28.71%.

Related Party Transactions

For further information please refer Annexure no. XXII on page no. 202 under Chapter titled "Financial Information' of our Company beginning on page 178 of this Prospectus.

Financial Market Risks

We are exposed to financial market risks from changes in borrowing costs, interest rates and inflation.

Interest Rate Risk

We are currently exposed to interest rate risks to the extent of outstanding loans. However, any rise in future borrowings may increase the risk.

Effect of Inflation

We are affected by inflation as it has an impact on the operating cost, staff costs etc. In line with changing inflation rates, we rework our margins so as to absorb the inflationary impact.

OTHER MATTERS

1. **Unusual or infrequent events or transactions.**

   Except as described in this Prospectus, during the periods under review there have been no transactions or events, which in our best judgment, would be considered unusual or infrequent.

2. **Significant economic changes that materially affected or are likely to affect income from continuing operations**

   Our business has been subject, and we expect it to continue to be subject, to significant economic changes arising from the trends identified above in the uncertainties described in the section entitled 'Risk Factors' beginning on page no. 12 of the Prospectus. To our knowledge, except as we have described in the Prospectus, there are no known factors which we expect to bring about significant economic changes.

3. **Known trends or uncertainties that have had or are expected to have a material adverse impact on sales, revenue or income from continuing operations**

   Apart from the risks as disclosed under Section titled "Risk Factors" beginning on page no. 12 in this Prospectus, in our opinion there are no other known trends or uncertainties that have had or are expected to have a material adverse impact on revenue or income from continuing operations.

4. **Future changes in relationship between costs and revenues, in case of events such as future increase in labour or material costs or prices that will cause a material change are known**

   Our Company's future costs and revenues will be determined by demand/supply situation, government policies.

5. **Extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new services or increased sales prices**

   Increases in revenues are by and large linked to increases in volume of business.

6. **Total turnover of each major industry segment in which the issuer company operated**

   For details on the total turnover of the industry please refer to Chapter titled "Industry Overview" beginning on page no. 76 of the Prospectus.

7. Status of any publicly announced new project or business segment

Our Company has not announced any new project and segment.

8. The extent to which business is seasonal

Our Company's business is not seasonal. However the business of the company depends upon the Growth potential of the economy and growth of the country.

9. Any significant dependence on a single or few suppliers or customers.

Our top ten clients contributes 95.46% and 89.86% of our income from operations for fiscal 2017 and 2016 respectively and as our Company is in services industry, our main cost lies in Administrative and Employee Benefit expenses.

10. Competitive conditions:

Competitive conditions are as described under the Chapters titled "Industry Overview" and "Business Overview" beginning on pages no. 76 and 85 respectively of the Prospectus.

FINANCIAL INDEBTNESS

For detailed information of Financial Indebtness please refer Annexure – XXVI on page no. 212 of "Auditors Report and Financial Information of our Company".

SECTION VII –LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS

Except, as stated in this section and mentioned elsewhere in this Prospectus there are no litigations including, but not limited to suits, criminal proceedings, civil proceedings, actions taken by regulatory or statutory authorities or legal proceedings, including those for economic offences, tax liabilities, show cause notice or legal notices pending against our Company, Directors, Promoters, Group Companies or against any other company or person/s whose outcomes could have a material adverse effect on the business, operations or financial position of the Company and there are no proceedings initiated for economic, civil or any other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under paragraph (a) of Part I of Schedule V of the Companies Act, 2013) other than unclaimed liabilities of our Company, and no disciplinary action has been taken by SEBI or any stock exchange against the Company, Directors, Promoters or Group Companies.

Except as disclosed below there are no

a) litigation or legal actions, pending or taken, by any Ministry or department of the Government or a statutory authority against our Promoters during the last five years;
   - Mr. Pradeep Misra having DIN: 01386739 is disqualified from acting as director for the period commencing from 1st November 2014 to 31st October 2019 due to non filing of financial statements or annual returns for continuous period of 3 financial years. Though Company has filed required forms with the concerned Registrar of Companies for removal of the same however we are not sure that no legal action will be taken by the ROC further in this regard.
b) direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action;
c) pending proceedings initiated against our Company for economic offences;
d) default and non-payment of statutory dues by our Company;
e) inquiries, inspections or investigations initiated or conducted under the Companies Act, 2013 or any previous companies law in the last five years against our Company and Subsidiaries including fines imposed or compounding of offences done in those five years;
f) material frauds committed against our Company in the last five years.

There are no Outstanding Material Dues to creditors; or outstanding dues to small scale undertakings and other creditors.

Pursuant to SEBI ICDR Regulations, all other pending litigations except criminal proceedings, statutory or regulatory actions and taxation matters involving our Company, Promoters, Directors and Group Companies, would be considered material for the purposes of disclosure if the monetary amount of claim by or against the entity or person in any such pending matter exceeds 10% of turnover or networth of the Company whichever is higher as determined by our Board, in its meeting held on January 29, 2018.

Accordingly, we have disclosed all outstanding litigations involving our Company, Promoters, Directors and Group Companies which are considered to be material. In case of pending civil litigation proceedings wherein the monetary amount involved is not quantifiable, such litigation has been considered material only in the event that the outcome of such litigation has an adverse effect on the operations or performance of our Company. Unless otherwise stated to contrary, the information provided is as of date of this Prospectus.

A. OUTSTANDING LITIGATIONS

1. Outstanding litigations involving the Company:

(a) Litigations by Company:

Type of case	Litigation Number/ Case Number	Defendant	Amount involved	Status of Litigation
Execution Petition	Execution/8/ 2017	Agra Nagar Nigam	Rs. 3,136,976 + Interest = Rs. 50 lakh (approx., as on date)	Agra Nagar Nigam filed appeal before Allahabad High Court, against the order dated 28.08.2017 in Misc Civil 512/2016, REPL appeared as caveator on 02.11.2017 & now as per last written order in FAFO No. 3456 OF 2017, dated 17.04.2018, the appeal is listed for disposal in the next cause list. As the appeal is pending in Allahabad High Court, therefore, the lower court is not proceeding further w.r.t. execution petition & is waiting for the outcome in FAFO No. 3456 of 2017.
Execution Petition	OMP (ENF.) (COMM.) 3/2017	UP Infraestate Pvt. Ltd. &Ors	Rs. 45,000,000	As per last order dated 09.05.2018, the Hon'ble Judge ordered for issuance of fresh Warrants of Attachments. Hon'ble Judge also ordered for issuance of Bailable Warrants against Directors namely Mr. Abhay Kesarwani, Mr, Sanjeev Srivastava, Mr. Manoj Dwivedi & Mr. Amal Kumar Verma for their appearance before Hon'ble High Court on the next date of hearing. As per order, S.S.P. Lucknow, UP will ensure compliance of order of the court. The next date of hearing is 03.08.2018.

Case U/s 138 NI Act for Cheque Bounce of Rs. 2.00 Cr	CC/432/2017	UP Infraestate Pvt. Ltd. & Ors	Rs. 20,000,000	On last date of hearing i.e. on 29.05.2018, the Hon'ble Judge ordered for summons of accused no. 1 & 2. Accused No. 3 was present in the court. Now the case is fixed for further proceedings on 27.11.2018.

(b) Litigation against Company:

Type of case	**Litigation Number/ Case Number**	**Plaintiff**	**Amount involved**	**Status of Litigation**
Appeal against the order/judgement dated 28.08.2017 of District & Session Judge, Agra, U.P. dismissing Application U/s 34 of the Arbitration & Conciliation Act	FAFO/3456/2017	Agra Nagar Nigam	Rs. 3,136,976/- + Interest = Rs. 50 lac (approx., as on date)	As per last written order in FAFO No. 3456 OF 2017, dated 17.04.2018, the appeal is listed for disposal in the next cause list.
TDS Demand u/s 201 for A.Y 2017-18	-	Income Tax Department	Rs. 113,905.40	Pending
TDS Demand u/s 201 for A.Y 2016-17	-	Income Tax Department	Rs. 2,400	Pending
TDS Demand u/s 201 for A.Y 2015-16	-	Income Tax Department	Rs. 18,505.10	Pending
TDS Demand u/s 201 for A.Y 2014-15	-	Income Tax Department	Rs. 50,163.92	Pending
TDS Demand u/s 201 for previous years	-	Income Tax Department	Rs. 165,243.79	Pending

2. Outstanding litigations involving our Promoters:

(a) Litigations by our Promoters:

Type of case	Litigation Number/ Case Number	Defendant	Amount involved	Status of Litigation
Application U/s 156(3) CrPC along with Criminal Complaint U/s 190 & 200 of CrPC	CC/8809/2017	Peepees International Pvt. Ltd. & Ors	No amount Involved	As per last order dated 20.03.2018, the matter is listed for arguments on the application u/s 156(3) Cr.PC ON 26.07.2018.

(b) Litigations against our Promoters:

Type of case	Litigation Number/ Case Number	Plaintiff	Amount involved	Status of Litigation
Original Application	Original Application No. 85/2005	Assets Reconstruction Company (India) Ltd.	Rs. 78,42,848/- + penalties, future interest & costs	For report of CFSL & for Further Directions

3. Outstanding litigations involving the our directors

(a) Litigations by our directors, Except Mr. Pradeep Misra:

Type of case	Litigation Number/ Case Number	Defendant	Amount involved	Status of Litigation
NA	NA	NA	NA	NA

(b) Litigation against our directors:

Type of case	Litigation Number/ Case Number	Defendant	Amount involved	Status of Litigation
NA	NA	NA	NA	NA

4. Outstanding litigations involving the our Group Companies/Entities

(a) Litigations by our Promoter Group Companies/Group Entities:

Name of Company	Type of case	Litigation Number/ Case Number	Defendant	Amount involved	Status of Litigation
IM+ Investments And Capitals Pvt Ltd	Appeal against the order U/S 143(3) of Income Tax Act 1961 with commissioner of Income Tax (Appeals) -50 For A.Y 2014-15	CIT(A)-50/10425/2016-17	Office of Income tax, Mumbai	Rs. 6,997,660	Pending

Star Living Infrastructure Advisors LLP	Case U/s 138 NI Act regarding the matter listed before Judicial Magistrate of First Class, Gurgaon	138 NI Act/18578/2017	Sunshine Trade Tower Pvt Ltd& Others	Rs. 2,020,000	Warrant
Star Living Infrastructure Advisors LLP	Case U/s 138 NI Act regarding the matter listed before Judicial Magistrate of First Class, Gurgaon for pre-summoning witness.	138 NI Act/3362/2018	Sunshine Trade Tower Pvt Ltd & Others	Rs. 2,9040,000	Summoning
New Modern Buildwell Private Limited	Case U/s 138 NI Act for 4 Cheque Bounce total amounting to Rs. 8 Lac.	CC/1088/2017	RajeskKok kapurath	Rs. 800,000	For summoning the accused person.
New Modern Buildwell Private Limited	Case U/s 138 NI Act for 4 Cheque Bounce total amounting to Rs. 8 Lac.	CC/2436/2017	RajeskKok kapurath	Rs. 800,000	For summoning the accused person.
New Modern Buildwell Private Limited	Case U/s 138 NI Act for 4 Cheque Bounce total amounting to Rs. 10 Lakh	CC/1455/2018	RajeskKok kapurath	Rs. 1,000,000	For summoning the accused person.
New Modern Buildwell Private Limited	Notice u/s 143(2) of Income tax Act, 1961 for A.Y 2016-17	ITBA/AST/S/143(2)/2017-18/1006389731(1)	Office of Income tax, Delhi	No Amount involved	Pending
Ranch Buildwell Private Limited	Benama Cancellation/Injunction/Disposal of 6C	OS/373/2017	Rajan & Ors.	No amount involved	For notice to opposite parties.

(b) Litigations against our Promoter Group Companies/ Group Entities:

Against Promoter Group, Group Companies of the Issuer Company					
Name of Company	**Type of case**	**Litigation Number/ Case Number**	**Plaintiff**	**Amount involved**	**Status of Litigation**
Pushp Products Private Limited	Intimation U/s 143 (1) Dt.17.03.18 for A.Y 2016-17	CPC/1617/A6/1727501221	Office of Income tax, Delhi	Rs. 1,072,470	Rectification filed

Pradeep Richa Educare Foundation	Intimation U/s 143 (1) Dt.21.02.18 for A.Y 2016-17	CPC/1617/A7/ 1728042555	Office of Income tax, Delhi	Rs. 2,833,280	Rectification filed online.
IM+ Investments and Capitals Pvt Ltd	Notice of Demand U/S 156 of Income Tax Act 1961 for A.Y 2015-16	DCIT/CC-8(2)/143(2)/ 2016-17	Office of Income tax, Mumbai	Rs. 634,960	Pending
Marten Developers Private Limited	Benama Cancellation /Disposal of 6C	OS/60/2016	Anwar	No amount involved	For Written Statement/Settlement, if any.
Vinayaka Finlease Pvt Ltd	Assessment under Sub Section (1) Of Section 142 of the Income Tax Act, 1961	ITBA/AST/F/142(1)/2017-18/1008852366(1)	Office of Income tax, Kolkata	No Amount Involved	Pending

B. OUTSTANDING DUES TO CREDITORS

Amount outstanding to Creditors
The outstanding dues to creditors as per standalone restated financials as on December 31, 2017 amounts to Rs. 245.25 Lakhs.

Amount Outstanding to Small Scale Industrial Undertaking
The Company owes no amount to Small Scale Industrial Undertaking.

C. MATERIAL DEVELOPMENTS SINCE LAST AUDITED BALANCE SHEET DATE FOR PERIOD ENDED ON 31.12.2017

Except as disclosed herein below, there are no material developments since December 31, 2017, which significantly affect the operations, performance, prospects or financial condition of our Company.

- The members of the Company have passed preferential issue of equity shares in their Extra Ordinary General Meeting held on January 06, 2018 & the board of directors passed resolution for allotment of shares on January 29, 2018.

- The member of the Company have Increased the Authorised Share Capital from Rs. 17.00 Crore Equity Shares to Rs. 20.00 Crore in their Extra Ordinary General Meeting held on March 08, 2018

GOVERNMENT AND OTHER STATUTORY APPROVALS

The Company has received the necessary consents, licenses, permissions and approvals from the Government and various governmental agencies required for its present business and except as mentioned below, no further approvals are required for carrying on the Company's present business.

In view of the approvals listed below, the Company can undertake this Issue and its current business activities and no further major approvals from any governmental or regulatory authority or any other entity are required to undertake the Issue or continue its business activities. Unless otherwise stated, these approvals are all valid as of the date of this Prospectus.

Approvals for the Issue

1. The Board of Directors have, pursuant to resolutions passed at its meeting held on November 29, 2017 authorised the Issue, subject to the approval by the shareholders of the Company under Section 62 (1) (c) read with Section 26 & Section 42 of the Companies Act 2013.

2. The shareholders have, pursuant to a resolution dated December 05, 2017 underSection 62 (1) (c) of the Companies Act 2013 read with Section 26 & Section 42, authorized the Issue.

3. The Company has obtained approval from NSE vide its letter dated June 06, 2018 to use the name of NSE in this Offer document for listing of equity shares on SME Platform of NSE. NSE is the Designated Stock Exchange.

Agreements with Depositories

1. The Company has entered into an agreement dated February 07, 2018 with the Central Depository Services (India) Limited ("CDSL") and the Registrar and Transfer Agent, who in this case is, Skyline Financial Services Private Limited for the dematerialization of its shares.

2. Also, the Company has also entered into an agreement dated February 16, 2018 with the National Securities Depository Limited ("NSDL") and the Registrar and Transfer Agent, who in this case is Skyline Financial Services Private Limited for the dematerialization of its shares.

3. The Company's International Securities Identification Number ("ISIN") is INE364Z01019.

Incorporation and other Details

1. Our Company was initially incorporated as private limited Company on September 01, 1992, in the name and style of "RUDRABHISHEK ENTERPRISES PRIVATE LIMITED" under the provisions of the Companies Act, 1956 with the Registrar of Companies, Delhi & Haryana, subsequently, the Company was converted into public company and consequent to the conversion name of our Company was changed to "RUDRABHISHEK ENTERPRISES LIMITED" pursuant to a Shareholders Resolution passed at Annual General Meeting held on September 28, 2017 and a Fresh Certificate of Incorporation was issued by the Registrar of Companies, Delhi & Haryana consequent upon conversion dated November 03, 2017 issued.

2. The Corporate Identity Number (CIN) is U74899DL1992PLC050142.

Approvals/ Licenses in Relation to the Business of our Company

We require various approvals and/ or licenses under various rules and regulations to conduct our business. Some of the material approvals required by us to undertake our business activities are set out below:

Government and other approvals:

S.No.	Name of Registration	Name of Issuing Authority/Department	License/Registration No.	Validity
1.	Permanent Account Number (PAN)	Income Tax Department, Government of India	AAACR0707L	Permanent
2.	Tax Deduction and Collection Account Number(TAN)	National Securities Depository Limited, New Delhi	DELR10535A	Permanent
3.	Corporate Identity Number (CIN)	Registrar of Companies, National Capital Territory of Delhi and Haryana	U74899DL1992PLC050142	Permanent
4.	Goods and Service Tax Registration**	Excise and Taxation Department of Government of Delhi	Please see the below table**	Permanent
5.	Certificate of Registration under Employees Provident Funds and Miscellaneous Act, 1952	Employees Provident Fund Organisation, Delhi	DL/35759	Permanent
6.	Certificate of under Employee State Insurance Act 1948	Ministry of labour & Employment	11401104181001	Permanent
7.	Certificate of under Employee State Insurance Act 1948	Ministry of labour & Employment	21111104180011001	Permanent
8.	Certificate of under Employee State Insurance Act 1948	Ministry of labour & Employment	21111104180021001	Permanent
9.	Registration Certificate of establishment	Department of labour, Govt of NCT of Delhi & Haryana	2014057395	Permanent
10.	ISO Certificate	International Standardization Organisation	PCMS/QMS/2579-2015	Valid till 15/09/2018

****Goods and Service Tax Registration**

Branches	Address	GST registration number
Delhi	820, Antriksh Bhawan, 22 KG Marg, Connaught Place, New Delhi – 110001	07AAACR0707L1ZI
Noida	A-6, Sector-58, NOIDA-201 301, India	09AAACR0707L2ZD
Lucknow	Ground Floor, YUVA Bhawan, YMCA Campus, 13, Rana Pratap Marg, Lucknow - 226 001, India	09AAACR0707L2ZD
Allahabad	50, 11, Lohia Margh, Civil lines, UP 211001	09AAACR0707L2ZD
Indore	House No. – 274, Saket Nagar, Indore (M.P.) – 452018, India	23AAACR0707L1ZO

INTELLECTUAL PROPERTY RELATED APPROVALS/REGISTRATIONS

Trademark	Date of Application	Trademark No.	Class	Current Status
	04/04/2007	1551228	35	Registered

Besides the above there are no pending approvals to be applied for by the Company as far as the present business is concerned.

IT MUST, HOWEVER BE, DISTINCTLY UNDERSTOOD THAT IN GRANTING THE ABOVE-MENTIONED APPROVALS, THE CENTRAL GOVERNMENT, STATE GOVERNMENT, RBI AND OTHER AUTHORITIES DO NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE COMPANY OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS.

OTHER REGULATORY AND STATUTORY DISCLOSURES

AUTHORITY FOR THE PRESENT ISSUE

1. This Issue has been authorised by a resolution passed by our Board of Directors at its meeting held on November 29, 2017.

2. The shareholders of our Company have authorised this Issue by their Special Resolution passed pursuant to Section 62 (1) (c) of the Companies Act, 2013, at its Extra-Ordinary General Meeting held on December 05, 2017 and authorised the Board to take decisions in relation to this Issue.

3. The Company has obtained approval from NSE vide its letter dated June 06, 2018 to use the name of NSE in this Offer document for listing of equity shares on SME Platform of NSE. NSE is the Designated Stock Exchange.

4. Our Board has approved the Prospectus through its resolution dated June 07, 2018.

PROHIBITION BY SEBI

The Company, Promoters, Directors and Promoter Group entities, have not been prohibited from accessing or operating in capital markets under any order or direction passed by SEBI.

The companies, with which any of the Promoters, Directors or persons in control of our Company are or were associated as promoters, directors or persons in control, have not been prohibited from accessing or operating in capital markets under any order or direction passed by SEBI.

Except Mr. Pradeep Misra none of the Directors are associated with the securities market in any manner and Board has not initiated any action against the said entities.

PROHIBITION BY RBI

Neither our Company, our Promoters, our Promoter Group, our Group Companies, relatives of our Promoters (as defined under the Companies Act), our Directors and companies with which our Directors are associated as directors or promoters have not been declared as willful defaulters by RBI / government authorities and there are no violations of securities laws committed by them in the past and no proceedings are pending against them.

ELIGIBILITY FOR THE ISSUE

Our Company is eligible for the Issue in accordance with Regulation 106 (M) (2) of Chapter XB of the SEBI (ICDR) Regulations, 2009, as amended from time to time, whereby, an issuer whose post issue face value capital exceed Rs. 10 crore (Rupees Ten Crore only) but upto Rs. 25 crore (Rupees Twenty Five Crore), may also issue shares in accordance with provisions of Chapter XB of the SEBI (ICDR) Regulations, 2009.

We confirm that:

a) In accordance with Regulation 106(P) of the SEBI (ICDR) Regulations, this Issue will be hundred per cent underwritten and that the Lead Managers to the Issue will underwrite more than 15% of the Total Issue Size. For further details pertaining to said underwriting refer to "General Information" on page no. 49.

b) In accordance with Regulation 106(R) of the SEBI (ICDR) Regulations, we shall ensure that the total number of proposed allottees in the Issue is greater than or equal to fifty, otherwise, the entire application money will be refunded forthwith. If such money is not repaid within Eight (8) days from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of eight (8) days, be liable to repay such application money, with interest as prescribed under section 40 of the Companies Act, 2013.

c) In accordance with Regulation 106(O) the SEBI (ICDR) Regulations, we have not filed any Draft Offer Document with SEBI nor has SEBI issued any observations on our Offer Document. Also, we shall ensure that our Lead Managers submits the copy of along with a Due Diligence Certificate including additional confirmations as required to SEBI at the time of filing the Prospectus with Stock Exchange and the Registrar of Companies.

d) In accordance with Regulation 106(V) of the SEBI (ICDR) Regulations, we have entered into a tripartite agreement with the Lead Managers and Market Maker to ensure compulsory Market Making for a minimum period of three years from the date of listing of equity shares offered in this Issue. For further details of the arrangement of market making refer to the section titled "General Information – Details of the Market Making Arrangements for this Issue" on page 49.

We further confirm that we shall be complying with all the other requirements as laid down for such an offer under Chapter XB of SEBI (ICDR) Regulations, as amended from time to time and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

As per Regulation 106(M)(3) of SEBI (ICDR) Regulations, 2009, the provisions of Regulations 6(1), 6(2), 6(3), Regulation 8, Regulation 9, Regulation 10, Regulation 25, Regulation 26, Regulation 27 and Sub-regulation (1) of Regulation 49 of SEBI (ICDR) Regulations, 2009 shall not apply to us in this Issue.

e) There has been no change in the promoter/s of the Company in the preceding one year from date of filing application to NSE for listing on EMERGE Platform of NSE.

f) Our Company has positive cash accruals (earnings before depreciation and tax) from operations for at least 2 financial years preceding the application and its net-worth as on March 31, 2017 is positive.

g) As on the date of this Prospectus, our Company has a paid up capital of Rs. 1277.05 lakhs which is more than Rs. 1,000 lakhs and the Post Issue Paid-up Equity Share Capital will be Rs. 1733.95 Lakhs which is less than 2,500 lakhs.

h) Our Company has not been referred to the Board for Industrial and Reconstruction (BIFR).

i) There is no winding up petition against the Company, which has been admitted by the court or a liquidator has not been appointed.

j) We confirm that no material regulatory or disciplinary action by a stock exchange or regulatory authority has been taken in the past three years against our Company.

k) We have a website www.repl.global

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF OFFER DOCUMENT TO SEBI SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE OFFER DOCUMENT. THE LEAD MANAGERS, CORPORATE CAPITALVENTURES PRIVATE LIMITED AND KHAMBATTA SECURITIES LIMITED, HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE OFFER DOCUMENT ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 IN FORCE FOR THE TIME BEING. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING AN INVESTMENT IN THE PROPOSED ISSUE.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THIS PROSPECTUS, THE LEAD MANAGERS, CORPORATE CAPITALVENTURES PRIVATE LIMITED AND KHAMBATTA SECURITIES LIMITED ARE EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE LEAD MERCHANT BANKER, CORPORATE CAPITALVENTURES PRIVATE LIMITED AND KHAMBATTA SECURITIES LIMITED HAVE FURNISHED TO STOCK EXCHANGE A DUE DILIGENCE CERTIFICATE DATED JUNE 07, 2018, WHICH SHALL ALSO BE SUBMITTED TO SEBI AFTER REGISTERING THE PROSPECTUS WITH ROC AND BEFORE OPENING OF THE ISSUE IN ACCORDANCE WITH THE SEBI (MERCHANT BANKERS) REGULATIONS, 1992 AS FOLLOWS:

1. WE HAVE EXAMINED VARIOUS DOCUMENTS INCLUDING THOSE RELATING TO LITIGATION LIKE COMMERCIAL DISPUTES, PATENT DISPUTES, DISPUTES WITH COLLABORATORS, ETC. AND OTHER MATERIAL IN CONNECTION WITH THE FINALISATION OF THIS PROSPECTUS PERTAINING TO THE SAID ISSUE;

2. ON THE BASIS OF SUCH EXAMINATION AND THE DISCUSSIONS WITH THE ISSUER, ITS DIRECTORS AND OTHER OFFICERS, OTHER AGENCIES, AND INDEPENDENT VERIFICATION OF THE STATEMENTS CONCERNING THE OBJECTS OF THE ISSUE, PRICE JUSTIFICATION AND THE CONTENTS OF THE DOCUMENTS AND OTHER PAPERS FURNISHED BY THE ISSUER, WE CONFIRM THAT:

A. THE PROSPECTUS FILED WITH THE EXCHANGE IS IN CONFORMITY WITH THE DOCUMENTS, MATERIALS AND PAPERS RELEVANT TO THE ISSUE;

B. ALL THE LEGAL REQUIREMENTS RELATING TO THE ISSUE AS ALSO THE REGULATIONS GUIDELINES, INSTRUCTIONS, ETC. FRAMED/ISSUED BY THE BOARD, THE CENTRAL GOVERNMENT AND ANY OTHER COMPETENT AUTHORITY IN THIS BEHALF HAVE BEEN DULY COMPLIED WITH; AND

C. THE DISCLOSURES MADE IN THE PROSPECTUS ARE TRUE, FAIR AND ADEQUATE TO ENABLE THE INVESTORS TO MAKE A WELL INFORMED DECISION AS TO THE INVESTMENT IN THE PROPOSED ISSUE AND SUCH DISCLOSURES ARE IN ACCORDANCE WITH THE REQUIREMENTS OF THE COMPANIES ACT, 1956, THE COMPANIES ACT, 2013 (TO THE EXTENT NOTIFIED), THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 AND OTHER APPLICABLE LEGAL REQUIREMENTS.

3. WE CONFIRM THAT BESIDES OURSELVES, ALL THE INTERMEDIARIES NAMED IN THE PROSPECTUS ARE REGISTERED WITH THE BOARD AND THAT TILL DATE SUCH REGISTRATION IS VALID.

4. WE HAVE SATISFIED OURSELVES ABOUT THE CAPABILITY OF THE UNDERWRITER TO FULFIL THEIR UNDERWRITING COMMITMENTS.

5. WE CERTIFY THAT WRITTEN CONSENT FROM PROMOTERS HAS BEEN OBTAINED FOR INCLUSION OF THEIR SPECIFIED SECURITIES AS PART OF PROMOTERS CONTRIBUTION SUBJECT TO LOCK-IN AND THE SPECIFIED SECURITIES PROPOSED TO FORM PART OF PROMOTERS CONTRIBUTION SUBJECT TO LOCK-IN SHALL NOT BE DISPOSED / SOLD / TRANSFERRED BY THE PROMOTERS DURING THE PERIOD STARTING FROM THE DATE OF FILING OF THE PROSPECTUS WITH THE BOARD TILL THE DATE OF COMMENCEMENT OF LOCK-IN PERIOD AS STATED IN THE PROSPECTUS.

6. WE CERTIFY THAT REGULATION 33 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, WHICH RELATES TO SPECIFIED SECURITIES INELIGIBLE FOR COMPUTATION OF PROMOTERS CONTRIBUTION, HAS BEEN DULY COMPLIED WITH AND APPROPRIATE DISCLOSURES AS TO COMPLIANCE WITH THE SAID REGULATION HAVE BEEN MADE IN THE PROSPECTUS.

7. WE UNDERTAKE THAT SUB-REGULATION (4) OF REGULATION 32 AND CLAUSE (C) AND (D) OF SUB-REGULATION (2) OF REGULATION 8 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 SHALL BE COMPLIED WITH. WE CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS CONTRIBUTION SHALL BE RECEIVED AT LEAST ONE DAY BEFORE THE OPENING OF THE ISSUE. WE UNDERTAKE THAT AUDITORS' CERTIFICATE TO THIS EFFECT SHALL BE DULY SUBMITTED TO THE BOARD. WE FURTHER CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE KEPT IN AN ESCROW ACCOUNT WITH A SCHEDULED COMMERCIAL BANK AND SHALL BE RELEASED TO THE ISSUER ALONG WITH THE PROCEEDS OF THE PUBLIC ISSUE. – NOT APPLICABLE

8. WE CERTIFY THAT THE PROPOSED ACTIVITIES OF THE ISSUER FOR WHICH THE FUNDS ARE BEING RAISED IN THE PRESENT ISSUE FALL WITHIN THE "MAIN OBJECTS" LISTED IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OR OTHER CHARTER OF THE ISSUER AND THAT THE ACTIVITIES WHICH HAVE BEEN CARRIED OUT UNTIL NOW ARE VALID IN TERMS OF THE OBJECT CLAUSE OF ITS MEMORANDUM OF ASSOCIATION.

9. WE CONFIRM THAT NECESSARY ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT THE MONEYS RECEIVED PURSUANT TO THE ISSUE ARE KEPT IN A SEPARATE BANK ACCOUNT AS PER THE PROVISIONS OF SUB-SECTION (3) OF SECTION 40 OF THE COMPANIES ACT, 2013 AND THAT SUCH MONEYS SHALL BE RELEASED BY THE SAID BANK ONLY AFTER PERMISSION IS OBTAINED FROM THE STOCK EXCHANGE MENTIONED IN THIS PROSPECTUS. WE FURTHER CONFIRM THAT THE AGREEMENT ENTERED INTO BETWEEN THE BANKERS TO THE ISSUE AND THE ISSUER SPECIFICALLY CONTAINS THIS CONDITION – NOTED FOR COMPLIANCE

10. WE CERTIFY THAT A DISCLOSURE HAS BEEN MADE IN THE PROSPECTUS THAT THE INVESTORS SHALL BE GIVEN AN OPTION TO GET THE SHARES IN DEMAT OR PHYSICAL MODE – NOT APPLICABLE, AS IN TERMS OF THE PROVISIONS OF SECTION 29 OF THE COMPANIES ACT, 2013, THE SHARES ISSUED IN THE PUBLIC ISSUE SHALL BE IN DEMAT MODE ONLY.

11. WE CERTIFY THAT ALL THE APPLICABLE DISCLOSURES MANDATED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 HAVE BEEN MADE IN ADDITION TO DISCLOSURES WHICH, IN OUR VIEW, ARE FAIR AND ADEQUATE TO ENABLE THE INVESTOR TO MAKE A WELL INFORMED DECISION.

12. WE CERTIFY THAT THE FOLLOWING DISCLOSURES HAVE BEEN MADE IN THE PROSPECTUS:

A. AN UNDERTAKING FROM THE ISSUER THAT AT ANY GIVEN TIME, THERE SHALL BE ONLY ONE DENOMINATION FOR THE EQUITY SHARES OF THE ISSUER, AND

B. AN UNDERTAKING FROM THE ISSUER THAT IT SHALL COMPLY WITH SUCH DISCLOSURE AND ACCOUNTING NORMS SPECIFIED BY THE BOARD FROM TIME TO TIME.

13. WE UNDERTAKE TO COMPLY WITH THE REGULATIONS PERTAINING TO ADVERTISEMENT IN TERMS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 WHILE MAKING THE ISSUE - NOTED FOR COMPLIANCE

14. WE ENCLOSE A NOTE EXPLAINING HOW THE PROCESS OF DUE DILIGENCE HAS BEEN EXERCISED BY US IN VIEW OF THE NATURE OF CURRENT BUSINESS BACKGROUND OF THE ISSUER, SITUATION AT WHICH THE PROPOSED BUSINESS STANDS, THE RISK FACTORS, PROMOTERS EXPERIENCE, ETC.

15. WE ENCLOSE A CHECKLIST CONFIRMING REGULATION-WISE COMPLIANCE WITH THE APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, CONTAINING DETAILS SUCH AS THE REGULATION NUMBER, ITS TEXT, THE STATUS OF COMPLIANCE, PAGE NUMBER OF THE PROSPECTUS WHERE THE REGULATION HAS BEEN COMPLIED WITH AND OUR COMMENTS, IF ANY.

16. WE ENCLOSE STATEMENT ON PRICE INFORMATION OF PAST ISSUES HANDLED BY MERCHANT BANKERS, AS PER FORMAT SPECIFIED BY THE BOARD THROUGH CIRCULAR.

17. WE CERTIFY THAT PROFITS FROM RELATED PARTY TRANSACTIONS HAVE ARISEN FROM LEGITIMATE BUSINESS TRANSACTIONS.

ADDITIONAL CONFIRMATIONS/CERTIFICATIONS TO BE GIVEN BY MERCHANT BANKERS IN DUE DILIGENCE CERTIFICATE TO BE GIVEN ALONG WITH OFFER DOCUMENT REGARDING SME EXCHANGE.

(1) WE CONFIRM THAT NONE OF THE INTERMEDIARIES NAMED IN THE PROSPECTUS HAVE BEEN DEBARRED FROM FUNCTIONING BY ANY REGULATORY AUTHORITY.

(2) WE CONFIRM THAT ALL THE MATERIAL DISCLOSURES IN RESPECT OF THE ISSUER HAVE BEEN MADE IN PROSPECTUS AND CERTIFY THAT ANY MATERIAL DEVELOPMENT IN THE ISSUER OR RELATING TO THE ISSUE UP TO THE COMMENCEMENT OF LISTING AND TRADING OF THE SPECIFIED SECURITIES OFFERED THROUGH THIS ISSUE SHALL BE INFORMED THROUGH PUBLIC NOTICES/ ADVERTISEMENTS IN ALL THOSE NEWSPAPERS IN WHICH PRE-ISSUE ADVERTISEMENT AND ADVERTISEMENT FOR OPENING OR CLOSURE OF THE ISSUE HAVE BEEN GIVEN.

(3) WE CONFIRM THAT THE ABRIDGED PROSPECTUS CONTAINS ALL THE DISCLOSURES AS SPECIFIED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009. NOTED FOR COMPLIANCE.

(4) WE CONFIRM THAT AGREEMENTS HAVE BEEN ENTERED INTO WITH THE DEPOSITORIES FOR DEMATERIALISATION OF THE SPECIFIED SECURITIES OF THE ISSUER.

(5) WE CERTIFY THAT AS PER THE REQUIREMENTS OF FIRST PROVISO TO SUB-REGULATION (4) OF REGULATION 32 OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, CASH FLOW STATEMENT HAS BEEN PREPARED AND DISCLOSED IN THE PROSPECTUS. NOT APPLICABLE

(6) WE CONFIRM THAT UNDERWRITING AND MARKET MAKING ARRANGEMENTS AS PER REQUIREMENTS OF REGULATION 106P AND 106V OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 HAVE BEEN MADE.

Note:
The filing of the Prospectus does not, however, absolve REPL from any liabilities under section 34, Section 35 and 36 of the Companies Act, 2013 or from the requirement of obtaining such statutory or other clearances as may be required for the purpose of the proposed issue. SEBI further reserves the right to take up, at any point of time, with the lead merchant banker any irregularities or lapses in Prospectus.

CAUTION – Disclaimer from our Company, our Directors and the Lead Managers

Our Company, its Directors and the Lead Managers accept no responsibility for statements made otherwise than in this Prospectus or in the advertisements or any other material issued by or at our instance and anyone placing reliance on any other source of information, including our website, http://www.repl.global, would be doing so at his or her own risk.

The Lead Managers accepts no responsibility, save to the limited extent as provided in the MOU Agreement entered into between the Lead Managers and our Company dated May 19, 2018 and the

Underwriting Agreement dated May 24, 2018, entered into among the Lead Managers, the Underwriter and our Company and the Market Making Agreement dated May 19, 2018 entered into among the Lead Managers, the Market Maker and our Company.

All information shall be made available by our Company and the Lead Managers to the Applicants and public at large and no selective or additional information would be available for a section of the investors in any manner whatsoever, including at road show presentations, in research or sales reports, at collection centres or elsewhere.

The Lead Managers and their respective associates and affiliates may engage in transactions with, and perform services for our Company, our Group Entities and our respective affiliates and associates in the ordinary course of business, and have engaged, or may in the future engage in commercial banking and investment banking transactions with our Company or our Group Entities or their respective affiliates or associates for which they have received, and may in future receive compensation.

Note: Investors who apply in the Issue will be required to confirm and will be deemed to have represented to our Company, the Underwriter and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company and will not offer, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company. Our Company, the Underwriter and their respective directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares of our Company.

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

For details regarding the price information and track record of the past issue handled by the Lead Managers, as specified in Circular reference CIR/CFD/DIL/7/2015 dated October 30, 2015 issued by SEBI, please refer "Annexure A" to this Prospectus and the website of Lead Managers at www.ccvindia.com and www.khambattasecurities.com.

DISCLAIMER IN RESPECT OF JURISDICTION

This Issue is being made in India to persons resident in India (including Indian nationals resident in India who are not minors, HUFs, companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in shares, Indian Mutual Funds registered with SEBI, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), or trusts under applicable trust law and who are authorized under their constitution to hold and invest in shares, public financial institutions as specified in Section 2(72) of the Companies Act, 2013, VCFs, state industrial development corporations, insurance companies registered with Insurance Regulatory and Development Authority, provident funds (subject to applicable law) with minimum corpus of Rs. 2,500 Lakhs, pension funds with minimum corpus of Rs. 2,500 Lakhs and the National Investment Fund, and permitted non-residents including FPIs, Eligible NRIs, multilateral and bilateral development financial institutions, FVCIs and eligible foreign investors, provided that they are eligible under all applicable laws and regulations to hold Equity Shares of the Company. The Prospectus does not, however, constitute an invitation to purchase shares offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Prospectus comes is required to inform himself or herself about, and to observe, any such restrictions. Any dispute arising out of this Issue will be subject to the jurisdiction of appropriate court(s) in New Delhi only.

No action has been, or will be, taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that this Prospectus has been filed with National Stock Exchange of India Limited for its observations and National Stock Exchange of India Limited shall give its observations in due course. Accordingly, the Equity Shares represented hereby may not be offered or sold, directly or indirectly, and this Prospectus may not be distributed, in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Prospectus nor any sale hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of our Company since the date hereof or that the information contained herein is correct as of any time subsequent to this date.

The Equity Shares have not been, and will not be, registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Further, each applicant where required agrees that such applicant will not sell or transfer any Equity Shares or create any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with applicable laws, legislations and Prospectus in each jurisdiction, including India.

DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

As required, a copy of this Prospectus shall be submitted to National Stock Exchange of India Limited. NSE has given vide its letter dated June 06, 2018 permission to the Issuer to use the Exchange's name in this Offer Document as one of the stock exchanges on which this Issuer's securities are proposed to be listed. The Exchange has scrutinized this offer document for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Company. The Exchange does not in any manner:-

i. Warrant, certify or endorse the correctness or completeness of any of the contents of this offer document; or
ii. Warrant that this company's securities will be listed or will continue to be listed on the Exchange; or
iii. Take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company;

and it should not for any reason be deemed or construed that this offer document has been cleared or approved by the Exchange. Every person who desires to apply for or otherwise acquires any securities of this company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

FILING

The Draft Prospectus has not been filed with SEBI, nor has SEBI issued any observation on the Offer Document in terms of Regulation 106(M) (3) and 106 (O) of SEBI (ICDR) Regulations, 2009. However, a copy of the Prospectus shall be filed with SEBI Office, New Delhi, India. A copy of the Prospectus along with the documents required to be filed under Section 26 of the Companies Act, 2013 will be delivered to the ROC situated at Registrar of Companies, NCT of Delhi & Haryana

LISTING

The Company has obtained In-principle approval from NSE vide letter dated June 06, 2018 to use the name of NSE in this offer document for listing of equity shares on SME Platform of NSE.

In terms of Chapter XB of the SEBI (ICDR) Regulations, 2009, there is no requirement of obtaining In-Principle approval of the SME Platform of NSE. However, application shall be made to SME Platform of NSE for obtaining permission for listing of the Equity Shares being offered and sold in the Issue on its

SME Platform after the allotment in the Issue. NSE is the Designated Stock Exchange, with which the Basis of Allotment will be finalized for the Issue.

In case the permission for listing of the Equity Shares is not granted by the above mentioned Stock Exchange, our Company shall forthwith repay, without interest, all moneys received from the applicants in pursuance of the Prospectus. If such money is not repaid within 8 days after the day from which the Issuer becomes liable to repay it, our Company and every director of our Company who is an officer in default shall, on and from expiry of 8 days, be jointly and severally liable to repay that money with interest, at 15% per annum on the application monies as prescribed under Section 40 of the Companies Act, 2013.

Our Company with the assistance of the Lead Managers shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the Stock Exchanges mentioned above are taken within Six Working Days of Issue Closing Date.

CONSENTS

Consents in writing of: (a) the Directors, Promoters, Promoter Group, Company Secretary and Compliance Officer, Chief Financial Officer, Statutory Auditors, Peer Reviewed Auditors, Legal Advisors, the Bankers to the Company; and (b) the Lead Managers, Underwriters, Market Maker, Bankers to the Issue, and Registrar to the Issue to act in their respective capacities, have been obtained and would be filed along with a copy of the Prospectus with the ROC as required under Sections 26 and 32 of the Companies Act and such consents have not been withdrawn up to the time of delivery of the Prospectus for registration with the ROC.

In accordance with the Companies Act, 2013 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009, Sanjeev Neeru & Associates, Chartered Accountants, have given their written consent to the inclusion of their financial report in the form and context in which it appears in the Prospectus and such consent and report has not been withdrawn up to the time of delivery of the Prospectus for registration with the ROC.

EXPERT OPINION

Except for the Statement of Tax Benefits dated April 06, 2018 by Sanjeev Neeru & Associates, Chartered Accountants and the Auditors' Report dated June 06, 2018, by Independent Peer Review Certified Auditor M/s Sanjeev Neeru & Associates, Chartered Accountants, the Company has not obtained any expert opinions.

ISSUE RELATED EXPENSES

The expenses of this Issue include, among others, underwriting and management fees, selling commission, printing and distribution expenses, legal fees, statutory advertisement expenses and listing fees. The estimated expenses of the Issue are as follows:

Activity	Expense (in Lacs)	Expenses (% of total Issue Expenses)	Expenses (% of the Gross Issue Proceeds)
Payment to Merchant Banker, market making fees, selling commissions, Underwriting, SCSB commissions, brokerages, payment to other intermediaries such as Legal Advisors, Registrars, Bankers, etc. and other out of pocket expenses	120.00	74.07	6.41
Advertisement and Marketing expenses	31.00	19.14	1.65
Printing and Stationery (including courier and transportation charges)	5.00	3.09	0.27

Others (Processing fees, listing fee, Corporate Action charges etc)	6.00	3.70	0.32
Total Estimated Issue expenses	**162.00**	**100.00**	**8.65**

FEES PAYABLE TO THE LEAD MANAGERS

The total fees payable to the Lead Managers and (including underwriting commission and selling commission) will be as stated in the Memorandum of Understanding between the Company and the Lead Managers, a copy of which is available for inspection at the registered office of the Company.

FEES PAYABLE TO THE REGISTRAR TO THE ISSUE

The fees payable to the Registrar to the Issue for processing of application, data entry, printing of CAN/refund order, preparation of refund data on magnetic tape, printing of bulk mailing register will be as per the Memorandum of Understanding signed between the Company and the Registrar to the Issue, a copy of which is available for inspection at the registered office of the Company.

The Registrar to the Issue will be reimbursed for all out-of-pocket expenses including cost of stationery, postage, stamp duty and communication expenses. Adequate funds will be provided to the Registrar to the Issue to enable it to send refund orders or allotment advice by registered post/speed post/under certificate of posting.

PARTICULARS REGARDING PUBLIC OR RIGHTS ISSUES DURING THE LAST FIVE YEARS

We have not made any previous rights and/or public issues during the last five years, and are an "Unlisted Issuer" in terms of the SEBI ICDR Regulations and this Issue is an "Initial Public Offering" in terms of the SEBI ICDR Regulations.

PREVIOUS ISSUES OF EQUITY SHARES OTHERWISE THAN FOR CASH

Except as stated in the section titled "Capital Structure" on page 56 of this Prospectus, we have not made any previous issues of shares for consideration otherwise than for cash.

COMMISSION AND BROKERAGE PAID ON PREVIOUS ISSUES OF THE EQUITY SHARES

Since this is the initial public issue of Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing to or procuring or agreeing to procure subscription for any of the Equity Shares since the Company's inception.

PREVIOUS CAPITAL ISSUE DURING THE PREVIOUS THREE YEARS BY LISTED GROUP COMPANIES, SUBSIDIARIES AND ASSOCIATES OF THE COMPANY

None of the group companies, associates and subsidiaries have raised the fund during the previous three years which is listed on any stock exchange.

PROMISE VIS-A-VIS OBJECTS – PUBLIC/ RIGHTS ISSUE OF THE COMPANY AND/ OR LISTED GROUP COMPANIES, SUBSIDIARIES AND ASSOCIATES OF THE COMPANY

None of our Group / Associate are have not made a public /Right issue of shares in the last ten (10) years preceding the date of the Prospectus.

OUTSTANDING DEBENTURES OR BONDS

The Company does not have any outstanding debentures or bonds as of the date of filing this Prospectus.

OUTSTANDING PREFERENCE SHARES

The Company does not have any outstanding preference shares.

STOCK MARKET DATA OF THE EQUITY SHARES

This being an initial public issue of the Company, the Equity Shares are not listed on any stock exchange.

MECHANISM FOR REDRESSAL OF INVESTOR GRIEVANCES

The Agreement between the Registrar and our Company provides for retention of records with the Registrar for a period of at least three years from the last date of dispatch of the letters of allotment; demat credit to enable the investors to approach the Registrar to this Issue for redressal of their grievances. All grievances relating to this Issue may be addressed to the Registrar with a copy to the Company Secretary and Compliance Officer, giving full details such as the name, address of the applicant, number of Equity Shares applied for, amount paid on application and the bank branch or collection center where the application was submitted. All grievances relating to the ASBA process may be addressed to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application and the Designated Branch or the collection center of the SCSB where the Application Form was submitted by the ASBA applicants.

DISPOSAL OF INVESTOR GRIEVANCES BY OUR COMPANY

Our Company or the Registrar to the Issue or the SCSB in case of ASBA Applicant shall redress routine investor grievances within 15 working days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

We have constituted the Stakeholders Relationship Committee of the Board vide resolution passed at the Board Meeting held on November 29, 2017. For further details, please refer to the chapter titled "Our Management" beginning on page 125 of this Prospectus.

We have appointed Mr. Vikas Gupta, as Company Secretary and Compliance Officer and he may be contacted in case of any pre-issue or post-issue problems. He can be contacted at the following address:

Rudrabhishek Enterprises Limited
Registered Office: 820, ANTRIKSHA BHAWAN, K.G.MARG NEW DELHI 110001
Tel. No. 011-23738974
Email:secretarial@replurbanplanners.com
Website: www.repl.global

CHANGES IN AUDITORS

There has been no change in the Statutory Auditors of the Company in the last 3 years.

CAPITALISATION OF RESERVES OR PROFITS

Except as disclosed under section titled "*Capital Structure*" beginning on page 56 of Prospectus, the Company has not capitalized its reserves or profits at any time during the last five years.

REVALUATION OF ASSETS

The Company has not revalued its assets in the last five years.

TAX IMPLICATIONS

Investors who are allotted Equity Shares in the Issue will be subject to capital gains tax on any resale of the Equity Shares at applicable rates, depending on the duration for which the investors have held the Equity Shares prior to such resale and whether the Equity Shares are sold on the Stock Exchanges. For details, please refer the section titled "Statement of Tax Benefits" beginning on page 74 of the Prospectus.

PURCHASE OF PROPERTY

Other than as disclosed under section titled "*Business Overview*" beginning on page 85 of this Prospectus, there is no property which has been purchased or acquired or is proposed to be purchased or acquired which is to be paid for wholly or partly from the proceeds of the present Issue or the purchase or acquisition of which has not been completed on the date of Prospectus, other than property, in respect of which:-

The contract for the purchase or acquisition was entered into in the ordinary course of business, or the contract was entered into in contemplation of the Issue, or that the Issue was contemplated in consequence of the contract; or the amount of the purchase money is not material.

Except as stated elsewhere in the Prospectus, our Company has not purchased any property in which the Promoter and/or Directors have any direct or indirect interest in any payment made there under.

SERVICING BEHAVIOUR

There has been no default in payment of statutory dues or of interest or principal in respect of ourborrowings or deposits.

SECTION VIII - ISSUE RELATED INFORMATION

TERMS OF THE ISSUE

The Equity Shares being issued are subject to the provisions of the Companies Act, the Memorandum and Articles, the terms of this Prospectus, Application Form, the Revision Form, the Confirmation of Allocation Note ('CAN') and other terms and conditions as may be incorporated in the Allotment advices and other documents/ certificates that may be executed in respect of the Issue. The Equity Shares shall also be subject to laws, guidelines, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI, the Government of India, NSE, RoC, RBI and/or other authorities, as in force on the date of the Issue and to the extent applicable.

Please note that, in accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the investors applying in this issue shall use only Application Supported by Blocked Amount (ASBA) facility for making payment i.e. just writing their account number and authorizing the banks to make payment in case of allotment by signing the application form.

AUTHORITY FOR THE ISSUE

The present Public Issue of 4,569,000 Equity Shares which have been authorized by a resolution of the Board of Directors of our Company at their meeting held on November 29, 2017 and was approved by the shareholders of the Company by passing resolution at the Extra Ordinary General Meeting held on December 05, 2017 in accordance with the provisions of Section 62(1)(c) of the Companies Act, 2013.

RANKING OF EQUITY SHARES

The Equity Shares being issued pursuant to the Issue shall be subject to the provisions of the Companies Act and the Memorandum of Association (MOA) and Articles of Association (AOA) and shall rank pari-passu in all respects with the existing Equity Shares including rights to receive dividend. The Allottees upon Allotment of the Equity Shares under the Issue, will be entitled to dividend and other corporate benefits, if any, declared by our Company after the date of Allotment.

For further details, please refer to the chapter titled "Main Provisions of the Articles of Association" beginning on page 332.

MODE OF PAYMENT OF DIVIDEND

The declaration and payment of dividend will be as per the provisions of Companies Act, 2013 and recommended by the Board of Directors at their discretion and approved by the shareholders and will depend on a number of factors, including but not limited to earnings, capital requirements and overall financial condition of our Company. We shall pay dividends as per provisions of the Companies Act, 2013.

For further details, please refer to the chapter titled 'Dividend Policy' on page 177.

FACE VALUE AND ISSUE PRICE

The Equity Shares having a Face Value of Rs. 10/- each are being offered in terms of this Prospectus at the price of Rs. 41 per Equity Share.

The Issue Price is determined by our Company in consultation with the Lead Managers and is justified under the chapter titled 'Basis for Issue Price' beginning on page 71. At any given point of time there shall be only one denomination of the Equity Shares of our Company, subject to applicable laws.

COMPLIANCE WITH THE DISCLOSURE AND ACCOUNTING NORMS

Our Company shall comply with all disclosure and accounting norms as specified by SEBI from time to time.

Subject to applicable laws, rules, regulations and guidelines and the Articles of Association, our equity shareholders shall have the following rights:

- Right to receive dividend, if declared;
- Right to attend general meetings and exercise voting powers, unless prohibited by law;

- Right to vote on a poll either in person or by proxy or e-voting, in accordance with the provisions of the Companies Act;
- Right to receive annual reports and notices to members;
- Right to receive offers for rights shares and be allotted bonus shares, if announced;
- Right to receive surplus on liquidation, subject to any statutory and preferential claim being satisfied;
- Right of free transferability, subject to applicable laws including any RBI rules and regulations; and
- Such other rights, as may be available to a shareholder of a listed public company under the Companies Act, the SEBI Listing Regulations and the Memorandum and Articles of Association of the Company.

For a detailed description of the main provisions of the Articles of Association of our Company relating to voting rights, dividend, forfeiture and lien, transfer, transmission and/or consolidation/splitting, see "Main Provisions of Articles of Association" beginning on page 332.

MINIMUM APPLICATION VALUE, MARKET LOT AND TRADING LOT

In terms of Section 29 of the Companies Act, 2013, the Equity Shares shall be allotted only in dematerialized form. As per the SEBI Regulations, the trading of the Equity Shares shall only be in dematerialized form. In this context, two agreements have been signed among our Company, the respective Depositories and the Registrar to the Issue:

- Agreement dated February 16, 2018 entered into between NSDL, our Company and the Registrar to the Issue;
- Agreement dated February 07, 2018 entered into between CDSL, our Company and the Registrar to the Issue.

The trading of the Equity Shares will happen in the minimum contract size of 3,000 equity shares and the same may be modified by the NSE-Emerge from time to time by giving prior notice to investors at large.

Allocation and allotment of equity shares through this issue will be done in multiple of 3,000 equity shares and is subject to a minimum allotment of 3,000 equity shares to the successful applicants in terms of the SEBI circular no. CIR/MRD/DSA/06/2012 dated February 21, 2012.

Further, in accordance with Regulation 106(Q) of the SEBI (ICDR) Regulations the minimum application size in terms of specified securities shall not be less than Rupees One Lakh per application.

MINIMUM NUMBER OF ALLOTTEES

The minimum number of allottees in this Issue shall be 50 shareholders. In case the minimum number of prospective allottees is less than 50, no allotment will be made pursuant to this Issue and all the monies blocked by SCSBs shall be unblocked within 6 working days of closure of Issue.

JOINT HOLDERS

Where two or more persons are registered as the holders of any Equity Shares, they will be deemed to hold such Equity Shares as joint-holders with benefits of survivorship.

NOMINATION FACILITY TO INVESTOR

In accordance with Section 72 of the Companies Act, 2013, read with Companies (Share Capital and Debentures) Rules, 2014, the sole Applicant, or the first Applicant along with other joint Applicants, may nominate any one person in whom, in the event of the death of sole Applicant or in case of joint Applicants, death of all the Applicants, as the case may be, the Equity Shares Allotted, if any, shall vest. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall in accordance with section 72 of the Companies Act, 2013, be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to equity share(s) in the event of his or her death

during the minority. A nomination shall stand rescinded upon a sale of Equity Share(s) by the person nominating. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered Office or Corporate Office or to the registrar and transfer agents of our Company.

Any person who becomes a nominee by virtue of Section 72 of the Companies Act, 2013, shall upon the production of such evidence as may be required by the Board, elect either:

a. to register himself or herself as the holder of the Equity Shares; or
b. to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, the Board may, at any time, give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 days, the Board may, thereafter, withhold payment of all dividends, bonuses or other monies payable in respect of the Equity Shares, until the requirements of the notice have been complied with.

Since the Allotment of Equity Shares in the Issue will be made only in dematerialised form, there is no need to make a separate nomination with our Company. Nominations registered with respective depository participant of the applicant would prevail. If the Applicants require changing of their nomination, they are requested to inform their respective depository participant.

ISSUE PROGRAMME

ISSUE OPENS ON	Friday, June 29, 2018
ISSUE CLOSES ON	Thursday, July 05, 2018

MINIMUM SUBSCRIPTION

In the event our Company does not receive a minimum subscription of 100% of the Issue, subject to the Issue being made for at least 25% of the post-Issue paid up Indian Equity Share capital of our Company, in accordance with Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, including devolvement to the Underwriters within 60 days from the Issue Closing Date, we shall forthwith refund the entire subscription amount received not later than 70 days from the Issue Closing Date. If there is a delay beyond eight days after the expiry of 70 days from the Issue Closing Date, the Directors of our Company who are officers in default shall jointly and severally be liable to repay the money with such interest as prescriber under section 39(3) of the Companies Act, 2013 and Companies (Prospectus and Allotment of Securities) Rules, 2014. Further Section 39(5) states that in case of default under section 39(3), the Company and its officers who are in default shall be liable to a penalty of Rs. 1,000 for each day during which the default continues or Rs. 100,000, whichever is less.

Additionally, section 40(3) of the 2013 Act requires application money to be refunded in the event of failure to Allot Equity Shares for any other reason. If a default is made in complying with the provisions of this section the Company shall be punishable with a fine which shall not be less than Rs. 500,000, but which may extend to Rs. 5,000,000 and every officer of the Company who is in default shall be punishable with imprisonment for a term which may extend to one year or with fine which shall not be less than Rs. 50,000 but which may extend to Rs. 300,000 or with both.

In accordance with Regulation 106P(1) of the SEBI (ICDR) Regulations, our Issue shall be hundred percent underwritten. Thus, the underwriting obligations shall be for the entire hundred percent of the offer through the Prospectus and shall not be restricted to the minimum subscription level.

ARRANGEMENTS FOR DISPOSAL OF ODD LOTS

The trading of the Equity Shares will happen in the minimum contract size of 3,000 shares in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012. However, the Market Maker shall buy the entire shareholding of a shareholder in one lot, where value of such shareholding is less than the minimum contract size allowed for trading on the NSE Emerge Platform.

MIGRATION TO MAIN BOARD

As per the provisions of Chapter XB of the SEBI (ICDR) Regulations, 2009 and NSE Circular dated March 10, 2014, our company may migrate to the main board of National Stock Exchange of India Limited at a later date subject to the following:

a) If the Paid-up Capital of our Company is likely to increase above Rs. 25 crore by virtue of any further issue of capital by way of rights, preferential issue, bonus issue etc (which has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal and for which the company has obtained in-principal approval from the main board), our Company shall apply to NSE for listing of its shares on its Main Board subject to the fulfillment of the eligibility criteria for listing of specified securities laid down by the Main Board.

OR

b) If the Paid-up Capital of our company is more than 10 crore but below Rs. 25 crore, our Company may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

MARKET MAKING

The shares offered through this issue are proposed to be listed on the NSE Emerge Platform wherein the Lead Managers to the issue shall ensure compulsory Market Making through registered Market Makers of the National Stock Exchange of India Limited for a minimum period of three years from the date of listing of shares offered though this Prospectus. For further details of the Market Making arrangement see chapter titled *"General Information - Details of the Market Making Arrangements for this Issue"* beginning on page 49.

In accordance with the SEBI Circular No. CIR/MRD/DSA/31/2012 dated November 27, 2012, it has been decided to make applicable limits on the upper side for the Market Makers during market making process taking into consideration the Issue size in the following manner:

Issue Size	Buy quote exemption threshold (including mandatory initial inventory of 5% of the Issue Size)	Re-Entry threshold for buy quote (including mandatory initial inventory of 5% of the Issue Size)
Upto Rs. 20 Crore	25%	24%
Rs. 20 to Rs. 50 Crore	20%	19%
Rs. 50 to Rs. 80 Crore	15%	14%
Above Rs. 80 Crore	12%	11%

Further, the Market Maker shall give two (2) way quotes till it reaches the upper limit threshold, thereafter it has the option to give only sell quotes. Two (2) way quotes shall be resumed the moment inventory reaches the prescribed re-entry threshold.

In view of the Market Maker obligation, there shall be no exemption/threshold on downside. However, in the event the Market Maker exhausts its inventory through market making process on the platform of the exchange, the concerned stock exchange may intimate the same to SEBI after due verification.

RESTRICTIONS, IF ANY, ON TRANSFER AND TRANSMISSION OF SHARES OR DEBENTURES AND ON THEIR CONSOLIDATION OR SPLITTING

Except for lock-in of the pre-Issue Equity Shares and Promoter's minimum contribution as detailed in chapter titled "Capital Structure" beginning on page 56 of this Prospectus, and except as provided in the Articles of Association, there are no restrictions on transfers of Equity Shares. There are no restrictions on transmission of Equity Shares and on their consolidation/ splitting except as provided in the Articles of Association. Please refer to the section "Main Provisions of the Articles of Association" beginning on page 332 of this Prospectus.

PRE-ISSUE ADVERTISEMENT

Subject to section 30 of the Companies Act, 2013 our Company shall, after registering the Prospectus with the ROC publish a pre-issue advertisement, in the form prescribed by the SEBI (ICDR) Regulations, in one widely circulated English language nation daily newspaper, one widely circulated Hindi language national daily newspaper and one regional newspaper with wide circulation where the Registered Office of the Company is situated.

OPTION TO RECEIVE EQUITY SHARES IN DEMATERIALIZED FORM

As per section 29(1) of Companies Act, 2013 and in accordance with SEBI (ICDR) Regulations, every Company making public offer shall issue securities in dematerialized form only. The investors have an option either to receive the security certificate or to hold the securities with depository. However, as per SEBI's circular RMB (compendium) series circular no. 2(1999-2000) dated February 16, 2000, it has been decided by the SEBI that trading in securities of Companies making an Initial Public Issue shall be dematerialized form only, therefore our Company shall issue shares only in dematerialized form. Investors making application in dematerialized form may get the specified securities rematerialized subsequent to allotment.

NEW FINANCIAL INSTRUMENTS

There are no new financial instruments such as deep discounted bonds, debenture, warrants, secured premium notes, etc. issued by our Company.

JURISDICTION

Exclusive jurisdiction for the purpose of this Issue is with the competent courts / authorities inDelhi, India.

The Equity Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction**.**

ISSUE STRUCTURE

This Issue is being made in terms of Regulation 106(M)(2) of Chapter XB of SEBI (ICDR) Regulations, 2009, as amended from time to time, whereby, an issuer whose post-issue face value capital exceeds ten crore rupees, shall issue shares to the public and propose to list the same on the Small and Medium Enterprise Exchange ("SME Exchange", in this case being the NSE Emerge). For further details regarding the salient features and terms of such an Issue please refer to the chapters titled 'Terms of the Issue' and 'Issue Procedure' beginning on page 279 and 287.

The Issue is being made by way of Fixed Price method.

FOLLOWING IS THE ISSUE STRUCTURE:

The issue comprises of 4,569,000 equity shares of face value of Rs. 10 each ("equity shares") of Rudrabhishek Enterprises Limited ("Company" or "Issuer" or "REPL") for cash at a price of Rs. 41 per equity share (including a share premium of Rs. 31 per equity shares) ("Issue price") aggregating to 1,873.29 lakhs ("Issue") by our Company, of which 231,000 equity shares of face value of Rs. 10 each fully paid up will be reserved for subscription by Market Maker to the issue ("Market Maker Reservation Portion"). The issue less the Market Maker reservation portion i.e. issue of 4,338,000 equity shares of face value of Rs. 10 each fully paid up ("Net Issue"). The issue and the net issue will constitute 26.35% and 25.02% respectively of the post issue paid up equity share capital of the Company.

Particulars of the Issue	Net Issue to Public*	Market Maker Reservation Portion
Number of Equity Shares available for allocation	4,338,000 Equity Shares	231,000 Equity Shares
Percentage of Issue Size available for allocation	94.94% of the Issue size	5.06% of the Issue size
Basis of Allotment	Proportionate subject to minimum allotment of 3,000 Equity Shares and further allotment in multiples of 3,000 Equity Shares each. For further details, please refer to the "Basis of Allotment" on page 297.	Firm Allotment
Mode of Application	All Applicants must compulsorily apply through ASBA Process (online or the physical form)	Through ASBA Process Only
Minimum Application Size	**For Other than Retail Individual Investors:** Such number of Equity Shares in multiples of 3,000 Equity Shares at an price of Rs. 41 each, such that the Application Value exceeds Rs. 200,000/- **For Retail Individuals Investors:** 3,000 Equity Shares at an Issue Price of Rs. 41 each.	231,000 Equity Shares
Maximum Application Size	**For Other than Retail Individual Investors:** Such number of equity shares in multiples of 3,000 Equity Shares such that the Application Size does not exceed 4,338,000 Equity Shares subject to limits the investor has to adhere under the relevant laws and regulations applicable..	Application size shall be 231,000 equity shares since there is a firm allotment

Particulars of the Issue	Net Issue to Public*	Market Maker Reservation Portion
	For Retail Individuals Investors: Such number of Equity Shares in multiples of 3,000 Equity Shares such that the Application Value does not exceed Rs. 200,000/-.	
Application lot Size	3,000 Equity Shares thereafter in multiples of 3,000 Equity Shares.	
Mode of Allotment	Dematerialized Form	
Trading Lot	3,000 Equity Shares	3,000 Equity Shares, However the Market Maker may accept odd lots if any in the market as required under the SEBI (ICDR) Regulations, 2009.
Terms of Payment	The entire Application Amount will be payable at the time of submission of the Application Form.	

This Issue is being made in terms of Chapter XB of the SEBI (ICDR) Regulations, 2009, as amended from time to time. For further details, please refer to "Issue Structure" on page 284.

*As per Regulation 43, sub regulation (4) of the SEBI (ICDR) Regulations, the allocation in the net issue to public category shall be made as follows:

a) Minimum fifty percent to retail individual investors; and

b) Remaining to:
   (i) individual applicants other than retail individual investors; and
   (ii) other investors including corporate bodies or institutions, irrespective of the number of specified securities applied for;

c) The unsubscribed portion in either of the categories specified in (a) or (b) above may be allocated to the applicants in the other category.

For the purpose of Regulation 43(4), if the retail individual investor category is entitled to more than fifty percent, on proportionate basis, the retail individual investors shall be allocated that higher percentage.

WITHDRAWAL OF THE ISSUE

Our Company in consultation with the Lead Managers, reserves the right not to proceed with the Issue at any time before the Issue Opening Date, without assigning any reason thereof.

Notwithstanding the foregoing, the Issue is also subject to obtaining the following:

i. The final listing and trading approvals of National Stock Exchange of India for listing of Equity Shares Issued through this Issue on its EMERGE Platform, which the Company shall apply for after Allotment;
ii. The final RoC approval of the Prospectus after it is filed with the RoC.
iii. In case, our Company wishes to withdraw the Issue after Issue Opening but beforeallotment, our Company will give public notice giving reasons for withdrawal of Issue. Thepublic notice will appear in two (2) widely circulated national newspapers (one each in Englishand Hindi) and one in regional newspaper.

The LMs, through the Registrar to the Issue, will instruct the SCSBs to unblock the ASBA Accounts within one (1) Working Day from the day of receipt of such instruction. The notice of withdrawal will be issued in the same newspapers where the pre- issue advertisements have appeared and the Stock

Exchange will also be informed promptly. If our Company withdraws the issue after the issue Closing Date and subsequently decides to undertake a public Issuing of Equity Shares, our Company will file a fresh Issue document with the stock exchange where the Equity Shares may be proposed to be listed.

Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approvals of the Stock Exchange with respect to the Equity Shares Issued through this Prospectus, which our Company will apply for only after Allotment; and (ii) the final RoC approval of the Prospectus.

ISSUE PROGRAMME

ISSUE OPENING DATE	Friday, June 29, 2018
ISSUE CLOSING DATE	Thursday, July 05, 2018

Applications and any revision to the same (except that on the Issue Closing Date) will be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time) during the Issue Period at the Application Centers mentioned in the Application Form. On the Issue Closing date application and revision to the same will be accepted between 10.00 a.m. and 3.00 p.m. Applications will be accepted only on Working Days, i.e., all trading days of stock exchange excluding Sundays and bank holidays.

ISSUE PROCEDURE

All Applicants should review the General Information Document for Investing in Public Issues prepared and issued in accordance with the circular (CIR/CFD/DIL/12/2013) dated October 23, 2013 notified by SEBI ("General Information Document") including SEBI circular bearing number CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and SEBI circular bearing number SEBI/HO/CFD/DIL/CIR/P/2016/26 dated January 21, 2016 included below under section "PART B – General Information Document", which highlights the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act 2013 (to the extent notified), the Companies Act, 1956 (to the extent not repealed by the Companies Act, 2013), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the SEBI ICDR Regulations as amended. The General Information Document has been updated to include reference to the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014, SEBI Listing Regulations 2015 and certain notified provisions of the Companies Act, 2013, to the extent applicable to a public issue. The General Information Document is also available on the website of the Stock Exchange and the Lead Managers. Please refer to the relevant portions of the General Information Document which are applicable to this Issue.

Pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Fifth Amendment) Regulations, 2015, there have been certain changes in the issue procedure for initial public offerings including making ASBA Process mandatory for all investors, allowing registrar, share transfer agents, collecting depository participants and stock brokers to accept application forms. Further, SEBI, by its circular No. (CIR/CFD/POLICYCELL/11/2015) dated November 10, 2015, reduced the time taken for listing after the closure of an issue to six working days. These changes are applicable for all public issues which open on or after January 01, 2016.

Please note that the information stated/ covered in this section may not be complete and/or accurate and as such would be subject to modification/change. Our Company and the Lead Managers do not accept any responsibility for the completeness and accuracy of the information stated in this section and the General Information Document. Applicants are advised to make their independent investigations and ensure that their Applications do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in this Prospectus.

Applicants are required to submit application to the Selected Branches / Offices of the RTAs, DPs, or Designated Bank Branches of SCSBs. The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on http://www.sebi.gov.in. For details on designated branches of SCSB collecting the Application Form, please refer the above mentioned SEBI link. The list of Stock Brokers, Depository Participants (DP), Registrar to an Issue and Share Transfer Agent (RTA) that have been notified by National Stock Exchange of India Limited to act as intermediaries for submitting Application Forms are provided on http://www.nseindia.com For details on their designated branches for submitting Application Forms, please see the above mentioned National Stock Exchange of India website.

This section applies to all the Applicants, please note that all the Applicants are required to make payment of the full Application Amount along with the Application Form

Our Company and the LMs are not liable for any amendments, modifications or change in applicable laws or regulations, which may occur after the date of this Prospectus.

PART A

FIXED PRICE ISSUE PROCEDURE

This Issue is being made in terms of Regulation 106(M)(2) of Chapter XB of SEBI (ICDR) Regulations, 2009 via Fixed Price Process.

Applicants are required to submit their Applications to the SCSB or Registered Brokers of Stock Exchanges or Registered Registrar to an Issue and Share Transfer Agents (RTAs) or Depository Participants (DPs) registered with SEBI.

In case of QIB Applicants, the Company in consultation with the Lead Managers may reject Applications at the time of acceptance of Application Form provided that the reasons for such rejection

shall be provided to such Applicant in writing. In case of Non-Institutional Applicants and Retail Individual Applicants, our Company would have a right to reject the Applications only on technical grounds.

As per the provisions Section 29(1) of the Companies Act, 2013, the Allotment of Equity Shares in the Issue shall be only in a de-materialized form, (i.e., not in the form of physical certificates but be fungible and be represented by the statement issued through the electronic mode). The Equity Shares on Allotment shall, however, be traded only in the dematerialized segment of the Stock Exchange, as mandated by SEBI.

APPLICATION FORM

Pursuant to SEBI Circular dated November 10, 2015 and bearing Reference No. CIR/CFD/POLICYCELL/11/2015 which shall be applicable for all public issues opening on or after January 01, 2016. Applicants shall only use the specified Application Form for the purpose of making an Application in terms of this Prospectus. The Application Form shall contain space for indicating number of specified securities subscribed for in demat form.

ASBA Applicants shall submit an Application Form either in physical or electronic form to the SCSB'sauthorizing blocking funds that are available in the bank account specified in the Application Form used by ASBA applicants.

The prescribed color of the Application Form for various categories is as follows:

Category	Color of Application Form
Resident Indians and Eligible NRIs applying on a non-repatriation	White
Non-Residents and Eligible NRIs applying on a repatriation basis	Blue

In accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Applicants have to compulsorily apply through the ASBA Process.

Applicants shall only use the specified Application Form for the purpose of making an Application in terms of this Prospectus.

Applicants are required to submit their applications only through any of the following Application Collecting Intermediaries:

a) an SCSB, with whom the bank account to be blocked, is maintained;
b) a stock broker registered with a recognised stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity) ('broker');
c) a depository participant ('DP') (whose name is mentioned on the website of the stock exchange as eligible for this activity);
d) a registrar to an offer and share transfer agent ('RTA') (whose name is mentioned on the website of the stock exchange as eligible for this activity).

The aforesaid intermediaries shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the application form, in physical or electronic mode, respectively.

The upload of the details in the electronic bidding system of stock exchange will be done by:

For applications submitted by investors to SCSB:	After accepting the form, SCSB shall capture and upload the relevant details in the electronic bidding system as specified by the stock exchange(s) and may begin blocking funds available in the bank account specified in the form, to the extent of the application money specified
For applications submitted by investors to intermediaries other than SCSBs:	After accepting the application form, respective intermediary shall capture and upload the relevant details in the electronic bidding system of stock exchange(s). Post uploading, they shall forward a schedule as per prescribed format along with the application forms to designated branches of the respective SCSBs for blocking of funds within one day of closure of Issue.

Upon completion and submission of the Application Form to Application Collecting intermediaries, the Applicants are deemed to have authorised our Company to make the necessary changes in the Prospectus, without prior or subsequent notice of such changes to the Applicants.

WHO CAN APPLY?

In addition to the category of Applicants as set forth under "General Information Document for Investing in Public Issues-Category of Investors Eligible to participate in an Issue", the following persons are also eligible to invest in the Equity Shares under all applicable laws, regulations and guidelines, including:-

- FPIs and sub-accounts registered with SEBI other than Category III foreign portfolio investor;
- Category III foreign portfolio investors, which are foreign corporate or foreign individuals only under the Non Institutional Investors category;
- Scientific and / or industrial research organizations authorized in India to invest in the Equity Shares.
- Any other persons eligible to apply in this Issue under the laws, rules, regulations, guidelines and policies applicable to them.

MAXIMUM AND MINIMUM APPLICATION SIZE

A. For Retail Individual Applicants:

The Application must be for a minimum of 3,000 Equity Shares and in multiples of 3,000 Equity Shares thereafter, so as to ensure that the application amount payable by the Applicants does not exceed Rs. 200,000. In case of revision of Application, the Retail Individual Applicants have to ensure that the application amount does not exceed Rs. 200,000.

B. For Other Applicants (Non-Institutional Bidders and QIBs):

The Application must be for a minimum of such number of Equity Shares such that the Application Amount exceeds Rs. 200,000 and in multiples of 3,000 Equity Shares thereafter. An application cannot be submitted for more than the net issue Size i.e. 19, 56,000 Equity Shares. However, the maximum application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. A QIB and a Non-Institutional Applicants cannot withdraw or lower the size of their application at any stage and are required to pay the entire application Amount upon submission of the application. The identity of QIBs applying in the Net Issue shall not be made public during the Issue Period. In case of revision in application, the Non-Institutional Bidders, who are individuals, have to ensure that the application Amount is greater than Rs 200,000 for being considered for allocation in the Non-Institutional Portion.

Applicants are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in this Prospectus.

The above information is given for the benefit of the Applicants. The Company and the LMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.

PARTICIPATION BY ASSOCIATES OF LEAD MANAGERS

The Lead Managers, Market maker and the Underwriters, if any shall not be entitled to subscribe to this Issue in any manner except towards fulfilling their underwriting and market making obligations. However, associates and affiliates of the Lead Managers may subscribe to Equity Shares in the Issue, either in the QIB Portion and Non-Institutional Portion where the allotment is on a proportionate basis. All categories of Applicants, including associates and affiliates of the Lead Managers, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

The Memorandum Form 2A containing the salient features of the Prospectus together with the Application Forms and copies of the Prospectus may be obtained from the Registered Office of our Company, Lead Managers to the Issue and The Registrar to the Issue, as mentioned in the Application Form. The application forms may also be downloaded from the website of National Stock Exchange of India Limited i.e. www.nseindia.com.

OPTION TO SUBSCRIBE IN THE ISSUE

a) As per Section 29(1) of the Companies Act 2013, Investors will get the allotment of Equity Shares in dematerialization form only.

b) The Equity Shares, on allotment, shall be traded on Stock Exchange in demat segment only.

c) In a single Application Form any investor shall not exceed the investment limit/minimum number of specified securities that can be held by him/her/it under the relevant regulations/statutory guidelines and applicable law.

INFORMATION FOR THE APPLICANTS

a) Our Company and LMs shall declare the Issue opening and Issue closing dates in the Prospectus to be registered with the Registrar of Companies, NCT of Delhi & Haryana and also publish the same in two national newspapers (one each in English and Hindi) and in a regional newspaper with wide circulation. This advertisement shall be in prescribed format.

b) Our Company will file the Prospectus with the Registrar of Companies at least 3 (three) days before the Issue Opening Date.

c) Copies of the Application Form along with Abridge Prospectus and copies of the Prospectus will be available with the, the Lead Managers, the Registrar to the Issue, and at the Registered Office of our Company. Electronic Application Forms will also be available on the website of the Stock Exchange.

d) Any applicant who would like to obtain the Prospectus and/ or the Application Form can obtain the same from the Lead Managers, the Registrar to the Issue, and the Registered Office of the Company.

e) Applicants who are interested in subscribing for the Equity Shares should approach Designated Intermediaries to register their applications.

f) Application Forms submitted directly to the SCSBs should bear the stamp of the SCSBs and/or the Designated Branch, or the respective Designated Intermediaries. Application Form submitted by Applicants whose beneficiary account is inactive shall be rejected.

g) The Application Form can be submitted either in physical or electronic mode, to the SCSBs with whom the ASBA Account is maintained, or other Designated Intermediaries (Other than SCSBs). SCSBs may provide the electronic mode of collecting either through an internet enabled collecting and banking facility or such other secured, electronically enabled mechanism for applying and blocking funds in the ASBA Account.

h) Applicants applying directly through the SCSBs should ensure that the Application Form is submitted to a Designated Branch of SCSB, where the ASBA Account is maintained. Applications submitted directly to the SCSB's or other Designated Intermediaries (Other than SCSBs) , the relevant SCSB , shall block an amount in the ASBA Account equal to the Application Amount specified in the Application Form, before entering the ASBA application into the electronic system.

i) Except for applications by or on behalf of the Central or State Government and the Officials appointed by the courts and by investors residing in the State of Sikkim, the Applicants, or in the case of application in joint names, the first Applicant (the first name under which the beneficiary account is held), should mention his/her PAN allotted under the Income Tax Act. In accordance with the SEBI Regulations, the PAN would be the sole identification number for participating transacting in the securities market, irrespective of the amount of transaction. Any Application Form without PAN is liable to be rejected. The demat accounts of Applicants for whom PAN details have not been verified, excluding persons resident in the State of Sikkim or persons who may be exempted from specifying their PAN for transacting in the securities market, shall be "suspended for credit" and no credit of Equity Shares pursuant to the Issue will be made into the accounts of such Applicants.

j) The Applicants may note that in case the PAN, the DP ID and Client ID mentioned in the Application Form and entered into the electronic collecting system of the Stock Exchange Designated Intermediaries do not match with PAN, the DP ID and Client ID available in the Depository database, the Application Form is liable to be rejected.

APPLICATION BY INDIAN PUBLIC INCLUDING ELIGIBLE NRIS APPLYING ON NON-REPATRIATION

Application must be made only in the names of individuals, limited companies or Statutory Corporations/institutions and not in the names of minors, foreign nationals, non-residents (except for those applying on non-repatriation), trusts, (unless the trust is registered under the Societies Registration Act, 1860 or any other applicable trust laws and is authorized under its constitution to hold shares and debentures in a company), Hindu undivided families, partnership firms or their nominees. In case of HUF's application shall be made by the Karta of the HUF. An applicant in the Net Public Category cannot make an application for that number of Equity Shares exceeding the number of Equity Shares offered to the public. Eligible NRIs applying on a non-repatriation basis should authorize their SCSB to block their NRE/FCNR accounts as well as NRO accounts.

APPLICATION BY MUTUAL FUNDS

With respect to Applications by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged with the Application Form. Failing this, our Company reserves the right to reject any application without assigning any reason thereof. Applications made by asset management companies or custodians of Mutual Funds shall specifically state names of the concerned schemes for which such Applications are made. As per the current regulations, the following restrictions are applicable for investments by mutual funds:

No mutual fund scheme shall invest more than 10% of its net asset value in the Equity Shares or equity related instruments of any single Company provided that the limit of 10% shall not be applicable for investments in case of index funds or sector or industry specific funds/Schemes. No mutual fund under all its schemes should own more than 10% of any Company's paid up share capital carrying voting rights.

In case of a Mutual Fund, a separate Application can be made in respect of each scheme of the Mutual Fund registered with SEBI and such Applications in respect of more than one scheme of the Mutual Fund will not be treated as multiple applications provided that the Applications clearly indicate the scheme concerned for which the Application has been made.

APPLICATIONS BY ELIGIBLE NRIS

NRIs may obtain copies of Application Form from the offices of the Lead Managers and the Designated Intermediaries. Eligible NRI Applicants applying on a repatriation basis by using the Non-Resident Forms should authorize their SCSB to block their Non-Resident External ("NRE") accounts, or Foreign Currency Non-Resident ("FCNR") ASBA Accounts, and eligible NRI Applicants applying on a non-repatriation basis by using Resident Forms should authorize their SCSB to block their Non-Resident Ordinary ("NRO") accounts for the full Application Amount, at the time of the submission of the Application Form.

Under FEMA, general permission is granted to companies vide notification no. FEMA/20/2000 RB dated May 03, 2000 to issue securities to NRIs subject to the terms and conditions stipulated therein. Companies are required to file the declaration in the prescribed form to the concerned Regional Office of RBI within 30 (thirty) days from the date of issue of shares of allotment to NRIs on repatriation basis.

Eligible NRIs applying on non-repatriation basis are advised to use the Application Form for residents (white in colour).

Eligible NRIs applying on a repatriation basis are advised to use the Application Form meant for Non-Residents (blue in colour).

APPLICATIONS BY ELIGIBLE FIIs/FPIs

On January 07, 2014, SEBI notified the SEBI FPI Regulations pursuant to which the existing classes of portfolio investors namely "foreign institutional investors" and "qualified foreign investors" will be subsumed under a new category namely "foreign portfolio investors" or "FPIs". RBI on March 13, 2014 amended the FEMA Regulations and laid down conditions and requirements with respect to investment by FPIs in Indian companies.

In terms of the SEBI FPI Regulations, any qualified foreign investor or FII who holds a valid certificate of registration from SEBI shall be deemed to be an FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. An FII or a sub-account may participate in this Offer, in accordance with Schedule 2 of the FEMA Regulations, until the expiry of its registration with SEBI as an FII or a sub-account. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations. Further, a qualified foreign investor who had not obtained a

certificate of registration as and FPI could only continue to buy, sell or otherwise deal in securities until January 06, 2015. Hence, such qualified foreign investors who have not registered as FPIS under the SEBI FPI Regulations shall not be eligible to participate in this Offer. In case of Applications made by FPIs, a certified copy of the certificate of registration issued by the designated depository participant under the FPI Regulations is required to be attached to the Application Form, failing which our Company reserves the right to reject any application without assigning any reason. An FII or subaccount may, subject to payment of conversion fees under the SEBI FPI Regulations, participate in the Offer, until the expiry of its registration as a FII or sub-account, or until it obtains a certificate of registration as FPI, whichever is earlier. Further, in case of Applications made by SEBI-registered FIIs or subaccounts, which are not registered as FPIs, a certified copy of the certificate of registration as an FII issued by SEBI is required to be attached to the Application Form, failing which our Company reserves the right to reject any Application without assigning any reason. In terms of the SEBI FPI Regulations, the offer of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) must be below 10.00% of our post-Issue Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10.00% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together shall not exceed 24.00% of the paid-up Equity Share capital of our Company. The aggregate limit of 24.00% may be increased up to the sectorial cap by way of a resolution passed by the Board of Directors followed by a special resolution passed by the Shareholders of our Company and subject to prior intimation to RBI. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included. The existing individual and aggregate investment limits an FII or sub account in our Company is 10.00% and 24.00% of the total paid-up Equity Share capital of our Company, respectively. As per the circular issued by SEBI on November 24, 2014, these investment restrictions shall also apply to subscribers of offshore derivative instruments ("ODIs"). Two or more subscribers of ODIs having a common beneficial owner shall be considered together as a single subscriber of the ODI. In the event an investor has investments as a FPI and as a subscriber of ODIs, these investment restrictions shall apply on the aggregate of the FPI and ODI investments held in the underlying company. FPIs are permitted to participate in the Offer subject to compliance with conditions and restrictions which may be specified by the Government from time to time. Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 of the SEBI FPI Regulations, an FPI, other than Category III foreign portfolio and unregulated broad based funds, which are classified as Category II foreign portfolio investor by virtue of their investment manager being appropriately regulated, may issue or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by an FPI against securities held by it that are listed or proposed to be listed on any recognized stock exchange in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only to persons who are regulated by an appropriate regulatory authority; and (ii) such offshore derivative instruments are issued after compliance with know your client' norms. An FPI is also required to ensure that no further issue or transfer of any offshore derivative instrument is made by or on behalf of it to any persons that are not regulated by an appropriate foreign regulatory authority.

FPIs who wish to participate in the Offer are advised to use the Application Form for Non-Residents (blue in colour). FPIs are required to apply through the ASBA process to participate in the Offer.

AS PER THE CURRENT REGULATIONS, THE FOLLOWING RESTRICTIONS ARE APPLICABLE FOR INVESTMENTS BY FPIS:

1. A foreign portfolio investor shall invest only in the following securities, namely- (a) Securities in the primary and secondary markets including shares, debentures and warrants of companies, listed or to be listed on a recognized stock exchange in India; (b) Units of schemes floated by a domestic mutual funds, whether listed on a recognized stock exchange or not; (c) Units of Schemes floated by a collective investment scheme; (d) Derivatives traded on a recognized Stock Exchange; (e) Treasury bills and dated government securities; (f) Commercial papers issued by an Indian Company; (g) Rupee denominated credit enhanced bonds; (h) Security receipts issued by asset reconstruction companies; (i) Perpetual debt instruments and debt capital instruments, as specified by the Reserve Bank of India from time to time; (j) Listed and unlisted nonconvertible debentures/bonds issued by an Indian company in the infrastructure sector, where 'infrastructure'

is defined in terms of the extant External Commercial Borrowings (ECB) guidelines; (k) Non-Convertible debentures or bonds issued by Non – Banking Financial Companies categorized as 'Infrastructure Finance Companies' (IFC) by the Reserve Bank of India; (i) Rupee denominated bonds or units issued by infrastructure debt funds; (m) Indian depository receipts; and (n) Such other instruments specified by the Board from time to time.

2. Where a foreign institutional investor or a sub account, prior to commencement of SEBI (Foreign Portfolio Investors) Regulations, 2014, hold equity shares in a company whose shares are not listed on any recognized stock exchange, and continues to hold such shares after Initial Public Offering and listing thereof, such shares shall be subject to lock-in for the same period, if any, as is applicable to shares held by a foreign direct investor placed in similar position, under the policy of the Government of India relating to foreign direct investment from the time being in force.

3. In respect of investments in the secondary market, the following additional conditions shall apply:

   a) A foreign portfolio investor shall transact in the securities in India only on the basis of taking and giving delivery of securities purchased or sold;

   b) Nothing contained in clause (a) shall apply to:

      - ❖ Any transactions in derivatives on a recognized stock exchange;
      - ❖ Short selling transactions in accordance with the framework specified by the Board;
      - ❖ Any transaction in securities pursuant to an agreement entered into with the merchant banker in the process of market making or subscribing to unsubscribed portion of the issue in accordance with Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
      - ❖ Any other transaction specified by the Board.

   c) No transaction on the stock exchange shall be carried forward;

   d) The transaction of business in securities by a foreign portfolio investor shall be only through stockbrokers registered by the Board; provided nothing contained in this clause shall apply to;

      i. transactions in Government securities and such other securities falling under the purview of theReserve Bank of India which shall be carried out in the manner specified by the Reserve Bank ofIndia;

      ii. Sale of securities in response to a letter of offer sent by an acquirer in accordance with theSecurities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

      iii. Sale of securities in response to an offer made by any promoter or acquirer in accordance with theSecurities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

      iv. Sale of securities, in accordance with the Securities and Exchange Board of India (Buy Back ofSecurities) Regulations, 1998;

      v. divestment of securities in response to an offer by Indian Companies in accordance with OperativeGuidelines of Disinvestment of shares of Indian Companies in the overseas market through issueof American Depository Receipts or Global Depository Receipts as notified by the Governmentof India and directions issued by Reserve Bank of India from time to time;

      vi. Any bid for, or acquisition of, securities in response to an offer for disinvestment of shares made by the Central Government or any State Government;

vii. Any transaction in securities pursuant to an agreement entered into with merchant banker in the process of market making portion of the issue in accordance with Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

viii. Any other transaction specified by Board.

e) A foreign portfolio investor shall hold, deliver or cause to be delivered securities only in dematerializedform: Provided that any shares held in non-dematerialized form, before the commencement of theseregulation, can be held in non-dematerialized form, if such shares cannot be dematerialized.

4. Unless otherwise approved by the Board, securities shall be registered in the name of the foreign portfolioinvestor as a beneficial owner for the purposes of the Depositories Act, 1996.

5. The purchase of Equity Shares of each company by a single foreign portfolio investor or an investor group shall be below ten percent of the total issued capital of the company.

6. The investment by the foreign portfolio investor shall also be subject to such other conditions and restrictions as may be specified by the Government of India from time to time.

7. In cases where the Government of India enters into agreements or treaties with other sovereign Governments and where such agreements or treaties specifically recognize certain entities to be distinct and separate, the Board may, during the validity of such agreements or treaties, recognize them as such, subject to conditions as may be specified by it.

8. A foreign portfolio investor may lend or borrow securities in accordance with the framework specifiedby the Board in this regard.

No foreign portfolio investor may issue, subscribe to or otherwise deal in offshore derivative instruments, directlyor indirectly, unless the following conditions are satisfied:

a) Such offshore derivative instruments are issued only to persons who are regulated by an appropriateforeign regulatory authority

b) Such offshore derivatives instruments are issued after compliance with 'know your client' norms:

Provided that those unregulated broad based funds, which are classified as Category II foreign portfolio investorby virtue of their investment manager being appropriately regulated shall not issue, subscribe or otherwise deal, in offshore derivatives instruments directly or indirectly.

Provided further that no Category III foreign portfolio investor shall issue, subscribe to or otherwise deal inoffshore derivatives instruments directly or indirectly.

A foreign portfolio investor shall ensure that further issue or transfer of any offshore derivative instruments issuedby or on behalf of it is made only to persons who are regulated by an appropriate foreign regulatory authority.

Foreign portfolio investors shall fully disclose to the Board any information concerning the terms of and partiesto off-shore derivative instruments such as participatory notes, equity linked notes or any other such instruments, by whatever names they are called, entered into by it relating to any securities listed or proposed to be listed in any stock exchange in India, as and when and in such form as the Board may specify.

Any offshore derivative instruments issued under the Securities and Exchange Board of India of India (Foreign Institutional Investors) Regulations, 1995 before commencement of SEBI (Foreign Portfolio Investors) Regulation, 2014 shall be deemed to have been issued under the corresponding provision of SEBI (Foreign Portfolio Investors) Regulation, 2014.

The purchase of equity shares of each company by a single foreign portfolio investor or an investor group shall be below 10 per cent of the total issued capital of the company.

An FII or its subaccount which holds a valid certificate of registration shall, subject to the payment of conversion fees, be eligible to continue to buy, sell or otherwise deal in securities till the expiry of its registration as a foreign institutional investor or sub-account, or until he obtains a certificate of registration as foreign portfolio investor, whichever is earlier.

Qualified foreign investor may continue to buy, sell or otherwise deal in securities subject to the provision of SEBI (Foreign Portfolio Investors) Regulation, 2014, for a period of one year from the date of commencement of aforesaid regulations, or until it obtains a certificate of registration as foreign portfolio investor, whichever is earlier.

APPLICATIONS BY SEBI REGISTERED ALTERNATIVE INVESTMENT FUND (AIF), VENTURE CAPITAL FUNDS AND FOREIGN VENTURE CAPITAL INVESTORS

The SEBI (Venture Capital) Regulations, 1996 and the SEBI (Foreign Venture Capital Investor) Regulations, 2000 prescribe investment restrictions on venture capital funds and foreign venture capital investors registered with SEBI. As per the current regulations, the restrictions are applicable for SEBI registered venture capital funds and foreign venture capital investors:

Accordingly, the holding by any individual venture capital fund registered with SEBI in one company should not exceed 25% of the corpus of the venture capital fund; a Foreign Venture Capital Investor can invest its entire funds committed for investments into India in one company. Further, Venture Capital Funds and Foreign Venture Capital Investor can invest only up to 33.33% of the funds available for investment by way of subscription to an Initial Public Offer.

The SEBI (Alternative Investment Funds) Regulations, 2012 prescribes investment restrictions for various categories of AIF's.

The category I and II AIFs cannot invest more than 25% of the corpus in one Investee Company. A category III AIF cannot invest more than 10% of the corpus in one Investee Company. A venture capital fund registered as a category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/3rd of its corpus by way of subscription to a further public offering of a venture capital undertaking. Additionally, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the VCF Regulations.

Our Company or the Lead Managers will not be responsible for loss, if any, incurred by the Applicant on account of conversion of foreign currency.

There is no reservation for Eligible NRIs, FPIs and FVCIs and all Applicants will be treated on the same basis with other categories for the purpose of allocation.

APPLICATIONS BY LIMITED LIABILITY PARTNERSHIPS

In case of applications made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Application Form. Failing this, our Company reserves the right to reject any application, without assigning any reason thereof.

APPLICATIONS BY INSURANCE COMPANIES

In case of applications made by insurance companies registered with the IRDA, a certified copy of certificate of registration issued by IRDA must be attached to the Application Form. Failing this, our Company reserves the right to reject any application, without assigning any reason thereof.

The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, as amended (the "IRDA Investment Regulations"), are broadly set forth below:

1. Equity shares of a company: the least of 10% of the investee company's subscribed capital (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;
2. The entire group of the investee company: the least of 10% of the respective fund in case of a life insurer or 10% of investment assets in case of a general insurer or reinsurer (25% in case of ULIPS); and
3. The industry sector in which the investee company operates: 10% of the insurer's total investment exposure to the industry sector (25% in case of ULIPS).

In addition, the IRDA partially amended the exposure limits applicable to investments in public limited companies in the infrastructure and housing sectors on December 26, 2008, providing, among other things, that the exposure of an insurer to an infrastructure company may be increased to not more than 20%, provided that in case of equity investment, a dividend of not less than 4% including bonus should have been declared for at least five preceding years. This limit of 20% would be combined for debt and equity taken together, without sub ceilings.

Further, investments in equity including preference shares and the convertible part of debentures shall not exceed 50% of the exposure norms specified under the IRDA Investment Regulations.

APPLICATIONS BY BANKING COMPANIES

Applications by Banking Companies: In case of Applications made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Application Form, failing which our Company and the Selling Shareholders reserve the right to reject any Application without assigning any reason. The investment limit for banking companies as per the Banking Regulation Act, 1949, as amended, is 30.00% of the paid up share capital of the investee company or 30.00% of the banks' own paid up share capital and reserves, whichever is less (except in certain specified exceptions, such as setting up or investing in a subsidiary, which requires RBI approval). Further, the RBI Master Circular of July 01, 2015 sets forth prudential norms required to be followed for classification, valuation and operation of investment portfolio of banking companies.

Applications by SCSBs: SCSBs participating in the Offer are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 02, 2013. Such SCSBs are required to ensure that for making applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account for such applications.

APPLICATION BY PROVIDENT FUNDS/ PENSION FUNDS

In case of applications made by provident funds/pension funds, subject to applicable laws, with minimum corpus of Rs. 2,500 Lakhs, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be attached to the Application Form. Failing this, our Company reserves the right to reject any application, without assigning any reason thereof.

APPLICATION UNDER POWER OF ATTORNEY

In case of Applications made pursuant to a power of attorney or by limited companies, corporate bodies, registered societies, eligible FPIs (including FIIs), Mutual Funds, insurance companies, insurance funds set up by the army, navy or air force of the India, insurance funds set up by the Department of Posts, India or the National Investment Fund and provident funds with a minimum corpus of Rs. 2,500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of Rs. 2,500 Lakhs, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/ or bye laws must be lodged along with the Application Form. Failing this, our Company reserve the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof.

In addition to the above, certain additional documents are required to be submitted by the following entities:

(a) With respect to applications by VCFs, FVCIs, FIIs and Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject any application, in whole or in part, in either case without assigning any reasons thereof.

(b) With respect to applications by insurance companies registered with the Insurance Regulatory and Development Authority, in addition to the above, a certified copy of the certificate of registration issued by the Insurance Regulatory and Development Authority must be lodged with the Application Form as applicable. Failing this, our Company reserves the right to accept or reject any application, in whole or in part, in either case without assigning any reasons thereof.

(c) With respect to applications made by provident funds with minimum corpus of Rs. 250.00 million (subject to applicable law) and pension funds with a minimum corpus of Rs. 250.00 million, a certified copy of a certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject such application, in whole or in part, in either case without assigning any reasons thereof.

Our Company in its absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Application Form, subject to such terms and conditions that our Company, the lead managers may deem fit.

Our Company, in its absolute discretion, reserves the right to permit the holder of the power of attorney to request the Registrar to the Issue that, for the purpose of mailing of the Allotment Advice / CANs / letters notifying the unblocking of the bank accounts of ASBA applicants, the Demographic Details given on the Application Form should be used (and not those obtained from the Depository of the application). In such cases, the Registrar to the Issue shall use Demographic Details as given on the Application Form instead of those obtained from the Depositories.

The above information is given for the benefit of the Applicants. The Company and the LMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.

INSTRUCTIONS FOR COMPLETING THE APPLICATION FORM

The Applications should be submitted on the prescribed Application Form and in BLOCK LETTERS in ENGLISH only in accordance with the instructions contained herein and in the Application Form. Applications not so made are liable to be rejected. ASBA Application Forms should bear the stamp of the SCSB's. ASBA Application Forms, which do not bear the stamp of the SCSB, will be rejected.

SEBI, vide Circular No. CIR/CFD/14/2012 dated October 04, 2012 has introduced an additional mechanism for investors to submit application forms in public issues using the stock broker ("broker") network of Stock Exchanges, who may not be syndicate members in an issue with effect from January 01, 2013. The list of Broker Centre is available on the websites of National Stock Exchange of India Limited i.e. www.nseindia.com.

APPLICANT'S DEPOSITORY ACCOUNT AND BANK DETAILS

Please note that, providing bank account details in the space provided in the application form is mandatory and applications that do not contain such details are liable to be rejected.

Applicants should note that on the basis of name of the Applicants, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the demographic details including address, Applicants bank account details, MICR code and occupation (hereinafter referred to as 'Demographic Details'). Applicants should carefully fill in their Depository Account details in the Application Form.

These Demographic Details would be used for all correspondence with the Applicants including mailing of the CANs / Allocation Advice. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar to the Issue.

By signing the Application Form, the Applicant would be deemed to have authorized the depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records.

BASIS OF ALLOTMENT

Allotment will be made in consultation with the National Stock Exchange of India Limited (The Designated Stock Exchange). In the event of oversubscription, the allotment will be made on a proportionate basis in marketable lots as set forth here:

1. The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e. the total number of Shares applied for in that category multiplied by the

inverse of the over subscription ratio (number of applicants in the category x number of Shares applied for).

2. The number of Shares to be allocated to the successful applicants will be arrived at on a proportionate basis in marketable lots (i.e. Total number of Shares applied for into the inverse of the over subscription ratio).
3. For applications where the proportionate allotment works out to less than 3,000 equity shares the allotment will be made as follows:
   a) Each successful applicant shall be allotted 3,000 equity shares; and
   b) The successful applicants out of the total applicants for that category shall be determined by the drawl of lots in such a manner that the total number of Shares allotted in that category is equal to the number of Shares worked out as per (2) above.
4. If the proportionate allotment to an applicant works out to a number that is not a multiple of 3,000 equity shares, the applicant would be allotted Shares by rounding off to the nearest multiple of 3,000 equity shares subject to a minimum allotment of 3,000 equity shares.
5. If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to the applicants in that category, the balance available Shares for allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful applicants in that category, the balance Shares, if any, remaining after such adjustment will be added to the category comprising of applicants applying for the minimum number of Shares. If as a result of the process of rounding off to the nearest multiple of 3,000 equity shares, results in the actual allotment being higher than the shares offered, the final allotment may be higher at the sole discretion of the Board of Directors, up to 110% of the size of the offer specified under the Capital Structure mentioned in this Prospectus.
6. The above proportionate allotment of shares in an Issue that is oversubscribed shall be subject to the reservation for small individual applicants as described below:
   a) As the retail individual investor category is entitled to more than fifty percent on proportionate basis, the retail individual investors shall be allocated that higher percentage.
   b) The balance net offer of shares to the public shall be made available for allotment to
      i. Individual applicants other than retails individual investors and
      ii. Other investors, including Corporate Bodies/ Institutions irrespective of number of shares applied for.
   c) The unsubscribed portion of the net offer to any one of the categories specified in a) or b) shall/may be made available for allocation to applicants in the other category, if so required.

'Retail Individual Investor' means an investor who applies for shares of value of not more than Rs. 200,000/-. Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with NSE.

For the purpose of Regulation 43(4), if the retail individual investor category is entitled to more than fifty percent, on proportionate basis, the retail individual investors shall be allocated that higher percentage.

The Executive Director / Managing Director of NSE – the Designated Stock Exchange in addition to Lead Managers and Registrar to the Public Issue shall be responsible to ensure that the basis of allotment is finalized in a fair and proper manner in accordance with the SEBI (ICDR) Regulations.

PAYMENT BY STOCK INVEST

In terms of the Reserve Bank of India Circular No. DBOD No. FSC BC 42/ 24.47.00/ 2003 04 dated November 05, 2003; the option to use the stock invest instrument in lieu of cheques or bank drafts for payment of Application money has been withdrawn. Hence, payment through stock invest would not be accepted in this Issue.

GENERAL INSTRUCTIONS

Do's:

- Check if you are eligible to apply;
- Read all the instructions carefully and complete the applicable Application Form;

- Ensure that the details about Depository Participant and Beneficiary Account are correct as Allotment of Equity Shares will be in the dematerialized form only;
- Each of the Applicants should mention their Permanent Account Number (PAN) allotted under the Income Tax Act, 1961;
- Ensure that the Demographic Details are updated, true and correct in all respects;
- Ensure that the name(s) given in the Application Form is exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant.
- Ensure that you have funds equal to the Application Amount in the ASBA account maintained with the SCSB before submitting the Application Form under the ASBA process to the respective member of the Syndicate (in the Specified Locations), the SCSBs, the Registered Broker (at the Broker Centres),the RTA (at the Designated RTA Locations) or CDP (at the Designated CDP Locations), Instruct your respective Banks to not release the funds blocked in the ASBA Account under the ASBA process;
- Ensure that the Application Form is signed by the account holder in case the applicant is not the account holder. Ensure that you have mentioned the correct bank account number in the Application Form;
- Ensure that the Application Forms are delivered by the applicants within the time prescribed as per the Application Form and the Prospectus;
- Ensure that you have requested for and receive a TRS;
- Ensure that you request for and receive a stamped acknowledgement of the Application Form for all your application options;
- All Applicants should submit their application through ASBA process only.
- Ensure that you receive an acknowledgement from the concerned Designated Intermediary, for the submission of your Application Form; and
- The Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Don'ts:

- Do not apply for lower than the minimum Application size;
- Do not apply at a Price Different from the Price Mentioned herein or in the Application Form
- Do not apply on another Application Form after you have submitted an Application to the SCSBs, Registered Brokers of Stock Exchange, RTA and DPs registered with SEBI;
- Do not pay the Application Price in cash, by money order or by postal order or by stock invest;
- Do not send Application Forms by post, instead submit the Designated Intermediary only;
- Do not submit the Application Forms to any non-SCSB bank or our Company;
- Do not apply on an Application Form that does not have the stamp of the relevant Designated Intermediary;
- Do not submit the application without ensuring that funds equivalent to the entire application Amount are blocked in the relevant ASBA Account;
- Do not apply for an Application Amount exceeding Rs. 200,000 (for applications by Retail Individual Applicants);
- Do not submit incorrect details of the DP ID, beneficiary account number and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Issue;
- Do not fill up the Application Form such that the Equity Shares applied for exceeds the Issue Size and/ or investment limit or maximum number of Equity Shares that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations;
- Do not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground.
- Do not submit applications on plain paper or incomplete or illegible Application Forms in a color prescribed for another category of Applicant;
- Do not make Applications if you are not competent to contract under the Indian Contract Act, 1872, as amended; and

- Do not make more than five applications from one bank account.

APPLICANT'S DEPOSITORY ACCOUNT AND BANK DETAILS

Please note that, providing bank account details, PAN No's, Client ID and DP ID in the space provided in the application form is mandatory and applications that do not contain such details are liable to be rejected.

Applicants should note that on the basis of name of the Applicants, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Application Form as entered into the Stock Exchange online system, the Registrar to the Issue will obtain front the Depository the demographic details including address, Applicants bank account details, MICR code and occupation (hereinafter referred to as 'Demographic Details'). These Demographic Details would be used for all correspondence with the Applicants including mailing of the Allotment Advice. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar to the Issue.

By signing the Application Form, the Applicant would be deemed to have authorized the depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records.

OTHER INSTRUCTIONS

Joint Applications in the case of Individuals

Applications may be made in single or joint names (not more than three). In the case of joint Applications, all payments will be made out in favour of the Applicant whose name appears first in the Application Form or Revision Form. All communications will be addressed to the First Applicant and will be dispatched to his or her address as per the Demographic Details received from the Depository.

Multiple Applications

An Applicant should submit only one Application (and not more than one) for the total number of Equity Shares required. Two or more Applications will be deemed to be multiple Applications if the sole or First Applicant is one and the same.

In this regard, the procedures which would be followed by the Registrar to the Issue to detect multiple applications are given below:

(i) All applications are electronically strung on first name, address (1st line) and applicant's status. Further, these applications are electronically matched for common first name and address and if matched, these are checked manually for age, signature and father/ husband's name to determine if they are multiple applications

(ii) Applications which do not qualify as multiple applications as per above procedure are further checked for common DP ID/ beneficiary ID. In case of applications with common DP ID/ beneficiary ID, are manually checked to eliminate possibility of data entry error to determine if they are multiple applications.

(iii) Applications which do not qualify as multiple applications as per above procedure are further checked for common PAN. All such matched applications with common PAN are manually checked to eliminate possibility of data capture error to determine if they are multiple applications.

In case of a mutual fund, a separate Application can be made in respect of each scheme of the mutual fund registered with SEBI and such Applications in respect of more than one scheme of the mutual fund will not be treated as multiple Applications provided that the Applications clearly indicate the scheme concerned for which the Application has been made.

In cases where there are more than 20 valid applications having a common address, such shares will be kept in abeyance, post allotment and released on confirmation of' know your client' norms by the depositories. The Company reserves the right to reject, in our absolute discretion, all or any multiple Applications in any or all categories.

PERMANENT ACCOUNT NUMBER OR PAN

Pursuant to the circular MRD/DoP/Circ 05/2007 dated April 27, 2007, SEBI has mandated Permanent Account Number ('PAN')to be the sole identification number for all participants transacting in the securities market, irrespective of the amount of the transaction w.e.f. July 02, 2007. Each of the Applicants should mention his/her PAN allotted under the IT Act. Applications without this information will be considered incomplete and are liable to be rejected. It is to be specifically noted that Applicants should not submit the GIR number instead of the PAN, as the Application is liable to be rejected on this ground.

RIGHT TO REJECT APPLICATIONS

In case of QIB Applicants, the Company in consultation with the LMs may reject Applications provided that the reasons for rejecting the same shall be provided to such Applicant in writing. In case of Non-Institutional Applicants, Retail Individual Applicants who applied, the Company has a right to reject Applications based on technical grounds.

Applicants are advised to note that Applications are liable to be rejected inter alia on the following technical grounds:

- Amount blocked does not tally with the amount payable for the Equity Shares applied for;
- In case of partnership firms, Equity Shares may be registered in the names of the individual partners and no firm as such shall be entitled to apply;
- Application by persons not competent to contract under the Indian Contract Act, 1872 including minors, insane persons;
- PAN not mentioned in the Application Form, duplicate PAN and mismatch of PAN;
- GIR number furnished instead of PAN;
- Applications for lower number of Equity Shares than specified for that category of investors;
- Applications at a price other than the Fixed Price of The Issue;
- Applications for number of Equity Shares which are not in multiples of 3,000;
- Category not ticked;
- Multiple Applications as defined in this Prospectus;
- In case of Application under power of attorney or by limited companies, corporate, trust etc., where relevant documents are not submitted;
- Applications accompanied by Stock invest/ money order/ postal order/ cash/ cheque/ demand draft/ pay order;
- Signature of sole Applicant is missing;
- Application Forms are not delivered by the Applicant within the time prescribed as per the Application Forms, Issue Opening Date advertisement and the Prospectus and as per the instructions in the Prospectus and the Application Forms;
- In case no corresponding record is available with the Depositories that matches three parameters namely, names of the Applicants (including the order of names of joint holders), the Depository Participant's identity (DP ID) and the beneficiary's account number;
- Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Applications by OCBs;
- Applications by US persons other than in reliance on Regulation S or "qualified institutional buyers" as defined in Rule 144A under the Securities Act;

- Applications by any persons outside India if not in compliance with applicable foreign and Indian laws;
- Applications that do not comply with the securities laws of their respective jurisdictions are liable to be rejected;
- Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- Applications by persons who are not eligible to acquire Equity Shares of the Company in terms of all applicable laws, rules, regulations, guidelines, and approvals;
- Applications or revisions thereof by QIB Applicants, NonInstitutional Applicants where the Application Amount is in excess of Rs. 200,000, received after 3.00 pm on the Issue Closing Date;
- Detailed of ASBA Account not provided in the Application Form;
- Amount not blocked in ASBA within prescribed time;
- More than five application forms blocked from one ASBA Account.

IMPERSONATION

Attention of the applicants is specifically drawn to the provisions of section 38(1) of the Companies Act, 2013 which is reproduced below:

'Any person who:

a. makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
b. makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
c. otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

Shall be liable for action under section 447 of Companies Act, 2013 and shall be treated as Fraud.

SIGNING OF UNDERWRITING AGREEMENT

Vide an Underwriting agreement dated May 24, 2018 this issue is 100% Underwritten.

FILING OF THE PROSPECTUS WITH THE ROC

The Company will file a copy of the Prospectus with the Registrar of Companies, NCT of Delhi & Haryana, in terms of Section 26 of Companies Act, 2013.

PRE-ISSUE ADVERTISEMENT

Subject to Section 30 of the Companies Act, 2013 the Company shall, after registering the Prospectus with the RoC, publish a pre-Issue advertisement, in the form prescribed by the SEBI Regulations, in one widely circulated English language national daily newspaper; one widely circulated Hindi language national daily newspaper and one regional newspaper with wide circulation. In the pre-issue advertisement, we shall state the Offer Opening Date and the Offer Closing Date. This advertisement, subject to the provisions of Section 30 of the Companies Act, 2013, shall be in the format prescribed in Part A of Schedule XIII of the SEBI Regulations.

SUBMISSION OF APPLICATION FORM

All Application Forms duly completed shall be submitted to the Designated Intermediaries. The intermediaries shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the application form, in physical or electronic mode, respectively.

DESIGNATED DATE AND ALLOTMENT OF EQUITY SHARES

The Company will issue and dispatch letters of allotment/ securities certificates and/ or letters of regret or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the Issue Closing Date.

In case the Company issues Letters of allotment, the corresponding Security Certificates will be kept ready within two months from the date of allotment thereof or such extended time as may be approved by the Company Law Board under Section 56 of the Companies Act, 2013 or other applicable provisions, if any.

Allottees are requested to preserve such Letters of Allotment, which would be exchanged later for the Security Certificates. After the funds are transferred from the SCSB's to Public Issue Account on the Designated Date, the Company would ensure the credit to the successful Applicants depository account. Allotment of the Equity Shares to the Allottees shall be within one working day of the date of approval of Basis of Allotment by Designated Stock Exchange. Investors are advised to instruct their Depository Participants to accept the Equity Shares that may be allocated/ allotted to them pursuant to this issue.

DISPOSAL OF APPLICATION AND APPLICATION MONEYS AND INTEREST IN CASE OF DELAY

The Company shall ensure the dispatch of Allotment advice, and give benefit to the beneficiary account with Depository Participants and submit the documents pertaining to the Allotment to the Stock Exchange within 2 (two) working days of date of Allotment of Equity Shares.

The Company shall use best efforts to ensure that all steps for completion of the necessary formalities for listing and commencement of trading at Emerge Platform of NSE where the Equity Shares are proposed to be listed are taken within 6 (Six) working days from Issue Closing Date.

In accordance with the Companies Act, the requirements of the Stock Exchange and the SEBI Regulations, the Company further undertakes that:

- ✓ Allotment and Listing of Equity Shares shall be made within 6 (Six) days of the Issue Closing Date;
- ✓ The Company will provide adequate funds required for dispatch of Allotment Advice to the Registrar to the Issue.

PAYMENT OF REFUND

In the event that the listing of the Equity Shares does not occur in the manner described in this Prospectus, the Lead Managers shall intimate Public Issue bank and Public Issue Bank shall transfer the funds from Public Issue account to Refund Account as per the written instruction from lead Managers and the Registrar for further payment to the beneficiary applicants.

UNDERTAKINGS BY OUR COMPANY

The Company undertakes the following:

1. That the complaints received in respect of the Issue shall be attended to by us expeditiously and satisfactorily;
2. that if our Company do not proceed with the Issue after the Issue Closing Date, the reason thereof shall be given as a public notice in the newspapers to be issued by our Company within two days of the Issue Closing Date. The public notice shall be issued in the same newspapers in which the Pre-Issue advertisement was published. The stock exchange on which the Equity Shares are proposed to be listed shall also be informed promptly;
3. that if our Company withdraw the Issue after the Issue Closing Date, our Company shall be required to file a fresh offer document with the ROC/SEBI, in the event our Company subsequently decides to proceed with the Issue;
4. that the complaints received in respect of this Issue shall be attended to by us expeditiously and satisfactorily;
5. that all steps shall be taken to ensure the listing and commencement of trading of the Equity Shares at the Stock Exchange where the Equity Shares are proposed to be listed are taken within six Working days of Issue Closing Date or such time as prescribed;
6. that if allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be unblocked within the time prescribed under applicable law. If

there is delay beyond the prescribed time, our Company shall pay interest prescribed under applicable law for the delayed period;

7. that the letter of allotment/unblocking of funds to the non-resident Indians shall be dispatched within specified time; and
8. that no further issue of Equity Shares shall be made till the Equity Shares offered through this Prospectus are listed.

UTILIZATION OF ISSUE PROCEEDS

Our Board certifies that:

1. All monies received out of the Issue shall be credited/ transferred to a separate bank account other than the bank account referred to in Section 40 of the Companies Act, 2013;

2. Details of all monies utilized out of the issue referred to in point 1 above shall be disclosed and continued to be disclosed till the time any part of the issue proceeds remains unutilized under an appropriate separate head in the balance-sheet of the issuer indicating the purpose for which such monies had been utilized;

3. Details of all unutilized monies out of the Issue referred to in 1, if any shall be disclosed under the appropriate head in the balance sheet indicating the form in which such unutilized monies have been invested and

4. Our Company shall comply with the requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in relation to the disclosure and monitoring of the utilization of the proceeds of the Issue.

5. Our Company shall not have recourse to the Issue Proceeds until the approval for listing and trading of the Equity Shares from the Stock Exchange where listing is sought has been received.

6. The Lead Managers undertakes that the complaints or comments received in respect of the Issue shall be attended by our Company expeditiously and satisfactorily.

WITHDRAWAL OF THE ISSUE

Our Company in consultation with the Lead Managers, reserves the right not to proceed with the Issue at any time before the Issue Opening Date, without assigning any reason thereof.

Notwithstanding the foregoing, the Issue is also subject to obtaining the following:

i. The final listing and trading approvals of National Stock Exchange of India for listing of Equity Shares Issued through this Issue on its EMERGE Platform, which the Company shall apply for after Allotment;
ii. The final RoC approval of the Prospectus after it is filed with the RoC.
iii. In case, our Company wishes to withdraw the Issue after Issue Opening but before allotment, our Company will give public notice giving reasons for withdrawal of Issue. The public notice will appear in two (2) widely circulated national newspapers (one each in English and Hindi) and one in regional newspaper.

The LMs, through the Registrar to the Issue, will instruct the SCSBs to unblock the ASBA Accounts within one (1) Working Day from the day of receipt of such instruction. The notice of withdrawal will be issued in the same newspapers where the pre- issue advertisements have appeared and the Stock Exchange will also be informed promptly. If our Company withdraws the issue after the issue Closing Date and subsequently decides to undertake a public Issuing of Equity Shares, our Company will file a fresh Issue document with the stock exchange where the Equity Shares may be proposed to be listed.

Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approvals of the Stock Exchange with respect to the Equity Shares Issued through this Prospectus, which our Company will apply for only after Allotment; and (ii) the final RoC approval of the Prospectus.

EQUITY SHARES IN DEMATERIALISED FORM WITH NSDL OR CDSL

To enable all shareholders of the Company to have their shareholding in electronic form, the Company has entered following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

(a) Agreement dated February 16, 2018 entered into between NSDL, our Company and the Registrar to the Issue;

(b) Agreement dated February 07, 2018 entered into between CDSL, our Company and the Registrar to the Issue.

The Company's Equity shares bear an ISIN No. INE364Z01019

An Applicant applying for Equity Shares must have at least one beneficiary account with either of the Depository Participants of either NSDL or CDSL prior to making the Application.

- The Applicant must necessarily fill in the details (including the Beneficiary Account Number and Depository Participant's identification number) appearing in the Application Form or Revision Form.
- Allotment to a successful Applicant will be credited in electronic form directly to the beneficiary account (with the Depository Participant) of the Applicant.
- Names in the Application Form or Revision Form should be identical to those appearing in the account details in the Depository. In case of joint holders, the names should necessarily be in the same sequence as they appear in the account details in the Depository.
- If incomplete or incorrect details are given under the heading 'Applicants Depository Account Details' in the Application Form or Revision Form, it is liable to be rejected.
- The Applicant is responsible for the correctness of his or her Demographic Details given in the Application Form vis à vis those with his or her Depository Participant.
- Equity Shares in electronic form can be traded only on the stock exchanges having electronic connectivity with NSDL and CDSL. The Stock Exchange where our Equity Shares are proposed to be listed has electronic connectivity with CDSL and NSDL.
- The allotment and trading of the Equity Shares of the Company would be in dematerialized form only for all investors.

COMMUNICATIONS

All future communications in connection with the Applications made in this Issue should be addressed to the Registrar to the Issue quoting the full name of the sole or First Applicant, Application Form number, Applicants Depository Account Details, number of Equity Shares applied for, date of Application form, name and address of the Banker to the Issue where the Application was submitted and a copy of the acknowledgement slip.
Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre Issue or post Issue related problems such as non-receipt of letters of allotment, credit of allotted shares in the respective beneficiary accounts, etc.

ISSUE PROCEDURE FOR ASBA (APPLICATION SUPPORTED BY BLOCKED AMOUNT) APPLICANTS

In accordance with the SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Applicants have to compulsorily apply through the ASBA Process. Our Company and the LM are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Prospectus. ASBA Applicants are advised to make their independent investigations and to ensure that the ASBA Application Form is correctly filled up, as described in this section.

This section is for the information of investors proposing to subscribe to the Issue through the ASBA process. Our Company and the LM are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Prospectus. ASBA Applicants are advised to make the independent investigations and to ensure that the ASBA Application Form is correctly filled up, as described in this section.
The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on

http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34. For details on designated branches of SCSB collecting the Application Form, please refer the above mentioned SEBI link.

ASBA PROCESS

A Resident Retail Individual Investor shall submit his Application through an Application Form, either in physical or electronic mode, to the SCSB with whom the bank account of the ASBA Applicant or bank account utilized by the ASBA Applicant ('ASBA Account') is maintained. The SCSB shall block an amount equal to the Application Amount in the bank account specified in the ASBA Application Form, physical or electronic, on the basis of an authorization to this effect given by the account holder at the time of submitting the Application.

The Application Amount shall remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount against the allocated shares to the Public Issue Account, or until withdrawal/failure of the Issue or until withdrawal/rejection of the ASBA Application, as the case may be.

The ASBA data shall thereafter be uploaded by the SCSB in the electronic IPO system of the Stock Exchange. Once the Basis of Allotment is finalized, the Registrar to the Issue shall send an appropriate request to the Controlling Branch of the SCSB for unblocking the relevant bank accounts and for transferring the amount allocable to the successful ASBA Applicants to the Public Issue Account. In case of withdrawal/failure of the Issue, the blocked amount shall be unblocked on receipt of such information from the LM.

ASBA Applicants are required to submit their Applications, either in physical or electronic mode. In case of application in physical mode, the ASBA Applicant shall submit the ASBA Application Form at the Designated Branch of the SCSB or Registered Brokers or Registered RTAs or DPs registered with SEBI. In case of application in electronic form, the ASBA Applicant shall submit the Application Form either through the internet banking facility available with the SCSB, or such other electronically enabled mechanism for applying and blocking funds in the ASBA account held with SCSB, and accordingly registering such Applications.

Who can apply?

In accordance with the SEBI (ICDR) Regulations, 2009 in public issues w.e.f. May 01, 2010 all the investors can apply through ASBA process and after SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November10,2015 all investors must apply through the ASBA Process.

Mode of Payment

Upon submission of an Application Form with the SCSB, whether in physical or electronic mode, each ASBA Applicant shall be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount, in the bank account maintained with the SCSB.

Application Amount paid in cash, by money order or by postal order or by stock invest, or ASBA Application Form accompanied by cash, money order, postal order or any mode of payment other than blocked amounts in the SCSB bank accounts, shall not be accepted.

After verifying that sufficient funds are available in the ASBA Account, the SCSB shall block an amount equivalent to the Application Amount mentioned in the ASBA Application Form till the Designated Date.

On the Designated Date, the SCSBs shall transfer the amounts allocable to the ASBA Applicants from the respective ASBA Account, in terms of the SEBI Regulations, into the Public Issue Account. The balance amount, if any against the said Application in the ASBA Accounts shall then be unblocked by the SCSBs on the basis of the instructions issued in this regard by the Registrar to the Issue.

The entire Application Amount, as per the Application Form submitted by the respective ASBA Applicants, would be required to be blocked in the respective ASBA Accounts until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount against allocated shares to the Public Issue Account, or until withdrawal/failure of the Issue or until rejection of the ASBA Application, as the case may be.

Unblocking of ASBA Account

On the basis of instructions from the Registrar to the Issue, the SCSBs shall transfer the requisite amount against each successful ASBA Applicant to the Public Issue Account as per the provisions of section 40(3) of the Companies Act, 2013 and shall unblock excess amount, if any in the ASBA Account. However, the Application Amount may be unblocked in the ASBA Account prior to receipt of intimation from the Registrar to the Issue by the Controlling Branch of the SCSB regarding finalization of the Basis of Allotment in the Issue, in the event of withdrawal/failure of the Issue or rejection of the ASBA Application, as the case may be.

PART B

GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES

This General Information Document highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013 and Companies Act, 1956 to the extent applicable, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. Applicants should not construe the contents of this General Information Document as legal advice and should consult their own legal counsel and other advisors in relation to the legal matters concerning the Issue. For taking an investment decision, the Applicants should rely on their own examination of the Issuer and the Issue, and should carefully read the Prospectus before investing in the Issue.

This General Information Document relates to the Public Issue of 4,569,000 Equity Shares of Rs.10/- each fully paid of Rudrabhishek Enterprises Limited ("the Company" or "the Issuer") for Cash at a Price of Rs. 41/- Per Equity Share in Terms of Chapter XB of the SEBI (ICDR) Regulations, 2009 (As amended from time to time), under the Fixed Price Mode and are proposed to be listed on the SME Platform of National Stock Exchange of India Limited. Accordingly, the Investors are advised to refer to the particulars of this GID in context of Fixed Price Issue being made under Chapter XB of the SEBI (ICDR) Regulations, 2009.

SECTION 1: PURPOSE OF THE GENERAL INFORMATION DOCUMENT (GID)

This document is applicable to the public issues undertaken through to the Fixed Price Issues. The purpose of the "General Information Document for Investing in Public Issues" is to provide general guidance to potential Applicants in IPOs, on the processes and procedures governing IPOs, undertaken in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("**SEBI ICDR Regulations, 2009**").

Applicants should note that investment in equity and equity related securities involves risk and Applicant should not invest any funds in the Issue unless they can afford to take the risk of losing their investment.

The specific terms relating to securities and/or for subscribing to securities in an Issue and the relevant information about the Issuer undertaking the Issue are set out in the Prospectus filed by the Issuer with the Registrar of Companies ("**RoC**"). Applicants should carefully read the entire Prospectus and the Application Form and the Abridged Prospectus of the Issuer in which they are proposing to invest through the Issue. In case of any difference in interpretation or conflict and/or overlap between the disclosure included in this document and the Prospectus, the disclosures in the Prospectus shall prevail. The Prospectus of the Issuer is available on the websites of stock exchanges, on the website(s) of the **LMs** to the Issue and on the website of Securities and Exchange Board of India ("**SEBI**") at www.sebi.gov.in.

For the definitions of capitalized terms and abbreviations used herein Applicants may refer to the section "Glossary and Abbreviations".

Section 2: Brief introduction to IPOs on SME Exchange

2.1. Initial public offer (IPO)

An IPO means an offer of specified securities by an unlisted Issuer to the public for subscription and may include an Offer for Sale of specified securities to the public by any existing holder of such securities in an unlisted Issuer.

For undertaking an IPO, an Issuer is inter-alia required to comply with the eligibility requirements of in terms of either Regulation 26(1) or Regulation 26(2) or the Applicable Regulations of Chapter XB of the SEBI ICDR Regulations, 2009, as amended. For details of compliance with the eligibility requirements by the Issuer Applicants may refer to the Prospectus.

The Issuer may also undertake IPO under of chapter XB of the SEBI (ICDR) Regulations, wherein as per,

- Regulation 106M (1): An issuer whose post-issue face value capital does not exceed ten crores rupees shall issue its specified securities in accordance with provisions of this Chapter.

- Regulation 106M (2): An issuer, whose post issue face value capital, is more than ten crores rupees and up to twenty five crores rupees, may also issue specified securities in accordance with provisions of this Chapter.

The present Issue is being made under Regulation 106M (2) of Chapter XB of SEBI (ICDR) Regulations.

2.2. Other Eligibility Requirements

In addition to the eligibility requirements specified in paragraphs 2.1, an Issuer proposing to undertake an IPO or an FPO is required to comply with various other requirements as specified in the SEBI ICDR Regulations, 2009, the Companies Act, 2013 and the Companies Act, 1956 to the extent applicable (the "Companies Act"), The Securities Contracts (Regulation) Rules, 1957 (the "SCRR"), industry- specific regulations, if any, and other applicable laws for the time being in force.

Following are the eligibility requirements for making an SME IPO under Regulation 106M of Chapter XB of SEBI (ICDR) Regulation:

a. In accordance with regulation 106(P) of the SEBI (ICDR) Regulations, Issue has to be 100% underwritten and the LMs have to underwrite at least 15% of the total issue size.
b. In accordance with Regulation 106(R) of the SEBI (ICDR) Regulations, total number of proposed Allottees in the Issue shall be greater than or equal to fifty, otherwise, the entire application money will be refunded forthwith. If such money is not repaid within eight days from the date the company becomes liable to repay it, than the Company and every officer in default shall, on and from expiry of eight days, be liable to repay such application money, with interest as prescribed under section 40 of the Companies Act, 2013
c. In accordance with Regulation 106(O) the SEBI (ICDR) Regulations, Company is not required to file any Offer Document with SEBI nor has SEBI issued any observations on the Offer Document. The Lead Managers shall submit the copy of Prospectus along with a Due Diligence Certificate including additional confirmations as required to SEBI at the time of filing the Prospectus with Stock Exchange and the Registrar of Companies.
d. In accordance with Regulation 106(V) of the SEBI ICDR Regulations, the LMs has to ensure compulsory market making for a minimum period of three years from the date of listing of Equity Shares offered in the Issue.
e. The Company should have track record of at least 3 years.
f. The Company should have positive cash accruals (earnings before depreciation and tax) from operations for at least 2 financial years preceding the application and its net-worth should be positive.
g. The post issue paid up capital of the company (face value) shall not be more than Rs. 25 crore.
h. The Issuer shall mandatorily facilitate trading in demat securities.
i. The Issuer should not been referred to Board for Industrial and Financial Reconstruction.
j. No petition for winding up is admitted by a court or a liquidator has not been appointed of competent jurisdiction against the Company.
k. No material regulatory or disciplinary action should have been taken by any stock exchange or regulatory authority in the past three years against the Issuer.
l. The Company should have a website. Issuer shall also comply with all the other requirements as laid down for such an Issue under Chapter XB of SEBI (ICDR) Regulations and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

As per Regulation 106(M)(3) of SEBI (ICDR) Regulations, 2009, the provisions of Regulations 6(1), 6(2), 6(3), Regulation 8, Regulation 9, Regulation 10, Regulation 25, Regulation 26, Regulation 27 and Sub regulation (1) of Regulation 49 of SEBI (ICDR) Regulations, 2009 shall not apply to this Issue.

Thus Company is eligible for the Issue in accordance with regulation 106M (2) and other provisions of chapter XB of the SEBI (ICDR) Regulations as the post issue face value capital, is more than ten crores rupees and up to twenty five crores rupees. Company also complies with the eligibility conditions laid by the SME Platform of NSE for listing of our Equity Shares.

2.3. Types of Public Issues – Fixed Price Issues and Book Built Issues

In accordance with the provisions of the SEBI ICDR Regulations, 2009, an Issuer can either determine the Issue Price through the Book Building Process ("**Book Built Issue**") or undertake a Fixed Price Issue ("**Fixed Price Issue**"). An Issuer may mention Floor Price or Price Band in the RHP (in case of a Book Built Issue) and a Price or Price Band in the Prospectus (in case of a fixed price Issue) and determine the price at a later date before registering the Prospectus with the Registrar of Companies.

The cap on the Price Band should be less than or equal to 120% of the Floor Price. The Issuer shall announce the Price or the Floor Price or the Price Band through advertisement in all newspapers in which the pre-issue advertisement was given at least five Working Days before the Issue Opening Date, in case of an IPO and at least one Working Day before the Issue Opening Date, in case of an FPO.

The Floor Price or the Issue price cannot be lesser than the face value of the securities.

Applicants should refer to the Prospectus or Issue advertisements to check whether the Issue is a Book Built Issue or a Fixed Price Issue.

2.4. Issue Period

The Issue may be kept open for a minimum of three Working Days (for all category of Applicants) and not more than ten Working Days. Applicants are advised to refer to the Application Form and Abridged Prospectus or Prospectus for details of the Issue Period. Details of Issue Period are also available on the website of Stock Exchange(s).

2.5. Migration to Main Board

SME Issuer may migrate to the Main Board of Stock Exchange from the SME Exchange at a later date subject to the following:

(a) If the Paid up Capital of the Company is likely to increase above Rs. 25 crores by virtue of any further issue of capital by way of rights, preferential issue, bonus issue etc. (which has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoter in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal and for which the company has obtained in-principal approval from the main board), the Company shall apply to Stock Exchange for listing of its shares on its Main Board subject to the fulfillment of the eligibility criteria for listing of specified securities laid down by the Main Board.

Or

(b) If the Paid up Capital of the company is more than 10 crores and upto Rs. 25 crores, the Company may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoter in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

2.6. Flowchart of Timelines

A flow chart of process flow in Fixed Price Issues is as follows:

Section 3: Category of Investors Eligible to Participate in an Issue

Each Applicant should check whether it is eligible to apply under applicable law. Furthermore, certain Categories of Applicants, such as NRIs, FPIs and FVCIs may not be allowed to apply in the Issue or to hold Equity Shares, in excess of certain limits specified under applicable law. Applicants are requested to refer to the Prospectus for more details.

Subject to the above, an illustrative list of Applicants is as follows:

1. Indian nationals resident in India who are not incompetent to contract in single or joint names (not more than three) or in the names of minors as natural/legal guardian;

2. Hindu Undivided Families or HUFs, in the individual name of the Karta. The Applicant should specify that the application is being made in the name of the HUF in the Application Form as follows: Name of Sole or First applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta. Applications by HUFs would be considered at par with those from individuals;

3. Companies, Corporate Bodies and Societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;

4. Mutual Funds registered with SEBI;

5. Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than Eligible NRIs are not eligible to participate in this Issue;

6. Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);

7. FPIs other than Category III FDI; VCFs and FVCIs registered with SEBI

8. Limited Liability Partnerships (Lip's) registered in India and authorized to invest in equity shares;

9. State Industrial Development Corporations;

10. Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;

11. Scientific and/or Industrial Research Organizations authorized to invest in equity shares;

12. Insurance Companies registered with IRDA;

13. Provident Funds and Pension Funds with minimum corpus of Rs. 2,500 Lacs and who are authorized under their constitution to hold and invest in equity shares;

14. Multilateral and Bilateral Development Financial Institutions;

15. National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India;

16. Insurance funds set up and managed by army, navy or air force of the Union of India or by Department of Posts, India;

17. Any other person eligible to apply in this Issue, under the laws, rules, regulations, guidelines and Policies applicable to them and under Indian laws

As per the existing regulations, OCBs cannot participate in this Issue.

SECTION 4: APPLYING IN THE ISSUE

Fixed Price Issue:

Applicants should only use the specified Application Form either bearing the stamp of Application Collecting Intermediaries as available or downloaded from the websites of the Stock Exchanges. Application Forms are available with the Branches of Collection Banks or Designated Branches of the SCSBs, at the registered office of the Issuer and at the corporate office of LMs. For further details regarding availability of Application Forms, Applicants may refer to the Prospectus. Applicants should ensure that they apply in the appropriate category.

The prescribed colour of the Application Form for various categories of Applicants is as follows:

Category	Colour of the Application
Resident Indian, Eligible NRIs applying on a non- repatriation basis	White
NRIs, FVCIs, FPIs, their Sub-Accounts (other than Sub-Accounts which are foreign corporate(s) or foreign individuals applying under the QIB), on a repatriation basis	Blue

Securities Issued in an IPO can only be in dematerialized form in compliance with Section 29 of the Companies Act, 2013. Applicants will not have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities rematerialised subsequent to allotment.

4.1 Instructions for filing the Application Form (Fixed Price Issue)

Applicants may note that forms not filled completely or correctly as per instructions provided in this GID, the Prospectus and the Application Form are liable to be rejected.

Instructions to fill each field of the Application Form can be found on the reverse side of the Application Form. Specific instructions for filling various fields of the Resident Application Form and Non-Resident Application Form and samples are provided below.

The samples of the Application Form for resident Applicants and the Application Form for non-resident Applicants are reproduced next page:

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Sample of Common Application form –R

ISSUE PROGRAMME: ISSUE OPENS ON: FRIDAY, JUNE 29, 2018 ISSUE CLOSES ON: THURSDAY, JULY 05, 2018

COMMON APPLICATION FORM

RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - R

Registered Office: 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001 - Corporate Office: A-6, Sector 58, Noida, Uttar Pradesh 201301
Contact Person: Mr. Vikas Gupta, Company Secretary and Compliance Officer, Tel. No.: 011 23738974, Email: secretarial@replorbuphinnen.com; Website: www.repl.global

FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs AND ELIGIBLE NRIs APPLYING ON A NON-REPATRIATION BASIS

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

TO,
THE BOARD OF DIRECTORS
RUDRABHISHEK ENTERPRISES LIMITED

FIXED PRICE SME ISSUE
ISIN : INE364Z01019

Application Form No.
Date :

BROKER'S/SCSB'S/CDP/RTA STAMP & CODE	SUB BROKER'S/ SUB AGENT'S STAMP & CODE
SCSB'S/BANK BRANCH STAMP & CODE	**SCSB/BANK BANCH SERIAL NO.**

1. NAME & CONTACT DETAILS OF SOLE / FIRST APPLICANT

Mr. /Ms./M/s.
Address
Email
Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. APPLICATION DETAILS

No. of Equity Shares of ₹ 10/- each applied at the Issue Price i.e. at ₹ 41 per share[1]

(In figures) (In words)

ALLOTMENT WILL BE IN DEMAT MODE ONLY [2]

[1] Please note that applications must be made in minimum lot size of 3,000 shares and further multiples of 3,000 shares accordingly.

[2] Please note that the equity shares on allotment will be traded only in the dematerialized mode on the SME Platform of National Stock Exchange of India Limited

5. CATEGORY

- ☐ Retail Individual Bidder
- ☐ Non-Institutional Bidder
- ☐ Q I B

6. INVESTOR STATUS

- ☐ Individual(s) - IND
- ☐ Hindu Undivided Family * - HUF
- ☐ Bodies Corporate - CO
- ☐ Banks & Financial Institutions - FI
- ☐ Mutual Funds - M F
- ☐ National Investment Funds - NIF
- ☐ Non Resident Indians - NRI (Non-Repatriation basis)
- ☐ Alternative Investment Funds - AIF
- ☐ Insurance Fund - IF
- ☐ Insurance Companies - IC
- ☐ Venture Capital Funds - VCF
- ☐ Others (Please specify) - OTH

* HUF should apply only through *Karta (Application by HUF would be treated on par with Individual)*

7. PAYMENT DETAILS **PAYMENT OPTION : FULL PAYMENT**

Amount Blocked (₹ in figures) (₹ in words)

ASBA Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'INVESTORS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF.

8A. SIGNATURE OF SOLE / FIRST APPLICANT	8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)	BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Application in Stock Exchnage System)
Date : _____, 2017	I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue 1) 2) 3)	

TEAR HERE

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

RUDRABHISHEK ENTERPRISES LIMITED
INITIAL PUBLIC ISSUE - R

Acknowledgement Slip for Broker / CDP / RTA

Application Form No.

PAN of Sole / First Applicant

DPID / CLID

Amount Blocked (₹ in figures) ASBA Bank A/c No.
Bank & Branch
Stamp & Signature of SCSB Branch

Received from Mr./Ms. /M/s.
Telephone / Mobile Email

TEAR HERE

RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - R

	In Figure	In Words	Stamp & Signature of SCSB / Collection Banker
No. of Equity Shares			
Amount Blocked (₹)			

ASBA Bank A/c No.
Bank & Branch

Name of Sole / First Applicant

Acknowledgement Slip for Applicant

Application Form No.

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

TEAR HERE

Sample of Common Application form –NR

CK

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

ISSUE PROGRAMME: ISSUE OPENS ON: FRIDAY, JUNE 29, 2018 ISSUE CLOSES ON: THURSDAY, JULY 05, 2018

COMMON APPLICATION FORM

RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - NR

Registered Office: 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001 - Corporate Office: A-6, Sector 58, Noida, Uttar Pradesh 201301
Contact Person: Mr. Vikas Gupta, Company Secretary and Compliance Officer, Tel. No.: 011 2370 8974, Email: secretarial@rplurbanplanners.com; Website: www.rplglobal

FOR ELIGIBLE NRIs, FIIs/FPIs, FVCI, ETC., APPLYING ON A REPATRIATION BASIS

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

TO,
THE BOARD OF DIRECTORS
RUDRABHISHEK ENTERPRISES LIMITED

FIXED PRICE SME ISSUE
ISIN : INE364Z01019

Application Form No.
Date :

BROKER'S/SCSB'S/CDP/RTA STAMP & CODE	SUB BROKER'S/ SUB AGENT'S STAMP & CODE
SCSB'S/BANK BRANCH STAMP & CODE	**SCSB/BANK BANCH SERIAL NO.**

1. NAME & CONTACT DETAILS OF SOLE / FIRST APPLICANT

Mr. /Ms./M/s.
Address
Email
Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. APPLICATION DETAILS

No. of Equity Shares of ₹ 10/- each applied at the Issue Price i.e. at ₹ 41 per share(1)

(In figures) (In words)

ALLOTMENT WILL BE IN DEMAT MODE ONLY (2)

(1) Please note that applications must be made in minimum lot size of 3,000 shares and further multiples of 3,000 shares accordingly.

(2) Please note that the equity shares on allotment will be traded only in the dematerialized mode on the SME Platform of National Stock Exchange of India Limited

5. CATEGORY

- ☐ Retail Individual Bidder
- ☐ Non-Institutional Bidder
- ☐ QIB

6. INVESTOR STATUS

- ☐ Non-Resident Indians - NRI (Repatriation basis)
- ☐ Foreign Institutional Investor - FII/ Foreign Portfolio Investor - FPI
- ☐ Foreign Venture Capital Investor - FVCI
- ☐ FII Sub Account Corporate / Individual - FIISA
- ☐ Others - OTH (please specify)

7. PAYMENT DETAILS **PAYMENT OPTION : FULL PAYMENT**

Amount Blocked (₹ in figures) (₹ in words)

ASBA Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'INVESTORS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF.

8A. SIGNATURE OF SOLE / FIRST APPLICANT

Date : _____, 2017

8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue

1)
2)
3)

BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Application in Stock Exchnage System)

TEAR HERE

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

RUDRABHISHEK ENTERPRISES LIMITED
INITIAL PUBLIC ISSUE - NR

Acknowledgement Slip for Broker / CDP / RTA

Application Form No.

DPID / CLID

PAN of Sole / First Applicant

Amount Blocked (₹ in figures) ASBA Bank A/c No.
Bank & Branch

Stamp & Signature of SCSB Branch

Received from Mr./Ms. /M/s.
Telephone / Mobile Email

TEAR HERE

RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - NR

	In Figure	In Words
No. of Equity Shares		
Amount Blocked (₹)		

Stamp & Signature of SCSB / Collection Banker

Name of Sole / First Applicant

Acknowledgement Slip for Applicant

ASBA Bank A/c No.
Bank & Branch

Application Form No.

CK

4.1.1 FIELD NUMBER 1: NAME AND CONTACT DETAILS OF THE SOLE/ FIRST APPLICANT

Applicants should ensure that the name provided in this field is exactly the same as the name in which the Depository Account is held.

a) **Mandatory Fields**: Applicants should note that the name and address fields are compulsory and email and/or telephone number/ mobile number fields are optional. Applicants should note that the contact details mentioned in the Application Form may be used to dispatch communications (including refund orders and letters notifying the unblocking of the bank accounts of ASBA Applicants) in case the communication sent to the address available with the Depositories are returned undelivered or are not available. The contact details provided in the Application Form may be used by the Issuer, the members of the Syndicate, the Registered Broker and the Registrar to the Issue only for correspondence(s) related to an Issue and for no other purposes.

b) **Joint Applications**: In the case of Joint Applications, the Applications should be made in the name of the Applicant whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such first Applicant would be required in the Application Form and such first Applicant would be deemed to have signed on behalf of the joint holders. All payments may be made out in favour of the Applicant whose name appears in the Application Form or the Revision Form and all communications may be addressed to such Applicant and may be dispatched to his or her address as per the Demographic Details received from the Depositories.

c) **Impersonation**: Attention of the Applicants is specifically drawn to the provisions of sub section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who

a) makes or abets making of an application in a fictitious name to a Company for acquiring, or subscribing for, its securities; or
b) makes or abets making of multiple applications to a Company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
c) otherwise induces directly or indirectly a Company to allot, or register any transfer of securities to him, or to any other person in a fictitious name,

shall be liable for action under section 447 of the said Act."

The liability prescribed under Section 447 of the Companies Act, 2013 includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount.

d) **Nomination Facility to Applicant:** Nomination facility is available in accordance with the provisions of Section 109A of the Companies Act. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Applicants should inform their respective DP.

4.1.2 FIELD NUMBER 2: PAN NUMBER OF SOLE /FIRST APPLICANT

a) PAN (of the sole/ first Applicant) provided in the Application Form should be exactly the same as the PAN of the person(s) in whose name the relevant beneficiary account is held as per the Depositories' records.

b) PAN is the sole identification number for participants transacting in the securities market irrespective of the amount of transaction except for Applications on behalf of the Central or State Government, Applications by officials appointed by the courts and Applications by Applicants residing in Sikkim ("PAN Exempted Applicants"). Consequently, all Applicants, other than the PAN Exempted Applicants, are required to disclose their PAN in the Application Form, irrespective of the Application Amount. An Application Form without PAN, except in case of Exempted Applicants, is liable to be rejected. Applications by the Applicants whose PAN is not available as per the Demographic Details available in their Depository records, are liable to be rejected.

c) The exemption for the PAN Exempted Applicants is subject to (a) the Demographic Details received from the respective Depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same.

d) Application Forms which provide the General Index Register Number instead of PAN may be rejected.

e) Applications by Applicants whose demat accounts have been "suspended for credit" are liable to be rejected pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/MRD/DP/22/2010. Such accounts are classified as "Inactive demat accounts" and demographic details are not provided by depositories.

4.1.3 FIELD NUMBER 3: APPLICANTS DEPOSITORY ACCOUNT DETAILS

a) Applicants should ensure that DP ID and the Client ID are correctly filled in the Application Form. The DP ID and Client ID provided in the Application Form should match with the DP ID and Client ID available in the Depository database, **otherwise, the Application Form is liable to be rejected.**

b) Applicants should ensure that the beneficiary account provided in the Application Form is active.

c) Applicants should note that on the basis of DP ID and Client ID as provided in the Application Form, the Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for sending allocation advice and for other correspondence(s) related to an Issue.

d) Applicants are, advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk.

4.1.4 FIELD NUMBER 4: APPLICATION DETAILS

a) The Issuer may mention Price in the Prospectus. However a prospectus registered with ROC contains one price.

b) Minimum and Maximum Application Size

i. For Retail Individual Applicants
The Application must be for a minimum of 3,000 Equity Shares. As the Application Price payable by the Retail Individual Applicants cannot exceed Rs.2,00,000, they can make Application for only minimum Application size i.e. for 3,000 Equity Shares.

ii. For Other Applicants (Non-Institutional Applicants and QIBs):
The Application must be for a minimum of such number of Equity Shares such that the Application Amount exceeds Rs.2,00,000 and in multiples of 3,000 Equity Shares thereafter. An Application cannot be submitted for more than the Issue Size. However, the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI Regulations, a QIB Applicant cannot withdraw its Application after the Issue Closing Date and is required to pay 100% QIB Margin upon submission of Application. In case of revision in Applications, the Non-Institutional Applicants, who are individuals, have to ensure that the Application Amount is greater than Rs. 2,00,000 for being considered for allocation in the Non-Institutional Portion. Applicants are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Prospectus.

c) **Multiple Applications**: An Applicant should submit only one Application Form. Submission of a second Application Form to either the same or to Application Collecting Intermediary and duplicate copies of Application Forms bearing the same application number shall be treated as multiple applications and are liable to be rejected.

d) Applicants are requested to note the following procedures may be followed by the Registrar to the Issue to detect multiple applications:

i. All applications may be checked for common PAN as per the records of the Depository. For Applicants other than Mutual Funds and FPI sub-accounts, Applications bearing the same PAN may be treated as multiple applications by an Applicant and may be rejected.

ii. For applications from Mutual Funds and FPI sub-accounts, submitted under the same PAN, as well as Applications on behalf of the PAN Exempted Applicants, the Application Forms may be checked for common DP ID and Client ID. In any such applications which have the same DP ID and Client ID, these may be treated as multiple applications and may be rejected.

e) The following applications may not be treated as multiple Applications:

i. Applications by Reserved Categories in their respective reservation portion as well as that made by them in the Net Issue portion in public category.
ii. Separate applications by Mutual Funds in respect of more than one scheme of the Mutual Fund provided that the Applications clearly indicate the scheme for which the Application has been made.
iii. Applications by Mutual Funds, and sub-accounts of FPIs (or FPIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs.

4.1.5 FIELD NUMBER 5: CATEGORY OF APPLICANTS

a) The categories of applicants identified as per the SEBI ICDR Regulations, 2009 for the purpose of Application, allocation and allotment in the Issue are RIIs, individual applicants other than RII's and other investors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).
b) An Issuer can make reservation for certain categories of Applicants permitted under the SEBI ICDR Regulations, 2009. For details of any reservations made in the Issue, applicants may refer to the Prospectus.
c) The SEBI ICDR Regulations, 2009 specify the allocation or allotment that may be made to various categories of applicants in an Issue depending upon compliance with the eligibility conditions. For details pertaining to allocation and Issue specific details in relation to allocation, applicant may refer to the Prospectus.

4.1.6 FIELD NUMBER 6: INVESTOR STATUS

a) Each Applicant should check whether it is eligible to apply under applicable law and ensure that any prospective allotment to it in the Issue is in compliance with the investment restrictions under applicable law.
b) Certain categories of Applicants, such as NRIs, FPIs and FVCIs may not be allowed to apply in the Issue or hold Equity Shares exceeding certain limits specified under applicable law. Applicants are requested to refer to the Prospectus for more details.
c) Applicants should check whether they are eligible to apply on non-repatriation basis or repatriation basis and should accordingly provide the investor status. Details regarding investor status are different in the Resident Application Form and Non-Resident Application Form.
d) Applicants should ensure that their investor status is updated in the Depository records.

4.1.7 FIELD NUMBER 7: PAYMENT DETAILS

(a) All Applicants are required to use ASBA facility to block the full Amount (net of any Discount, as applicable) along-with the Application Form. If the Discount is applicable in the Issue, the RIIs should indicate the full Amount in the Application Form and the funds shall be blocked for Amount net of Discount. Only in cases where the Prospectus indicates that part payment may be made, such an option can be exercised by the Applicant.
(b) All categories of investors can participate in the Issue only through ASBA mechanism.
(c) Application Amount cannot be paid in cash, through money order or through postal order or through stock invest.

4.7.1.1. Payment instructions for Applicants

(a) Applicants may submit the Application Form either in physical mode or online mode to any Designated Intermediaries.

(b) Applicants should specify the Bank Account number in the Application Form. The application form submitted by an applicant and which is accompanied by cash, demand , money order, postal order or any mode of payment other than blocked amounts in the ASBA Account maintained with an SCSB, may not be accepted.

(c) Applicant should ensure that the Application Form is also signed by the ASBA Account holder(s) if the Applicant is not the ASBA Account holder;

(d) Applicant shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.

(e) From one ASBA Account, a maximum of five Application Forms can be submitted.

(f) Applicants applying through a member of the Syndicate should ensure that the Application Form is submitted to a member of the Syndicate only at the Specified Locations. Applicants should also note that Application Forms submitted to the Syndicate at the Specified Locations may not be accepted by the member of the Syndicate if the SCSB where the ASBA Account, as specified in the Application Form, is maintained has not named at least one branch at that location for the members of the Syndicate to deposit Application Forms (a list of such branches is available on the website of SEBI at http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries).

(g) Applicants applying through a Registered Broker, RTA or CDP should note that Application Forms submitted to them may not be accepted, if the SCSB where the ASBA Account, as specified in Application Form, is maintained has not named at least one branch at that location for the Registered Brokers, RTA or CDP, as the case may be, to deposit Application Forms.

(h) ASBA Applicant applying directly through the SCSBs should ensure that the Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.

(i) Upon receipt of Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form.

(j) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Application Amount mentioned in the Application Form may upload the details on the Stock Exchange Platform.

(k) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Applications on the Stock Exchange platform and such Applications are liable to be rejected.

(l) Upon submission of a completed Application Form each Applicant may be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount specified in the Application Form in the ASBA Account maintained with the SCSBs.

(m) The Application Amount may remain blocked in the aforesaid ASBA Account until finalization of the Basis of allotment and consequent transfer of the Application Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal or failure of the Issue, or until withdrawal or rejection of the Application, as the case may be.

(n) SCSBs applying in the Issue must apply through an Account maintained with any other SCSB; else their Application is liable to be rejected.

4.1.8 UNBLOCKING OF ASBA ACCOUNT

a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Issue may provide the following details to the controlling branches of each SCSB, along with instructions to unblock the relevant bank accounts and for successful applications transfer the requisite money to the Public Issue Account designated for this purpose, within the specified timelines: (i) the number of Equity Shares to be Allotted against each Application, (ii) the amount to be transferred from the relevant bank account to the Public Issue Account, for each Application, (iii) the date by which funds referred to in (ii) above may be transferred to the Public Issue Account, and (iv) details of rejected/ partial/ non-allotment ASBA Applications, if any, along with reasons for rejection and details of withdrawn or unsuccessful Applications, if any, to enable the SCSBs to unblock the respective bank accounts.

b) On the basis of instructions from the Registrar to the Issue, the SCSBs may transfer the requisite amount against each successful ASBA Application to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.

c) In the event of withdrawal or rejection of the Application Form and for unsuccessful Applications, the Registrar to the Issue may give instructions to the SCSB to unblock the Application Amount in the relevant ASBA Account within 6 Working Days of the Issue Closing Date.

4.1.8.1 Discount (if applicable)

a) The Discount is stated in absolute rupee terms.

b) RIIs, Employees and Retail Individual Shareholders are only eligible for discount. For Discounts offered in the Issue, applicants may refer to the Prospectus.

c) The Applicants entitled to the applicable Discount in the Issue may make payment for an amount i.e. the Application Amount less Discount (if applicable) shall be blocked.

4.1.8.2 Additional Payment Instructions for NRIs

The Non-Resident Indians who intend to block funds in their Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians (non-repatriation basis). In the case of applications by NRIs applying on a repatriation basis, payment shall not be accepted out of NRO Account.

4.1.9 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORIZATIONS

a) Only the First Applicant is required to sign the Application Form. Applicants should ensure that signatures are in one of the languages specified in the Eighth Schedule to the Constitution of India.
b) If the ASBA Account is held by a person or persons other than the ASBA Applicant., then the Signature of the ASBA Account holder(s) is also required.
c) In relation to the ASBA Applications, signature has to be correctly affixed in the authorization/undertaking box in the Application Form, or an authorization has to be provided to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the application amount mentioned in the Application Form.
d) Applicants must note that Application Form without signature of Applicant and /or ASBA Account holder is liable to be rejected.

4.1.10 ACKNOWLEDGEMENT AND FUTURE COMMUNICATION

Applicants should ensure that they receive the acknowledgment duly signed and stamped by Application Collecting Intermediaries, as applicable, for submission of the Application Form.

a) All communications in connection with Applications made in the Issue should be addressed as under:
   (i) In case of queries related to Allotment, non-receipt of Allotment Advice, credit of allotted equity shares, unblocking of funds, the Applicants should contact the Registrar to the Issue.
   (ii) In case of Applications submitted to the Designated Branches of the SCSBs or Registered Brokers or Registered RTA/DP, the Applicants should contact the relevant Designated Branch of the SCSB or Registered Brokers or Registered RTA/DP, as the case maybe.
   (iii) Applicant may contact the Company Secretary and Compliance Officer or LM(s) in case of any other complaints in relation to the Issue.
b) The following details (as applicable) should be quoted while making any queries –
   (i) Full name of the sole or Applicant, Application Form number, Applicants'DP ID, Client ID, PAN, number of Equity Shares applied for, amount paid on application.
   (ii) name and address of the Designated Intermediary, where the Application was submitted; or
   (iii) In case of ASBA Applications, ASBA Account number in which the amount equivalent to the Application Amount was blocked.

For further details, Applicant may refer to the Prospectus and the Application Form.

4.2 INSTRUCTIONS FOR FILING THE REVISION FORM

a) During the Issue Period, any Applicant (other than QIBs and NIIs, who can only revise their application amount upwards) who has registered his or her interest in the Equity Shares for a particular number of shares is free to revise number of shares applied using revision forms available separately.
b) RII may revise their applications till closure of the Issue period or withdraw their applications until finalization of allotment.
c) Revisions can be made only in the desired number of Equity Shares by using the Revision Form.

d) The Applicant can make this revision any number of times during the Issue Period. However, for any revision(s) in the Application, the Applicants will have to use the services of the SCSB through which such Applicant had placed the original Application.

REVISION FORM- R

ISSUE PROGRAMME: ISSUE OPENS ON: FRIDAY, JUNE 29, 2018 ISSUE CLOSES ON: THURSDAY, JULY 05, 2018

COMMON REVISION FORM	RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - R Registered Office: 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001 - Corporate Office: A-6, Sector 58, Noida, Uttar Pradesh 201301 Contact Person: Ms. Vikas Gupta, Company Secretary and Compliance Officer, Tel. No.: 011 23738974, Email: secretarial@replorbemployees.com; Website: www.replglobal	FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs AND ELIGIBLE NRIs APPLYING ON A NON-REPATRIATION BASIS

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

TO,
THE BOARD OF DIRECTORS
RUDRABHISHEK ENTERPRISES LIMITED

FIXED PRICE SME ISSUE
ISIN : INE364Z01019

Application Form No.

Date :

BROKER'S/SCSB'S/CDP/RTA STAMP & CODE	SUB BROKER'S/ SUB AGENT'S STAMP & CODE
SCSB'S/BANK BRANCH STAMP & CODE	SCSB/BANK BANCH SERIAL NO.

1. NAME & CONTACT DETAILS OF SOLE / FIRST APPLICANT

Mr. / Ms./M/s.

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS NSDL CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY APPLICATION

4. FROM (AS PER LAST APPLICATION OR REVISION)

Options	No. of Equity Shares Application (Application must be in multiples of 3,000 Equity Share) (In Figures)	Price per Equity Share (₹) 41/- (In Figures)		
		Issue Price	Retail Discount	Net Price
	8 7 6 5 4 3 2 1	3 2 1	3 2 1	3 2 1
Option 1				
(OR) Option 2	NOT APPLICABLE	NA		
(OR) Option 3	NOT APPLICABLE	NA		

5. TO (Revised Application)

Options	No. of Equity Shares Application (Application must be in multiples of 3,000 Equity Share) (In Figures)	Price per Equity Share (₹) 41/- (In Figures)		
		Issue Price	Retail Discount	Net Price
	8 7 6 5 4 3 2 1	3 2 1	3 2 1	3 2 1
Option 1				
(OR) Option 2	NOT APPLICABLE	NA		
(OR) Option 3	NOT APPLICABLE	NA		

6. PAYMENT DETAILS **PAYMENT OPTION : FULL PAYMENT**

Additional Amount Blocked (₹ in figures) (₹ in words)

ASBA Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION REVISION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'INVESTORS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION REVISION FORM GIVEN OVERLEAF.

7A. SIGNATURE OF SOLE/ FIRST APPLICANT	7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS)	BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Application in Stock Exchnage System)
Date : , 2017	I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue 1) 2) 3)	

TEAR HERE

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

RUDRABHISHEK ENTERPRISES LIMITED
REVISION FORM - INITIAL PUBLIC ISSUE - R

Acknowledgement Slip for Broker / CDP / RTA

Application Form No.

PAN of Sole / First Applicant

DPID / CLID

Additional Amount Blocked (₹)	ASBA Bank A/c No.	Stamp & Signature of SCSB Branch
Bank & Branch		

Received from Mr./Ms./M/s.

Telephone / Mobile | Email

TEAR HERE

RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - R

	In Figure	In Words	Stamp & Signature of SCSB / Collection Banker
No. of Equity Shares			
Amount Blocked (₹)			

ASBA Bank A/c No.

Bank & Branch

Name of Sole / First Applicant

Acknowledgement Slip for Applicant

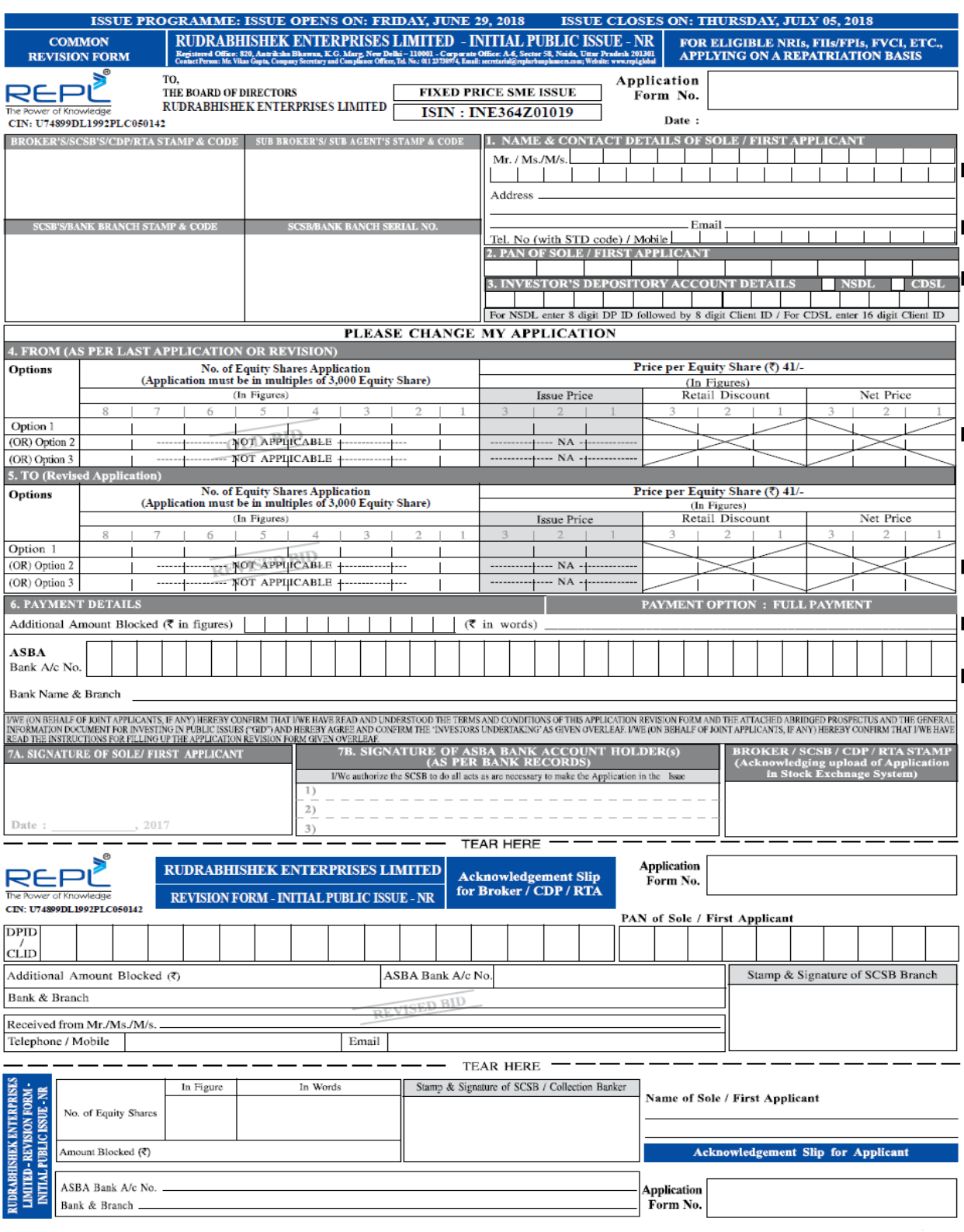
Application Form No.

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

TEAR HERE

REVISION FORM- NR



ISSUE PROGRAMME: ISSUE OPENS ON: FRIDAY, JUNE 29, 2018 ISSUE CLOSES ON: THURSDAY, JULY 05, 2018

COMMON REVISION FORM

RUDRABHISHEK ENTERPRISES LIMITED - INITIAL PUBLIC ISSUE - NR

Registered Office: 820, Antriksha Bhawan, K.G. Marg, New Delhi – 110001 – Corporate Office: A-6, Sector 58, Noida, Uttar Pradesh 201301
Contact Person: Mr. Vikas Gupta, Company Secretary and Compliance Officer, Tel. No.: 011 23738974, Email: secretarial@replurbanplanners.com; Website: www.repl.global

FOR ELIGIBLE NRIs, FIIs/FPIs, FVCI, ETC., APPLYING ON A REPATRIATION BASIS

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

TO,
THE BOARD OF DIRECTORS
RUDRABHISHEK ENTERPRISES LIMITED

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Mr. / Ms./M/s.

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Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS NSDL CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY APPLICATION

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Option 1				
(OR) Option 2	NOT APPLICABLE	NA		
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5. TO (Revised Application)

Options	No. of Equity Shares Application (Application must be in multiples of 3,000 Equity Share) (In Figures)	Price per Equity Share (₹) 41/- (In Figures)		
		Issue Price	Retail Discount	Net Price
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Option 1				
(OR) Option 2	NOT APPLICABLE	NA		
(OR) Option 3	NOT APPLICABLE	NA		

6. PAYMENT DETAILS

PAYMENT OPTION : FULL PAYMENT

Additional Amount Blocked (₹ in figures) (₹ in words)

ASBA Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION REVISION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'INVESTORS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION REVISION FORM GIVEN OVERLEAF.

7A. SIGNATURE OF SOLE/ FIRST APPLICANT

Date : , 2017

7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue

1)
2)
3)

BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Application in Stock Exchnage System)

TEAR HERE

REPL The Power of Knowledge
CIN: U74899DL1992PLC050142

RUDRABHISHEK ENTERPRISES LIMITED
REVISION FORM - INITIAL PUBLIC ISSUE - NR

Acknowledgement Slip for Broker / CDP / RTA

Application Form No.

PAN of Sole / First Applicant

DPID / CLID

Additional Amount Blocked (₹) | ASBA Bank A/c No.

Bank & Branch

Stamp & Signature of SCSB Branch

Received from Mr./Ms./M/s.

Telephone / Mobile | Email

TEAR HERE

RUDRABHISHEK ENTERPRISES LIMITED - REVISION FORM - INITIAL PUBLIC ISSUE - NR

	In Figure	In Words
No. of Equity Shares		
Amount Blocked (₹)		

Stamp & Signature of SCSB / Collection Banker

Name of Sole / First Applicant

Acknowledgement Slip for Applicant

ASBA Bank A/c No.

Bank & Branch

Application Form No.

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

TEAR HERE

4.2.1 FIELD 1, 2 AND 3: NAME AND CONTACT DETAILS OF SOLE/FIRST APPLICANT, PAN OF SOLE/FIRST APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE APPLICANT

Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

4.2.2 FIELD 4 & 5: APPLICATION REVISION "FROM" AND "TO"

a) Apart from mentioning the revised number of shares in the Revision Form, the Applicant must also mention the details of shares applied for given in his or her Application Form or earlier Revision Form.

b) In case of revision of applications by RIIs, Employees and Retail Individual Shareholders, such Applicants should ensure that the application amount should exceed Rs. 2,00,000/- due to revision and the application may be considered, subject to eligibility, for allocation under the Non-Institutional Category

4.2.3 FIELD 6: PAYMENT DETAILS

Applicant may Issue instructions to block the revised amount in the ASBA Account, to Designated Branch through whom such Applicant had placed the original application to enable the relevant SCSB to block the additional application amount, if any.

4.2.4 FIELD 7: SIGNATURES AND ACKNOWLEDGEMENTS

Applicants may refer to instructions contained at paragraphs 4.1.8 and 4.1.9 for this purpose.

4.3 SUBMISSION OF REVISION FORM/ APPLICATION FORM

4.3.1 Applicants may submit completed application form / Revision Form in the following manner:-

Mode of Application	Submission of application Form
All Investors Application	**To the Application Collecting Intermediaries**

SECTION 5: ISSUE PROCEDURE IN FIXED PRICE ISSUE

5.1 Applicants may note that there is no bid cum application form in a fixed price issue

As the Issue Price is mentioned in the Fixed Price Issue therefore on filing of the Prospectus with the RoC, the Application so submitted is considered as the application form. Applicants may only use the specified Application Form for the purpose of making an Application in terms of the Prospectus which may be submitted through Designated Intermediary.

Applicants may submit an Application Form either in physical/ electronic form to Designated Intermediaries or the Designated Branches of the SCSBs authorizing blocking of funds that are available in the bank account specified in the Application Form only (ASBA Account). The Application Form is also made available on the websites of the Stock Exchanges at least one day prior to the Issue Opening Date.

In a fixed price Issue, allocation in the net offer to the public category is made as follows: minimum fifty per cent to Retail Individual Investors; and remaining to (i) individual investors other than Retail Individual Investors; and (ii) other Applicants including corporate bodies or institutions, irrespective of the number of specified securities applied for. The unsubscribed portion in either of the categories specified above may be allocated to the Applicants in the other category.

5.2 Grounds of rejections

Applicants are advised to note that Applications are liable to be rejected inter alia on the following technical grounds:

- Amount blocked does not tally with the amount payable for the Equity Shares applied for;
- In case of partnership firms, Application for Equity Shares made in the name of the individual partners and no firm as such shall be entitled to apply.
- Application by persons not competent to contract under the Indian Contract Act, 1872, including minors, insane person.
- PAN not mentioned in the Application Form.
- GIR number furnished instead of PAN.
- Applications for lower number of Equity Shares than the minimum specified for that category of investors;

- Applications at a price other than the Fixed Price of the Issue;
- Applications for number of Equity Shares which are not in multiples of 3,000;
- Category not ticked;
- Multiple Applications as defined in this Prospectus as such, based on common PAN;
- In case of Applications under power of attorney or by limited companies, corporate, trust etc., relevant documents are not being submitted;
- Signature of sole Applicant is missing;
- Application Forms are not delivered by the Applicants within the time prescribed as per the Application Form, Issue Opening Date advertisement and Prospectus as per the instructions in the Prospectus and Application Forms;
- In case no corresponding record is available with the Depositories that matches the DP ID, the Client ID and the PAN;
- Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Applications by OCBs;
- Applications by US person other than in reliance on Regulation S or — qualified institutional buyers‖ as defined in Rule 144A under the Securities Act;
- Application not duly signed by the sole applicant;
- Application by any person outside India if not in compliance with applicable foreign and Indian Laws;
- Application that do not comply with the securities laws of their respective jurisdictions are liable to be rejected.
- Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- Application by person not eligible to acquire equity shares of the company in terms of all applicable laws, rules, regulations, guidelines, and approvals.
- Application or revision thereof by QIB Applicants , Non Institutional Applicants where the Application Amount is in excess of Rs. 200000 received after 3.00 pm on the issue Closing date unless the extended time is permitted by NSE.
- Inadequate funds in the bank account to block the Application Amount specified in the Application Form/Application Form at the time of blocking such Application Amount in the bank account;
- Where no confirmation is received from SCSB for blocking of funds;
- Applications by Applicants not submitted through ASBA process;
- Applications not uploaded on the terminals of the Stock Exchanges; and
- Applications by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Application Form.
- Details of ASBA Account not provided in the Application form
- For details of instructions in relation to the Application Form, Applicants may refer to the relevant section of GID.

For details of instructions in relation to the Application Form, Applicants may refer to the relevant section the GID.

APPLICANTS SHOULD NOTE THAT IN CASE THE PAN, THE DP ID AND CLIENT ID MENTIONED IN THE APPLICATION FORM AND ENTERED INTO THE ELECTRONIC APPLICATION SYSTEM OF THE STOCK EXCHANGES BY THE APPLICATION COLLECTING INTERMEDIARIES DO NOT MATCH WITH PAN, THE DP ID AND CLIENT ID AVAILABLE IN THE DEPOSITORY DATABASE, THE APPLICATION FORM IS LIABLE TO BE REJECTED.

SECTION 6: ISSUE PROCEDURE IN BOOK BUILT ISSUE

This being Fixed Price Issue, this section is not applicable for this Issue.

SECTION 7: ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

The allotment of Equity Shares to Applicants other than Retail Individual Investors may be on proportionate basis. For Basis of Allotment to Applicants may refer to Prospectus. No Retail Individual Investor is will be allotted less than the minimum Lot subject to availability of shares in Retail Individual

Investor Category and the remaining available shares, if any will be allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of the Issue (excluding any Offer for Sale of specified securities).

7.1 Basis of Allotment Retail Individual Investors

Applications received from the RII applicants at or above the Issue Price may be grouped together to determine the total demand under this category. If the aggregate demand in this category is less than or equal to the Retail Category at or above the Issue Price, full Allotment may be made to the RII Applicants to the extent of the valid applications. If the aggregate demand in this category is greater than the allocation to in the Retail Category at or above the Issue Price, then the maximum number of RII Applicants who can be Allotted the minimum Lot will be computed by dividing the total number of Equity Shares available for Allotment to RII Applicants by the minimum Lot ("Maximum RII Allottees"). The Allotment to the RII Applicants will then be made in the following manner:

(a) In the event the number of RII Applicants who have submitted valid Bids in the Issue is equal to or less than Maximum RII Allottees, (i) all such RII Applicants shall be Allotted the minimum Lot; and (ii) the balance available Equity Shares, if any, remaining in the Retail Category shall be Allotted on a proportionate basis to the RII Applicants who have received Allotment as per (i) above for the balance demand of the Equity Shares application made by them (i.e. who have applied for more than the minimum application size).

(b) In the event the number of RII Applicants who have submitted valid applications in the Issue is more than Maximum RII Allottees, the RII Applicants (in that category) who will then be allotted minimum Lot shall be determined on the basis of draw of lots.

7.2 ALLOTMENT TO NIIs

Applicantions received from NIIs at or above the Issue Price may be grouped together to determine the total demand under this category. The Allotment to all successful NIIs may be made at or above the Issue Price. If the aggregate demand in this category is less than or equal to the Non-Institutional Category at or above the Issue Price, full Allotment may be made to NIIs to the extent of their demand. In case the aggregate demand in this category is greater than the Non-Institutional Category at or above the Issue Price, Allotment may be made on a proportionate basis up to a minimum of the Non-Institutional Portion.

7.3 ALLOTMENT TO QIBs

Applications received from QIBs applying in the QIB Category at or above the Issue Price may be grouped together to determine the total demand under this category. The QIB Category may be available for Allotment to QIBs who have applied at a price that is equal to or greater than the Issue Price. Allotment may be undertaken in the following manner:

a) In the first instance allocation to Mutual Funds for up to 5% of the QIB Category may be determined as follows: (i) In the event that Bids by Mutual Fund exceeds 5% of the QIB Portion, allocation to Mutual Funds may be done on a proportionate basis for up to 5% of the QIB Portion; (ii) In the event that the aggregate demand from Mutual Funds is less than 5% of the QIB Category then all Mutual Funds may get full Allotment to the extent of valid Bids received above the Issue Price; and (iii) Equity Shares remaining unsubscribed, if any and not allocated to Mutual Funds may be available for Allotment to all QIBs as set out at paragraph 7.4(b) below;

b) In the second instance, Allotment to all QIBs may be determined as follows: (i) In the event of oversubscription in the QIB Category, all QIBs who have submitted Bids above the Issue Price may be Allotted Equity Shares on a proportionate basis for up to 95% of the QIB Category; (ii) Mutual Funds, who have received allocation as per (a) above, for less than the number of Equity Shares Bid for by them, are eligible to receive Equity Shares on a proportionate basis along with other QIBs; and (iii) Under-subscription below 5% of the QIB Category, if any, from Mutual Funds, may be included for allocation to the remaining QIBs on a proportionate basis.

7.4 DESIGNATED DATE AND ALLOTMENT OF EQUITY SHARES

a) **Designated Date**: On the Designated Date, the SCSBs shall transfer the funds represented by allocation of Equity Shares into the Public Issue Account with the Bankers to the Issue. The balance amount after transfer to the Public Issue Account shall be transferred to the Refund Account. Payments of refund to the applicants shall also be made from the Refund Account as per the terms of the Banker to Issue Agreement and the Prospectus.

b) **Issuance of Allotment Advice**: Upon approval of the Basis of Allotment by the Designated Stock Exchange, the Registrar shall upload the same on its website. On the basis of the approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the Allotment and credit of Equity Shares. Applicants **are advised to instruct their Depository Participant to accept the Equity Shares that may be allotted to them pursuant to the Issue.**

Pursuant to confirmation of such corporate actions, the Registrar will dispatch Allotment Advice to the Applicants who have been Allotted Equity Shares in the Issue.

c) The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract.

d) **Issuer will ensure that:** (i) the Allotment of Equity Shares; and (ii) initiate corporate action for credit of shares to the successful Applicants Depository Account will be completed within 4 Working Days of the Issue Closing Date. The Issuer also ensures the credit of shares to the successful Applicant's depository account is completed within one Working Day from the date of Allotment, after the funds are transferred from the Escrow Account to the Public Issue Account on the Designated Date.

SECTION 8: INTEREST AND REFUNDS

8.1 Completion of formalities for listing & commencement of trading

The Issuer may ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges are taken within 6 Working Days of the Issue Closing Date. The Registrar to the Issue may give instructions for credit to Equity Shares the beneficiary account with DPs, and dispatch the Allotment Advice within 6 Working Days of the Issue Closing Date.

8.2 Grounds for refund

8.2.1 Non receipt of listing permission

An Issuer makes an application to the Stock Exchange(s) for permission to deal in/list and for an official quotation of the Equity Shares. All the Stock Exchanges from where such permission is sought are disclosed in Prospectus. The Designated Stock Exchange may be as disclosed in the Prospectus with which the Basis of Allotment may be finalised.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by any of the Stock Exchange(s), the Issuer may forthwith repay, without interest, all moneys received from the Applicants in pursuance of the Prospectus. If such money is not repaid within eight days after the Issuer becomes liable to repay it, then the Issuer and every director of the Issuer who is an officer in default may, on and from such expiry of eight days, be liable to repay the money, with interest at such rate, as prescribed under Section 73 of the Companies Act, and as disclosed in the Prospectus.

8.2.2 Minimum subscription

This Issue is not restricted to any minimum subscription level. This Issue is 100% underwritten.

As per Section 39 of the Companies Act, 2013, if the "stated minimum amount" has not be subscribed and the sum payable on application is not received within a period of 30 days from the date of the Prospectus, the application money has to be returned within such period as may be prescribed. If the Issuer does not receive the subscription of 100% of the Issue through this offer document including devolvement of Underwriters within sixty days from the date of closure of the Issue, the Issuer shall forthwith refund the entire subscription amount received. If there is a delay beyond eight days after the Issuer becomes liable to pay the amount, the Issuer shall pay interest prescribed under section 40 of the Companies Act, 2013.

The minimum number of allottees in this Issue shall be 50 shareholders. In case the minimum number of prospective allottees is less than 50 no allotment will be made pursuant to this Issue and the amounts in the ASBA Account shall be unblocked within 6working days of closure of the issue.

Further in accordance with Regulation 106(Q) of the SEBI (ICDR) Regulations, our Company shall ensure that the minimum application size in terms of number of specified securities shall not be less than Rs. 100000/- (Rupees One Lakh) per application.

The equity shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance without the applicable laws of such jurisdiction.

8.2.3 MINIMUM NUMBER OF ALLOTTEES

The Issuer may ensure that the number of prospective Allottees to whom Equity Shares may be allotted may not be less than 50 failing which the entire application monies may be refunded forthwith.

8.3 MODE OF UNBLOCKING OF FUND

Within 6 Working Days of the Issue Closing Date, the Registrar to the Issue may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Application and also for any excess amount blocked on Application.

8.3.1 Mode of making refunds for Applicants

The Registrar to the Issue may instruct the controlling branch of the SCSB to unblock the funds in the relevant ASBA Account for any withdrawn, rejected or unsuccessful ASBA applications or in the event of withdrawal or failure of the Issue.

8.4 Interest in case of delay in allotment or refund

The Issuer may pay interest at the rate of 15% per annum /or demat credits are not made to Applicants or instructions for unblocking of funds in the ASBA Account are not dispatched within the 4 Working days of the Issue Closing Date.

The Issuer may pay interest at 15% per annum for any delay beyond 15 days from the Issue Closing Date, if Allotment is not made.

SECTION 9: GLOSSARY AND ABBREVIATIONS

Unless the context otherwise indicates or implies, certain definitions and abbreviations used in this document may have the meaning as provided below. References to any legislation, act or regulation may be to such legislation, act or regulation as amended from time to time.

Terms	Description
Allotment/ Allot/ Allotted	The allotment of Equity Shares pursuant to the Issue to successful Applicants
Allottee	An Applicant to whom the Equity Shares are Allotted
Allotment Advice	Note or advice or intimation of Allotment sent to the Applicants who have been allotted Equity Shares after the Basis of Allotment has been approved by the designated Stock Exchanges
Application Form	The form in terms of which the Applicant should make an application for Allotment in case of issues other than Book Built Issues, includes Fixed Price Issue
Application Supported by Blocked Amount/ (ASBA)/ASBA	An application, whether physical or electronic, used by Applicants to make a Application authorizing an SCSB to block the Application Amount in the specified bank account maintained with such SCSB
ASBA Account	Account maintained with an SCSB which may be blocked by such SCSB to the extent of the Application Amount of the ASBA Applicant
ASBA Application	A Application made by an ASBA Applicant
Applicant	Prospective Applicants in the Issue who apply through ASBA
Basis of Allotment	The basis on which the Equity Shares may be Allotted to successful Applicants under the Issue
Issue Closing Date	The date after which the SCSBs may not accept any application for the Issue, which may be notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Issuer is situated, each with wide circulation. Applicants may refer to the Prospectus for the Issue Closing Date
Issue Opening Date	The date on which the SCSBs may start accepting application for the Issue, which may be the date notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Issuer is situated, each with wide circulation. Applicants may refer to the Prospectus for the Issue Opening Date

Issue Period	Except in the case of Anchor Investors (if applicable), the period between the Issue Opening Date and the Issue Closing Date inclusive of both days and during which prospective Applicants (other than Anchor Investors) can submit their Application, inclusive of any revisions thereof. The Issuer may consider closing the Issue Period for QIBs one working day prior to the Issue Closing Date in accordance with the SEBI ICDR Regulations, 2009. Applicants may refer to the Prospectus for the Issue Period
Application Amount	The value indicated in the Application Form and payable by the Applicant upon submission of the Application (except for Anchor Investors), less discounts (if applicable).
Application Form	The form in terms of which the Applicant should make an offer to subscribe for or purchase the Equity Shares and which may be considered as the application for Allotment for the purposes of the Prospectus, whether applying through the ASBA or otherwise.
Applicant	Any prospective investor (including an ASBA Applicant) who makes a Application pursuant to the terms of the Prospectus and the Application Form. In case of issues undertaken through the fixed price process, all references to a Applicant should be construed to mean an Applicant
Broker Centres	Broker centers notified by the Stock Exchanges, where Applicants can submit the Application Form to a Registered Broker. The details of such broker centers, along with the names and contact details of the Registered Brokers are available on the websites of the Stock Exchanges.
Lead Managers/ LMs	The Lead Managers to the Issue as disclosed in the Prospectus and the Application Form of the Issuer.
Business Day	Monday to Friday (except public holidays)
CAN/Confirmation of Allotment Note	The note or advice or intimation sent to each successful Applicant indicating the Equity Shares which may be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange
Client ID	Client Identification Number maintained with one of the Depositories in relation to demat account
Collecting Depository Participant or CDP	A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications at the Designated CDP Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI
DP	Depository Participant
DP ID	Depository Participant‘s Identification Number
Depositories	National Securities Depository Limited and Central Depository Services (India) Limited
Demographic Details	Details of the Applicants including the Applicant‘s address, name of the Applicant‘s father/husband, investor status, occupation and bank account details
Designated Branches	Such branches of the SCSBs which may collect the Application Forms used by the ASBA Applicants applying through the ASBA and a list of which is available on http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries
Designated CDP Locations	Such locations of the CDPs where Applicant can submit the Application Forms to Collecting Depository Participants. The details of such Designated CDP Locations, along with names and contact details of the Collecting Depository Participants eligible to accept Application Forms are available on the websites of the Stock Exchange i.e. www.nseindia.com
Designated RTA Locations	Such locations of the RTAs where Applicant can submit the Application Forms to RTAs. The details of such Designated RTA Locations, along with names and contact details of the RTAs eligible to accept Application Forms are available on the websites of the Stock Exchange i.e. www.nseindia.com
Designated Date	The date on or after which funds are transferred by the SCSBs to the Public Issue Account of the Issuer.
Designated Stock Exchange	The designated stock exchange as disclosed in the Prospectus of the Issuer
Designated Intermediaries /Collecting Agent	Syndicate Members, Sub-Syndicate/Agents, SCSBs, Registered Brokers, Brokers, the CDPs and RTAs, who are authorized to collect Application Forms from the Applicants, in relation to the Issue
Discount	Discount to the Issue Price that may be provided to Applicants in accordance with the SEBI ICDR Regulations, 2009.

Prospectus	This Prospectus filed with Stock Exchange in case of Fixed Price Issues and which may mention a price.
Employees	Employees of an Issuer as defined under SEBI ICDR Regulations, 2009 and including, in case of a new company, persons in the permanent and full time employment of the promoting companies excluding the promoters and immediate relatives of the promoter. For further details Applicant may refer to the Prospectus
Equity Shares	Equity shares of the Issuer
FCNR Account	Foreign Currency Non-Resident Account
First Applicant	The Applicant whose name appears first in the Application Form or Revision Form
FII(s)	Foreign Institutional Investors as defined under the SEBI (Foreign Institutional Investors) Regulations, 1995 and registered with SEBI under applicable laws in India
Fixed Price Issue/Fixed Price Process/Fixed Price Method	The Fixed Price process as provided under SEBI ICDR Regulations, 2009, in terms of which the Issue is being made
FPIs	Foreign Portfolio Investors as defined under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014
FPO	Further public offering
Foreign Venture Capital Investors or FVCIs	Foreign Venture Capital Investors as defined and registered with SEBI under the SEBI (Foreign Venture Capital Investors) Regulations, 2000
IPO	Initial public offering
Issue	Public Issue of Equity Shares of the Issuer including the Offer for Sale if applicable
Issuer/ Company	The Issuer proposing the initial public offering/further public offering as applicable
Issue Price	The final price, less discount (if applicable) at which the Equity Shares may be Allotted in terms of the Prospectus. The Issue Price may be decided by the Issuer in consultation with the Lead Managers
Maximum RII Allottees	The maximum number of RIIs who can be allotted the minimum Application Lot. This is computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Application Lot.
MICR	Magnetic Ink Character Recognition - nine-digit code as appearing on a cheque leaf
Mutual Fund	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996
NECS	National Electronic Clearing Service
NEFT	National Electronic Fund Transfer
NRE Account	Non-Resident External Account
NRI	NRIs from such jurisdictions outside India where it is not unlawful to make an offer or invitation under the Issue and in relation to whom the Prospectus constitutes an invitation to subscribe to or purchase the Equity Shares
NRO Account	Non-Resident Ordinary Account
Net Issue	The Issue less reservation portion
Non-Institutional Investors or NIIs	All Applicants, including sub accounts of FIIs registered with SEBI which are foreign corporate or foreign individuals and FPIs which are Category III foreign portfolio investors, that are not QIBs or RIBs and who have Applied for Equity Shares for an amount of more than Rs. 200,000 (but not including NRIs other than Eligible NRIs)
Non-Institutional Category	The portion of the Issue being such number of Equity Shares available for allocation to NIIs on a proportionate basis and as disclosed in the Prospectus and the Application Form
Non-Resident	A person resident outside India, as defined under FEMA and includes Eligible NRIs, FIIs, FPIs and FVCIs
OCB/Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEMA
Other Investors	Investors other than Retail Individual Investors in a Fixed Price Issue. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.
PAN	Permanent Account Number allotted under the Income Tax Act, 1961

Prospectus	The prospectus to be filed with the RoC in accordance with Section 60 of the Companies Act, 1956 read with section 26 of Companies Act 2013 after the Pricing Date, containing the Issue Price, the size of the Issue and certain other information
Public Issue Account	An account opened with the Banker to the Issue to receive monies from the Escrow Account and from the ASBA Accounts on the Designated Date
QIB Category	The portion of the Issue being such number of Equity Shares to be Allotted to QIBs on a proportionate basis
Qualified Institutional Buyers or QIBs	As defined under SEBI ICDR Regulations, 2009
RTA	Registrar to the Issue and Share Transfer Agent
Registered Broker	Stock Brokers registered with the Stock Exchanges having nationwide terminals, other than the members of the Syndicate
Registrar to the Issue/RTI	The Registrar to the Issue as disclosed in the Prospectus and Application Form
Reserved Category/ Categories	Categories of persons eligible for making application/bidding under reservation portion
Reservation Portion	The portion of the Issue reserved for category of eligible Applicants as provided under the SEBI ICDR Regulations, 2009
Retail Individual Investors / RIIs	Investors who applies or bids for a value of not more than Rs. 200,000.
Retail Individual Shareholders	Shareholders of a listed Issuer who applies or bids for a value of not more than Rs. 200,000.
Retail Category	The portion of the Issue being such number of Equity Shares available for allocation to RIIs which shall not be less than the minimum bid lot, subject to availability in RII category and the remaining shares to be allotted on proportionate basis.
Revision Form	The form used by the Applicant in an issue through Book Building process to modify the quantity of Equity Shares and/or bid price indicates therein in any of their Application Forms or any previous Revision Form(s)
RoC	The Registrar of Companies
SEBI	The Securities and Exchange Board of India constituted under the Securities and Exchange Board of India Act, 1992
SEBI ICDR Regulations, 2009	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
Self Certified Syndicate Bank(s) or SCSB(s)	A bank registered with SEBI, which offers the facility of ASBA and a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1316087201341.html
Specified Locations	Refer to definition of Broker Centers
Stock Exchanges/ SE	The stock exchanges as disclosed in the Prospectus of the Issuer where the Equity Shares Allotted pursuant to the Issue are proposed to be listed
Underwriters	The Lead Manager(s)
Underwriting Agreement	The agreement dated May 24, 2018 entered into between the Underwriters and our company.
Working Day	Any day, other than 2nd and 4th Saturday of the month, Sundays or public holidays, on which commercial banks in India are open for business, provided however, with reference to announcement Issue Period, —Working Days‖ shall mean all days, excluding Saturdays, Sundays and public holidays, which are working days for commercial banks in India.

RESTRICTION ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India ("**Industrial Policy**") and Foreign Exchange Management Act, 1999 ("**FEMA**"). While the Industrial Policy prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. The Union Cabinet, as provided in the Cabinet Press Release dated May 24, 2107, has given its approval for phasing out the FIPB, Accordingly, the process for Foreign Direct Investment ("**FDI**") and approval from the Government of India will now be handled by the concerned ministries or departments, in consultation with the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India ("**DIPP**").

The Government has from time to time made policy pronouncements on FDI through press notes and press releases. DIPP issued Consolidated FDI Policy Circular of 2017 ("**FDI Policy 2017**"), which with effect from August 28, 2017. The FDI Policy incorporates the changes made in the past year, including liberalization of sectors such as construction, defence, broadcasting, single brand retail trading and LLPs. The Government proposes to update the consolidated circular on FDI policy once every year and therefore, FDI Policy 2017 will be valid until the DIPP issues an updated circular.

The transfer of shares between an Indian resident and a Non-resident does not require the prior approval of the FIPB or the RBI, subject to fulfilment of certain conditions as specified by DIPP / RBI, from time to time. Such conditions include (i) the activities of the investee company are under the automatic route under the foreign direct investment Policy ("FDI Policy 2016") and transfer does not attract the provisions of the SEBI Takeover Regulations; (ii) the non-resident shareholding is within the sectoral limits under the FDI policy; (iii) the pricing is in accordance with the guidelines prescribed by the SEBI/RBI and such other conditions as provided in the FDI Policy from time to time. Investors are advised to refer to the exact text of the relevant statutory provisions of law before investing and / or subsequent purchase or sale transaction in the Equity Shares of Our Company.

The Equity Shares have not been and will not be registered under the U.S Securities Act of 1933, as amended (U.S. Securities Act") or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. Persons (as defined in Regulation S), except pursuant to exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transaction in reliance on Regulation S under the U.S Securities Act and the applicable laws of the jurisdiction where those offers and sale occur. However, the Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Applicants. Our Company and the LM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Prospectus. Applicants are advised to make their independent investigations and ensure that the Applications are not in violation of laws or regulations applicable to them.

SECTION IX - DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION

MAIN PROVISIONS OF ARTICLES OF ASSOCIATION

The following regulations comprised in these Articles of Association were adopted pursuant to special resolution passed by the members at their Annual General Meeting dated 28th September, 2017 in substitution for, and to the entire exclusion(except particulars of subscribers to the articles of association), of the earlier regulations comprised in the extant Articles of Association of the Company.

PRELIMINARY

1. The regulations contained in the Table 'F' in the Schedule I of the Companies Act, 2013 shall not apply to the Company, except in so far as the same are repeated, contained or expressly made applicable in these Articles expressly incorporated herein below or by the Companies Act, 2013.

2. The regulations for the management of the Company and for the observance by the members thereto and their representatives, shall, subject to any exercise of the statutory powers of the Company with reference to the repeal or deletion or alteration or modification or addition to its regulations by special resolutions and registration of the same with the Registrar as prescribed or permitted or required by the Companies Act, 2013, be such as are contained in these Articles.

INTERPRETATION

3. In these Articles:
   a) "Act" means the Companies Act, 2013(hereinafter referred to as 'the Act') including Rules made thereunder or any statutory modification or re-enactment thereof for the time being in force and the term shall be deemed to refer to the applicable section thereof which is relatable to the relevant Article in which the said term appears in these Articles and any previous company law, so far as may be applicable.

   b) "Annual General Meeting" means the annual general meeting of the Company convened and held in accordance with the Act.

   c) "Articles" or "Articles of Association" means these articles of association of the Company as originally framed or as altered from time to time and registered with Ministry of Corporate Affairs/Registrar of Companies from time to time

   d) "Board of Directors" or "Board", in relation to a company means the collective body of the directors of the Company.

   e) "Capital" means the share capital for the time being raised or authorized to be raised for the purposes of the Company.

   f) "Company" means RUDRABHISHEK ENTERPRISES LIMITED.

   g) "Debenture holders" means the duly registered holders from time to time of the debentures of the Company and shall include in case of debentures held by a Depository, the beneficial owners whose names are recorded as such with the Depository. "Dividend" includes interim dividend unless otherwise stated.

   h) "Dividend" includes interim dividend unless otherwise stated.

   i) "Electronic mode" means any communication by way of media like tele-conferencing, videoconferencing and any other electronic media.

   j) "Extraordinary General Meeting" means an extraordinary meeting of the Company convened and held in accordance with the Act.

   k) "Financial Year" shall have the meaning assigned thereto by the Act.

   l) "Independent Director" shall mean an independent director as defined under the Act and under Regulation 16(1)(b) of the Listing Regulations;

m) "India" shall mean the Republic of India;

n) "Law" shall mean all applicable provisions of all (i) constitutions, treaties, statutes, laws (including the common law), codes, rules, regulations, circulars, ordinances or orders of any governmental authority and Securities Exchange Board of India, (ii) governmental approvals, (iii) orders, decisions, injunctions, judgments, awards and decrees of or agreements with any governmental authority, (iv) rules of any stock exchanges, (v) international treaties, conventions and protocols, and (vi) Indian GAAP or any other generally accepted accounting principles;

o) "Lien" shall mean any kind of security interest of whatsoever nature including any (i) mortgage, charge (whether fixed or floating), pledge, Lien, hypothecation, assignment, deed of trust, title retention, security interest or other encumbrance of any kind securing or conferring any priority of payment in respect of, any obligation of any person;

p) "MCA" shall mean the Ministry of Corporate Affairs, Government of India;

q) "Managing Director" means the Managing Director for the time being of the Company.

r) "Member" means the duly registered holder from time to time, of the shares of the Company and includes the subscribers to the Memorandum of Association and in case of shares held by a Depository, the Beneficial Owners whose names are recorded as such with the Depository.

s) "Memorandum of Association" means the Memorandum of Association of the Company as originally framed or altered from time to time.

t) "Month" means the English Calendar month.

u) "Office" means the Registered Office for the time being of the Company.

v) "Register" means the Registers of the Company to be maintained pursuant to the provisions of the Act.

w) "Registrar" means the Registrar of Companies, National Territory of Delhi and Haryana.

x) "Rules" means the applicable rules for the time being in force as prescribed under relevant sections of the Act.

y) "Seal" means the common seal of the Company.

z) "SEBI" shall mean the Securities and Exchange Board of India, constituted under the Securities and Exchange Board of India Act, 1992;

aa) "Transfer" means (in either the noun or the verb form and including all conjugations thereof with their correlative meanings) with respect to the shares, the sale, assignment, transfer or other disposition (whether for or without consideration, whether directly or indirectly) of any shares or of any interest therein or the creation of any third party interest in or over the shares, but excluding any renunciation of any right to subscribe for any shares offered pursuant to a rights issue to existing shareholders in proportion to their existing shareholding in the Company.

bb) "Writing" and "Written" means and includes words, hand written, printed, typewritten, lithographed, represented or reproduced in any mode in a visible form.

4. Words importing the singular number shall include the plural number and words importing the masculine gender shall, where the context admits, include the feminine and neuter gender.

5. Expressions referring to writing shall be construed as including references to printing lithography, photography and other modes of representing or reproducing words in a visible form.

6. Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Act or the Rules, as the case may be.

SHARE CAPITAL

7. The authorized share capital of the Company shall be such amount as is given in Clause V of the Memorandum of Association.

8. Subject to the provisions of Section 62 of the Act and these Articles, the shares in the capital of the Company (including any shares forming part of any increased Capital of the Company) shall be under the control of the Board who may issue, allot or otherwise dispose-off the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

9. Subject to the provisions of the Act and these Articles, the Board may issue and allot shares in the capital of the Company on payment or part payment for any property or assets of any kind whatsoever sold or transferred, goods or machinery supplied or for services rendered to the Company in the conduct of its business and any shares which may be so allotted may be issued as fully paid-up or partly paid-up otherwise than for cash, and if so issued, shall be deemed to be fully paid-up or partly paid-up shares, as the case may be.

10. The Company may issue the following kinds of shares in accordance with these Articles, the Act, the Rules and other applicable laws:

    a) Equity share capital with voting rights;

    b) Equity share capital with differential rights as to dividend, voting or otherwise in accordance with the Rules; and

    c) Preference share capital

11. Subject to the provisions of the Act and Rules, the Company shall have the power to issue Preferences Shares which are or at the option of the Company are liable to be redeemed on or before the expiry of a period of 20 years from the date of their issue and the resolution authorizing such issue shall prescribed the manner, terms and conditions of redemption.

12. Every person whose name is entered as a member in the register of members shall be entitled to receive share certificates within one monthsafter the allotment or within 15 days from the date of receipt by the Company, of the application complete in all respect for the registration of transfer or transmission or within such other period as the conditions of issue shall provide:

    a) One certificate for all his shares without payment of any charges; or

    b) Several certificates, each for one or more of his shares, upon payment of such charges as may be fixed by the Board for each certificate after the first.

13. Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon. In respect of any share or shares held jointly by several persons, the Company shall not be bound to issue more than one certificate, and delivery of a certificate for share to one of several joint holders shall be sufficient delivery to all such holders.

14. Shares may be issued and held either in physical mode or in dematerialized state with a depository. Notwithstanding anything contained herein, the Company shall be entitled to dematerialize or rematerialize its shares, debentures and other securities pursuant to the Depositories Act, 1996 and the rules framed thereunder, if any.
    Subject to applicable provisions of the Act, the Company may exercise an option to issue, dematerialize, hold the securities (including shares) with a depository in electronic form and the certificates in respect thereof shall be dematerialized, in which event the rights and obligations of the creation ties concerned and matters connected therewith or incidental thereto shall be governed by the provisions of the Depositories Act, 1996 as amended from time to time or any statutory modification thereto or re-enactment thereof.

    The Company shall intimate such depository the details of allotment of share to enable the depository to enter in its records the name of such person as the beneficial owner of that share.

15. If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the Company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the Company and on execution of such indemnity as the Board deems adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of fees for each certificate as may be fixed by the Board.

The provisions of the foregoing Articles relating to issue of certificates shall mutatis mutandis apply to issue of certificates for any other securities including debentures (except where the Act otherwise requires) of the Company.

16. The Company shall issue, when so required, receipts for all securities deposited with it whether for registration, sub-division, exchange or for other purposes and shall not charge any fees for registration of transfers, for sub-division and consolidation of certificates and for sub-division of letters of allotment, renounceable letters of right, and split, consolidation, renewal and transfer receipts into denominations of the market unit of trading.

    "The Company shall issue certificates or receipts or advices, as applicable, of subdivision, split, consolidation, renewal, exchanges, endorsements, issuance of duplicates thereof or issuance of new certificates or receipts or advices, as applicable, in cases of loss or old decrepit or worn out certificates or receipts or advices, as applicable within a period of thirty days from the date of such lodgement".

17. Subject to the provisions of the Act, the Board, with the prior approval of shareholders the Company, shall have the power to issue or re-issue preference shares of one or more classes which are liable to be redeemed or converted to equity shares, on such terms and conditions and in such manner as determined by the Board, by way of special resolution, in accordance with the Act.

18. The Board or the Company, as the case may be, may, in accordance with the Act and the Rules, issue further shares to:-

    a) persons who, at the date of offer, are holders of equity shares of the Company; such offer shall be deemed to include a right exercisable by the person concerned to renounce the shares offered to him or any of them in favour of any other person; or

    b) employees under any scheme of employees' stock option; or

    c) any persons, whether or not those persons include the persons referred to in clause (a) or clause (b) above.

19. A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules.

UNDERWRITING AND BROKERAGE

20. Subject to the applicable provisions of the Act, the Company may at any time pay a commission to any person in consideration of his subscribing or agreeing to subscribe or procuring or agreeing to procure subscription, (whether absolutely or conditionally), for any shares or Debentures in the Company in accordance with the provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

21. The Company may also, on any issue of shares or Debentures, pay such brokerage as may be lawful.

22. That option or right to call of shares shall not be given to any person except with the sanction of the Issuer in general meetings.

TRANSFER OF SHARES

23. The instrument of transfer of any share and other securities in the Company shall be in such form as may be prescribed under the Act. The aforesaid securities transfer form shall be executed by or on behalf of both the Transferor and Transferee. The Transferor shall be deemed to remain the holder of such shares until the name of the Transferee is entered in the Register of Members in respect thereof. In the case of transfer or transmission of shares or other marketable securities where the Company has not issued any certificates and where such shares or securities are being held in any electronic and fungible form in a Depository, the provisions of the Depository Act shall apply.

24. Subject to the provisions of Sections 58 and 59 of the Act, these Articles and other applicable provisions of the Act or any other Law for the time being in force, the Board may, refuse to register the transfer of, or the transmission by operation of law of the right to, any securities or interest of a Shareholder in the Company. The Company shall, within 30 (thirty) days from the date on which the instrument of transfer, or the intimation of such transmission, as the case may be, was delivered to the Company, send a notice of refusal to the transferee and transferor or to the person giving notice

of such transmission, as the case may be, giving reasons for such refusal.

25. The Companyon its own or through its Registrar & Transfer Agent shall maintain a "Register of Transfers" and shall record therein fairly and distinctly particulars of every Transfer or transmission of any Share, Debenture or other security held in a material form.

26. The Company shall have first and paramount Lien:
    a) upon every share (except the fully paid up shares) registered in the name of each member, (whether solely or jointly with others);
    b) upon the proceeds sale thereof for moneys called or payable at a fixed time in respect of shares (except the fully paid up shares); and
    c) The Company's Lien, if any, on a Share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

27. The Board may decline to recognize any instrument of transfer unless:-

    a) the instrument of transfer is duly executed and is in the form as prescribed in the Rules made under the Act;

    b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and

c) the instrument of transfer is in respect of only one class of shares.

28. On giving of previous notice of at least seven days or such period as may be prescribed under the Act and Rules made there under, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine. However such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in aggregate in any year.

29. The registration of transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Issuer on any account whatsoever except where the Company has a Lien on shares. Further, any contract or arrangement between 2 (two) or more persons in respect of the Transfer shall be enforceable as a contract.

30. The provisions of these Articles relating to transfer of shares shall mutatis mutandis apply to any other securities including debentures of the Company.

TRANSMISSION OF SHARES

31. On the death of a member, the survivor or survivors, where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognized by the Company as having any title to his interest in the shares. Nothing in this article shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

32. Subject to provisions of Articles, any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either:-

    a) to be registered himself as holder of the share; or

    b) to make such transfer of the share as the deceased or insolvent member could have made. If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects. If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share. All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

A Person becoming entitled to a share by reason of the death or insolvency of a member shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered

holder of the shares, except that he shall not, before being registered as a member in respect of the shares, be entitled to exercise any right conferred by membership in relation to meetings of the Company.

33. The Board shall, in either case, have the same right to decline or suspend registration as it would have had if the deceased or insolvent member had transferred the share before his death or insolvency.

34. The Company shall be fully indemnified by such person for all liability, if any, by actions taken by the Board to give effect to such registration or transfer.

35. The foregoing provisions of these Articles relating to transmission of shares shall mutatis mutandis apply to any other securities including debentures of the Company.

FORFEITURE OF SHARES

36. If any Member fails to pay the whole or any part of any call or installment or any money due in respect of any shares either by way of principal or interest on or before the day appointed for the payment of the same, the Board may at any time thereafter during such time as the call or installment or any part thereof and other moneys remain unpaid or a judgment or decree in respect thereof remains unsatisfied in whole or in part, serve a notice on such Member or on the person, if any, entitled to the share by transmission requiring him to pay such call or installment or such part thereof or other moneys as remain unpaid together with any interest that may have accrued and all expenses (legal or otherwise) that may have been incurred by the Company by reason of such non-payment.

37. The notice shall name a day (not less than fourteen (14) days from the date of service of the notice) on or before which and the place or places at which such call, installment or such part thereof and other moneys as aforesaid and such interest and expenses as aforesaid are to be paid, and if payable to any person other than the Company, the person to whom such payment is to be made.

    The notice shall also state that in the event of non-payment on or before the time and if payable to any person other than the Company, at the place appointed, the shares in respect of which the call was made or instalment is payable will be liable to be forfeited.

38. If the requirement of any such notice as aforesaid is not be complied with, every or any of the shares in respect of which such notice has been given, may at any time thereafter but before payment of all calls or installment, interest and expenses and other moneys due in respect thereof, be forfeited by a resolution of the Board to that effect. Such forfeiture shall include all dividends declared or any other money payable in respect of the forfeited shares and not actually paid before the forfeiture.

39. Neither the receipt by the Company for a portion of any money which may from time to time be due from any member in respect of his shares, nor any indulgence that may be granted by the Company in respect of payment of any such money, shall preclude the Company from thereafter proceeding to enforce a forfeiture in respect of such shares as herein provided. Such forfeiture shall include all dividends declared or any other moneys payable in respect of the forfeited shares and not actually paid before the forfeiture.

40. When any shares shall have been so forfeited, an entry of the forfeiture with the date thereof, shall be made in the Register of Members and notice of the forfeiture shall be given to the Member in whose name it stood immediately prior to the forfeiture but no forfeiture shall be, in any manner invalidated by any omission or neglect to give such notice or to make any entry as aforesaid.

41. The forfeiture of a share shall involve extinction at the time of the forfeiture, of all interest in and all claims of and demands against the Company, in respect of the share and all other rights incidental to the share except only such of those rights as by these presents are expressly saved.

42. Any share so forfeited shall be deemed to be the property of the Company and may be sold or otherwise disposed of either to the original holder thereof, or to any other person upon such terms and in such manner as the Board shall think fit.

43. The Board may at any time before any share so forfeited shall have been sold or otherwise disposed of or re-allotted, annul the forfeiture thereof upon such conditions as they think fit.

44. A person whose shares have been forfeited shall cease to be a Member in respect of the forfeited shares but such a person shall notwithstanding such forfeiture, be liable to pay and shall forthwith pay to the Company all calls, installments, interest, expenses and other money owing upon or in respect of such shares at the time of the forfeiture together with interest thereon from the time of the forfeiture until payment at such rate as the Board may determine and the Board may enforce the payment of the whole or a portion thereof as if it were a new call made at the date of the forfeiture but shall not be under any obligation to do so.

45. The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

46. a) A duly verified declaration in writing that the declarant is a director, the manager or the secretary of the Company, and that a share in the Company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

    b) The Company may receive the consideration, if any, given for the share on any sale, re-allotment or disposal thereof and may execute document w.r.t. transfer of the share in favour of the person to whom the share is sold or disposed of;

    c) The transferee shall thereupon be registered as the holder of the share; and

    d) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale, re-allotment or disposal of the share.

47. Upon any sale, re-allotment or other disposal under the provisions of the preceding Articles, the certificate(s), if any, originally issued in respect of the relative shares shall (unless the same shall on demand by the Company has been previously surrendered to it by the defaulting member) stand cancelled and become null and void and be of no effect, and the Board shall be entitled to issue a duplicate certificate(s) in respect of the said shares to the person(s) entitled thereto.

48. The Board may subject to the provisions of the Act, accept a surrender of any share from or by any member desirous of surrendering the share on such terms as they think fit.

49. The provisions of these foregoing regulations as to forfeiture shall apply inthe case of non-payment of any sum which, by the terms of issue of ashare, becomes payable at a fixed time, whether on account of the nominalvalue of the share or by way of premium, as if the same had been payableby virtue of a call duly made and notified.

50. The foregoing provisions of Articles as regard forfeiture of shares shall, mutatis mutandis, apply to other securities including debentures of the Company.

BORROWING POWERS

51. Subject to the provisions of the Act and these Articles, the Board may from time to time at their discretion, raise or borrow or secure the payment of any such sum of money for the purpose of the Company, in such manner and upon such terms and conditions in all respects as they think fit, and in particular, by promissory notes or by receiving deposits and advances with or without security or by the issue of bonds, debentures, perpetual or otherwise, including debentures convertible into shares of this or any other Company or perpetual annuities and to secure any such money so borrowed, raised or received, mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company present or future, including its uncalled capital by special assignment or otherwise or to Transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may be expedient and to purchase, redeem or pay off any such securities; provided however, that the monies to be borrowed, together with the money already borrowed by the Company apart from temporary loans obtained from the Company's bankers in the ordinary course of business shall not, without the sanction of the Company by a Special Resolution at a General Meeting, exceed the aggregate of the paid up capital of the Company and its free reserves. Provided that every Special Resolution passed by the Company in General Meeting in relation to the exercise of the power to borrow shall specify the total amount up to which monies may be borrowed by the Board of Directors.

52. The Directors may by resolution at a meeting of the Board delegate the above power to borrow money otherwise than on debentures to a committee of Directors or managing Director or to any

other person permitted by applicable law, if any, within the limits prescribed.

53. To the extent permitted under the applicable law and subject to compliance with the requirements thereof, the Directors shall be empowered to grant loans to such entities at such terms as they may deem to be appropriate and he same shall be in the interests of the Company.

54. Any bonds, Debentures, debenture-stock or other Securities may if permissible in Law be issued at a discount, premium or otherwise by the Company and shall with the consent of the Board be issued upon such terms and conditions and in such manner and for such consideration as the Board shall consider to be for the benefit of the Company, and on the condition that they or any part of them may be convertible into Equity shares of any denomination, and with any privileges and conditions as to the redemption, surrender, allotment of shares, appointment of Directors or otherwise. Provided that Debentures with rights to allotment of or conversion into Equity shares shall not be issued except with, the sanction of the Company in General Meeting accorded by a Special Resolution.

ALTERATION OF CAPITAL

55. Subject to the provisions of the Act, the Company may by ordinary resolution:-

a) increase the share capital by such sum, to be divided into shares of such amount as it thinks expedient;

b) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
Provided that any consolidation and division which results in changes in the voting percentage of members shall require applicable approvals under the Act;

c) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

d) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

e) The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking paripassu therewith;

f) cancel any shares which, at the date of passing of the resolution, have not been taken or agreed to be taken by any personand diminish the amount of its Share Capital by the amount of the shares so cancelled.

Provided that the cancellation of shares as mentioned herein above shall not be deemed to be a reduction of share capital

56. The Company may from time to time in accordance with the provisions of the Act and by resolution passed the shareholders of the Company, reduce its share capital in any manner and in accordance with the provisions of the Act and the Rules made thereunder.

CAPITALIZATION OF PROFITS

57. (i) The Company in general meeting may, upon the recommendation of the Board, resolve: (a) that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the Company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and (b) that such sum be accordingly set free for distribution in the manner specified in clause

(ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(iii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provisions contained in clause (iii), either in or towards:

a. paying up any amounts for the time being unpaid on any shares held by such members respectively:

b. paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;

c. partly in the way specified in sub-clause (a) and partly in that specified in sub-clause (b);

d. A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the Company as fully paid bonus shares;

e. The Board shall give effect to the resolution passed by the Company in pursuance of this Article.

58. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall: (a) make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issues of fully paid shares if any; and (b) generally do all acts and things required to give effect thereto.(ii) The Board shall have power: (a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and (b) to authorize any person to enter, on behalf of all the members entitled thereto, into an agreement with the Company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalization, or as the case may require, for the payment by the Company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalized, of the amount or any part of the amounts remaining unpaid on their existing shares; (iii) Any agreement made under such authority shall be effective and binding on such members.

59. For the purpose of issuance of bonus shares, Board is authorized to take all such other actions as may be necessary for that purpose; provided it is permissible to do so under the Act and Rules.

BUY-BACK OF SHARES

60. Notwithstanding anything contained in these Articles but subject to the applicable provisions of the Act and other applicable laws for the time being in force and as amended from time to time, the Company may purchase its own Equity shares or other Securities.

REDUCTION OF CAPITAL

61. The Company may from time to time in accordance with the provisions of the Act by resolution as specified in the Act, reduce:

a) its share capital; and/ or,
b) any capital redemption reserve account; and or,
c) securities premium account; and or,
d) anyother reserve in the nature of share capital.

and in particular maypayoff any paid-up share capital upon the footing that it may be called up again or otherwise and may, if and so far as is necessary, alter its Memorandum of Association by reducing the amount of its share capital and of its shares accordingly.

GENERAL MEETINGS

62. All general meetings other than annual general meeting shall be called extraordinary general meeting. The Board may, whenever it thinks fit, call an extraordinary general meeting.

63. The Board may, whenever it thinks fit, call an extra ordinary general meeting.

64. If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

65. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to transact the business. The quorum for general meeting shall be as provided in the Act.

66. No business shall be discussed or transacted at any general meeting except election of Chairperson whilst the chair is vacant.

67. The Chairperson of the Board shall preside as Chairperson at every general meeting of the Company. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of the Director to be Chairperson of the meeting and if no Director present be willing to take the Chair, the members present shall elect one of their members to be the Chairman of the Meeting.

68. On any business at any general meeting, in case of an equality of votes, whether on a show of hands or electronically or on a poll, the Chairperson shall have a second or casting vote.

69. A body corporate being a member shall be deemed to be personally present if it is represented in accordance with Section 113 of the Companies Act, 2013 and Rules made thereunder.

70. The Company shall cause minutes of the proceedings of every general meeting of any class of members or creditors and every resolution passed by postal ballot to be prepared and signed in such manner as may be prescribed by the Rules and shall be made within thirty days of the conclusion of every such meeting concerned or passing of resolution by postal ballot entries thereof in books kept for that purpose with their pages consecutively numbered.

71. The Chairperson shall exercise an absolute discretion in regard to the inclusion or non-inclusion of any matter in the minutes on the grounds specified in the aforesaid clause. There shall not be included in the minutes any matter which, in the opinion of the Chairperson of the meeting is, or could reasonably be regarded as defamatory of any person, or is irrelevant or immaterial to the proceedings, or is detrimental to the interests of the Company.

72. The minutes of the meeting kept in accordance with the provisions of the Act shall be evidence of the proceedings recorded therein.

73. The register of charges, register of investments, register of Shareholders, books of accounts and the minutes of the meetings of the Board and Shareholders shall be kept at the registered office of the Company and shall be open, during Business hours, for such periods not being less in the aggregate than 2(two) hours in each day as the Board determines, for the inspection of any member without charge. In the event such member conducting inspection of the abovementioned documents requires extracts of the same, the Company may charge a fee which shall not exceed Rupees ten per page or such other limit as may be prescribed under the Act or other applicable provisions of Law.

74. No member shall be entitled to visit or inspect the Company's works without the permission of the Directors or Managing Director or to require discovery of or any information respecting any details of the Company's trading or any matter which is or may be in the nature of a trade secret, mystery of trade or secret process or which may relate to the conduct of the business of the Company and which, in the opinion of the Directors, will be inexpedient in the interests of the Company to communicate to the public.

75. Any member shall be entitled to be furnished, within the time prescribed by the Act, after he has made a request in writing in that behalf to the Company and on payment of such fees as may be fixed by the Board, with a copy of any minutes referred above, Provided that a member who has made a request for provision of a soft copy of the minutes of any previous general meeting held during the period immediately preceding three financial years, shall be entitled to be furnished with the same free of cost.

76. The Board, and also any person(s) authorized by it, may take any action before the commencement of any general meeting, or any meeting of a class of members in the Company, which they may think fit to ensure the security of the meeting, the safety of people attending the meeting, and the future orderly conduct of the meeting. Any decision made in good faith under this Article shall be final, and rights to attend and participate in the meeting concerned shall be subject to such decision.

77. The Chairperson may, with the consent of any meeting at which quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

VOTING RIGHTS

78. Subject to any rights or restrictions for the time being attached to any class or classes of shares:-

    a) on a show of hands, every member present in person shall have one vote;

    b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company; i.e. one fully paid up share- one vote

    c)on e-voting, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the Company; i.e. one fully paid up share- one vote.

Provided that a proxy shall not have the right to speak at such a meeting and shall not be entitled to vote except on a poll.

79. A member may exercise his vote at a meeting by electronic means in accordance with the Act and shall vote only once.

80. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

81. Any business other than that upon which a poll has been demanded may be preceded with, pending the taking of the poll.

82. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid or in regard to which the Company has exercised any right of Lien.

PROXY

83. Any member entitled to attend and vote at a general meeting may do so either personally or through his constituted attorney or through another person as a proxy on his behalf, for that meeting.

84. An instrument appointing a proxy shall be in the form as prescribed in the Act. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarized copy of that power or authority, shall be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

85. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given.

BOARD OF DIRECTORS

86. Subject to the provisions of the Act and unless otherwise determined by the Company in its general meeting, the number of directors shall not be less than 3 (three) and shall not be more than 15 (fifteen).

87. The following shall be First Directors of the Company:
    1. Mr. Pradeep Misra
    2. Ms. Tulika Misra

88. Notwithstanding anything to the contrary in these Articles, so long as any moneys remain owing by the Company to any Public financial institution(s) and/or bank(s) owned or controlled by the Central Government or by the Reserve Bank of India out of any loan granted by the said Institutions to the Company, the said Institutions, may have a right from time to time to appoint one person as their nominee Director on the Board of the Companyand to remove from such office any person so appointed and to appoint any other person in his place; the said Nominee Director shall not be required to hold any qualification shares in the Company. Subject to aforesaid, the said Nominee

Director shall be entitled to the same rights and privileges and be subject to the same obligations as any other Director of the Company.

89. Subject to Section 149 and 152 of the Act, the Company may, by Ordinary Resolution, from time to time, increase or reduce the number of Directors, subject to a minimum of 3 (three) directors and maximum of fifteen directors, and by a Special Resolution increase the number to more than fifteen directors, and may alter their qualifications and the Company may, (subject to the provisions of Section 169 of the Act), remove any Director before the expiration of his period of office and appoint another qualified in his stead. The person so appointed shall hold office during such time as the Director in whose place he is appointed would have held the same if he had not been removed.

90. The Board shall have the power to determine the directors whose period of office is or is not liable to determination by retirement of directors by rotation.

91. The Company shall also comply with the provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the provisions of the Listing Regulations.

92. The Company shall have such number of Woman Director (s) on the Board of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 or any other Law, as may be applicable.

93. Subject to the provisions of the Act, all the Directors on the Board of the Company, other than Independent Directors, shall retire from office at the completion of the Annual General Meeting of the Company.

94. The same individual may, at the same time, be appointed as the Chairperson of the Company as well as the Managing Director or Chief Executive Officer of the Company.

95. The remuneration payable to the directors, including any managing or whole-time director or manager, if any, shall be determined in accordance with and subject to the provisions of the Act and rules made thereunder. The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day. Remuneration may be paid as fixed monthly remuneration and also as a commission based on profits.

96. Sitting fees, subject to ceiling as provided in the Act, may be paid to the directors other than managing director, joint managing director and whole-time director.

97. In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the Company or in connection with the business of the Company.

98. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments and all receipts for monies paid to the Company shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.

99. Subject to the provisions of the Act, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the Articles. Such person shall hold office only up to the date of the next annual general meeting of the Company but shall be eligible for appointment by the Company as a director at that meeting subject to the provisions of the Act.

100. The Board may appoint an alternate director to act for a director (hereinafter in this Article called "the Original Director") during his absence for a period of not less than three months from India. No person shall be appointed as an alternate director for an Independent Directors unless he is qualified to be appointed as an Independent Director under the provisions of the Act and the SEBI Listing Regulations. An alternate director shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate the office if and when the Original Director returns to India. If the term of office of the Original Director is determined before he returns to India the automatic reappointment of retiring directors in default of another appointment shall apply to the Original Director and not to the alternate director.

101. If the office of any director appointed by the Company in general meeting is vacated before his term

of office expires in the normal course, the resulting casual vacancy may, be filled by the Board of Directors at a meeting of the Board. The director so appointed shall hold office only up to the date up to which the director in whose place he is appointed would have held office if it had not been vacated

POWERS OF BOARD

102. The management of the business of the Company shall be vested in the Board and the Board may exercise all such powers and do all such acts and things as the Company is by the memorandum of association or otherwise authorized to exercise and do, and not hereby or by the statue or otherwise directed or required to be exercised or done by the Company in general meeting but subject nevertheless to the provisions of the Act and other laws and of the memorandum of association and these Articles and to any regulations, not being inconsistent with the memorandum of association and these Articles or the Act, from time to time made by the Company in general meeting provided that no such regulation shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.

PROCEEDINGS OF THE BOARD

103. The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

104. The Chairperson or any one Director with the previous consent of the Chairperson may, or the company secretary on the direction of the Chairperson shall, at any time, summon a meeting of the Board.

105. The quorum for a Board meeting shall be as provided in the Act.

106. The participation of directors in a meeting of the Board may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Rules or permitted under law and participation in the Board meeting as mentioned above shall be counted for the purpose of quorum.

107. Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes. In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

108. The continuing directors may act notwithstanding any vacancy in the Board; but if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the Company, but for no other purpose.

109. The Chairperson of the Company shall be the Chairperson at meetings of the Board. In his absence, the Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes after the time appointed for holding the meeting, the directors present may choose one of them to be Chairperson of the meeting.

110. The Board may, subject to the provisions of the Act, delegate any of its powers to Committees consisting of such member or members of its body or managing director or any other principal officer of the company except for those matters which are compulsorily required to be transacted only at the meeting of the board and delegation of such power is not permitted under the Act. Board while delegating the power to any Committee or person shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

111. A Committee may elect a Chairperson of its meetings unless the Board, while constituting a Committee, has appointed a Chairperson of such Committee. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes after the time appointed for holding the meeting, the members present may choose one of their members to be a Chairperson of the meeting.

112. A Committee may meet and adjourn as it thinks fit. Questions arising at any meeting of a Committee shall be determined by a majority of votes of the members present. In case of an equality of votes, the Chairperson of the Committee shall have a second or casting vote.

113. All acts done in any meeting of the Board or of a Committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified or that his or their appointment had terminated, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

114. Save as otherwise expressly provided in the Act, a resolution passed by circulation in writing, signed, whether manually or by secure electronic mode, by a majority of the members of the Board or of a Committee thereof, for the time being entitled to receive notice of a meeting of the Board or Committee, shall be valid and effective as if it had been passed at a meeting of the Board or Committee, duly convened and held.

115. The Board of the Company shall in accordance with the provisions of the Companies (Meetings of the Board and its Powers) Rules, 2014 or any other Law and the provisions of the Listing Regulations, form such committees as may be required under such rules in the manner specified therein, if the same are applicable to the Company.

116. The Board may, subject to the provisions of the Act, delegate any of its powers to Committees consisting of such members or members of its body as it thinks fit.

117. Any Committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

118. The participation of directors in a meeting of the Committee may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Rules or permitted under law and participation in the Committee meetings as mentioned above shall be counted for the purpose of quorum.

119. The minutes duly signed by the Chairman of Board and Committees and duly confirmed by the Directorsor members of Committees shall be conclusive evidence of the conduct of business and presence of directors at the Board Meeting.

CHIEF EXECUTIVE OFFICER, MANAGER, COMPANY SECRETARY AND CHIEF FINANCIAL OFFICER

120. Subject to the provisions of the Act, A Chief Executive Officer, Manager, CompanySecretary or Chief Financial Officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any Chief Executive Officer,Manager,CompanySecretary orChiefFinancial Officer so appointed may be removed by means of a resolution of the Board; the Board may appoint one or more chief executive officers for its multiple businesses.

121. A director may be appointed as Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer.

REGISTERS

122. The Company shall keep and maintain at its registered office the register including register of charges, register of members, register of directors, annual return, register of loans, guarantees, security and acquisitions, register of investments not held in its own name , register of contracts and arrangements for such duration as the Board may, unless otherwise prescribed, decide, and index of members/debenture holders/other security holders and other registers(the "Register") as required to be kept and maintained under the Act,or Rules made thereunder, the Depositories Act, 1996 and other applicable laws, with the details of shares/debentures/other securities held in physical and dematerialized form in any medium as may be permitted by law including any form of electronic medium.

    The Register and index of beneficial owner maintained by a depository under Section 11 of the Depository Act, 1996 shall also be deemed to be the Register and index of members/debenture holders/other security holders for the purpose of the Companies Act, 2013 and any amendment or re-enactment thereof.

    The Company may exercise the powers conferred on it by Section 88 of the Act with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.

The registers and copies of annual return shall be open for inspection during business hours on all working days, at the registered office of the Company by the persons entitled thereto on payment, where required, of such fees as may be fixed by the Board but not exceeding the limits prescribed by the Rules.

THE SEAL

123. The Board shall provide for the safe custody of the seal. The seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a Committee of the Board authorized by it on that behalf, and except in the presence of at least one director or the manager, if any, or of the secretary or such other person as the Board may appoint for the purpose; and such director or manager or the secretary or other person aforesaid shall sign every instrument to which the seal of the Company is so affixed in their presence.

DIVIDENDS AND RESERVE

124. The Company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board but the Company in general meeting may declare a lesser dividend.

125. Subject to the provisions of the Act, the Board may from time to time pay to the members such interim dividends of such amount, on such class of shares, and at such times as it may think fit.

126. The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applied for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, think fit.

127. The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve. There shall be no forfeiture of unclaimed dividends before the claim becomes barred by law.

128. Any dividend, interest or other monies payable in cash in respect of shares may be paid by electronic mode or by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

129. Where any capital is paid in advance of calls made by the Company, any amount paid up in advance of calls on any share may carry interest but shall not in respect thereof confer a right on the member (who has paid such advance) to dividend or to participate in profits.

130. Every such cheque or warrant shall be made payable on the order of the person to whom it is sent. Payment in any way whatsoever shall be made at the risk of the person entitled to the money paid or to be paid. The Company will not be responsible for a payment which is lost or delayed. The Company will be deemed to having made a payment and received a good discharge for it if a payment using any of the foregoing permissible means is made.

131. Any 1 (one) of 2 (two) or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

132. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

133. No dividend shall bear interest against the Company.

134. (a) The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company onaccount of calls or otherwise in relation to the shares of the company.

(b) The Board may retain dividends payable upon shares in respect of which any person is, under the transmission, entitled to become a member, until such person shall become a member is respect of such shares.

135. The waiver in whole or in part of any dividend on any share by any document (whether or not under seal) shall be effective only if such document is signed by the member (or the person entitled to the share in consequence of the death or bankruptcy of the holder) and delivered to the Company and if or to the extent that the same is accepted as such or acted upon by the Board.

RELATED PARTY TRANSACTIONS

136. Except with the consent of the Board or the Shareholders, as may be required in terms of the provisions of Section 188 of the Act and the Companies (Meetings of Board and its Powers) Rules, 2014, no Company shall enter into any contract or arrangement with a 'related party' with respect to:
    (i) sale, purchase or supply of any goods or materials;
    (ii) selling or otherwise disposing of, or buying, property of any kind;
    (iii) leasing of property of any kind;
    (iv) availing or rendering of any services;
    (v) appointment of any agent for purchase or sale of goods, materials, services or property;
    (vi) such related party's appointment to any office or place of profit in the Company, its subsidiary Company or associate Company; and
    (vii) underwriting the subscription of any securities or derivatives thereof, of the Company:
    (viii) without the consent of the Shareholders by way of an Special Resolution in accordance with Section 188 of the Act.

137. No Shareholder of the Company shall vote on such Ordinary Resolution, to approve any contract or arrangement which may be entered into by the Company, if such Shareholder is a related party.

138. Nothing in this Article shall apply to any transactions entered into by the Company in its ordinary course of business other than transactions which are not on an arm's length basis or to transactions entered into between the Company and its wholly owned subsidiaries whose accounts are consolidated with the Company and placed before the Shareholders at a Shareholders Meeting for approval.

139. The Director, so contracting or being so interested shall not be liable to the Company for any profit realised by any such contract or the fiduciary relation thereby established.

140. The audit committee of the Board may provide for an omnibus approval for related party transactions proposed to be entered into by the Company subject to such conditions as may be prescribed by applicable law.

141. The terms "office of profit" and "arm's length basis" shall have the meaning ascribed to them under Section 188 of the Act.

142. The term 'related party' shall have the same meaning as may be prescribed to it under the Act.

The compliance of the Companies (Meetings of Board and its Powers) Rules, 2014 shall be made for the aforesaid contracts and arrangements.
Subject to the Provision of Section 188 of Act, Non-executive Director of the Company may be eligible for fees with respect to the Consultancy and Advisory services provided by the Non-Executive Directors to the Company.

ACCOUNTS

143. Company shall prepare and keep at its books of accounts and other relevant books and papers and financial statement for every financial year which give a true and fair view of the state of affairs of the Company, and that of its branch offices, and explain the transactions effected both at the registered office and its branch offices and such books shall be kept on accrual basis and according to double entry system of accounting. Books of accounts may also be maintained in electronic form.

144. The Books of Account shall be kept at the Registered Office or at such other place in India as the Directors think fit.

145. The Company shall preserve in good order the books of accounts relating to a period of not less than eight years preceding the current year together with vouchers relevant to entries in such books of accounts.

146. The books of account and books and papers of the Company, or any of them, shall be open for the inspection by directors in accordance with the applicable provisions of the Act and the Rules.

147. No member (not being a director) shall have any right of inspecting any books of account or books and papers or documents of the Company except as conferred by law or authorised by the Board.

AUDIT

148. The appointment including filing up of casual vacancies, qualifications, powers, rights, duties and remuneration of the Auditors shall be regulated by and in accordance with the Act and Rules made thereunder.

149. The Company shall comply with the provisions of the Act in relation to the audit of the accounts of Branch Offices of the Company.

150. An auditor can render such non- audit services to the Company as permissible under the Act subject to the approval of Board or audit Committee.

SERVICE OF DOCUMENTS AND NOTICE

151. A document may be served on the Company or an officer by sending it to the Company or officer at Office of the Company by Registered Post, or by leaving it at the Office or by such other methods as may be permitted under law.

a) A document (which expression for this purpose shall be deemed to have included and include any summons, notice requisition, process order, judgment or any other document in relation to or in winding up of the Company) may be served or sent to the Company on or to any member either personally or by sending it by post to his registered address or (if he has no registered address in India) to the address, if any, within India supplied by him to the Company for the service of notice to him or by electronic email.

b) All notices shall, with respect to any registered share to which persons are entitled jointly, be given to whichever of such persons is named first in the Register and the notice so given shall be sufficient notice to all the holders of such share.

c) Where a document is sent by post:

(i) Service thereof shall be deemed to be effected by properly addressing, paying and posting a letter containing the notice provided that where a member has intimated to the Company in advance that documents should be sent to him under a certificate of posting or by registered post without acknowledgement due and has deposited with the Company a sum sufficient to defray expenses of doing so, service of the document or notices shall not be deemed to be effected unless it is sent in the manner intimated by the member, and

(ii) Unless the contrary is provided, such service shall be deemed to have been effected

a) In the case of a notice of a meeting, at the expiration of forty-eight hours the letter containing the notice is posted; and

b) In any other case, at the time at which the letter would be delivered in ordinary course of post.

d) Where a document or notice is sent by electronic mail, the document or notice shall be deemed to have been delivered upon an electronic mail containing the document or notice being sent to the email address provided to the Company by the member.

e) Each registered holder of shares from time to time notify in writing to the Company such place in India to be registered as his address and such registered place of address shall for all purposes be deemed to be his place of residence.

f) If a member has no registered address in India, and has not supplied to the Company any address within India, for the giving of the notices to him, a document advertised in a newspaper circulating in the neighborhood of Office of the Company shall be deemed to be duly served to him on the day on which the advertisement appears.

g) A document may be served by the Company on the persons entitled to a share in consequence of the death or insolvency of a member by sending it through the post in a prepaid letter addressed to them by name or by the title or representatives of the deceased, assignees of the insolvent by any like description at the address (if any) in India supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been so supplied) by serving the document in any manner in which the same might have been served as if the death or insolvency had not occurred.

h) Subject to the provisions of the Act and these Articles, notice of general meeting shall be given:
   i) To the members of the Company as provided in the article.
   ii) To the persons entitled to a share in consequence of the death or insolvency of a member.
   iii) To the Auditors for the time being of the Company; in the manner authorized by as in the case of any member or members of the Company.
   iv) Subject to the provisions of the Act any document required to be served or sent by the Company on or to the members, or any of them and not expressly provided for by the articles, shall be deemed to be duly served or sent if advertised in a newspaper circulating in the District in which the Office is situated.

j) Every person, who by the operation of law, transfer or other means whatsoever, shall become entitled to any shares shall be bound by every document in respect of such share which, previously to his name and address being entered in the Register, shall have been duly served on or sent to the person from whom he derived his title to such share.

k) Any notice to be given by the Company shall be signed by the Managing Director or by such Director or Secretary (if any) or Officer as the Board may appoint or authorize. The signature to any notice to be given by the Company may be written or printed or lithographed.

WINDING UP

152. Subject to the applicable provisions of the Act and the Rules made there under:-

a) If the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not.

b) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

c) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

INDEMNITY AND INSURANCE

153. Subject to the provisions of the Act, every director, managing director, whole-time director, manager, company secretary and other officer or employee of the Company shall be indemnified by the Company against any liability and it shall be the duty of Directors, out of the funds of the Company, to pay all costs, losses and expenses (including travelling expense) which any such director, manager, company secretary and officer or employee may incur or become liable for by reason of any contract entered into or act or deed done by him in his capacity as such director, manager, company secretary or officer or employee or in any way in the discharge of his duties in such capacity including expenses.

154. Subject as aforesaid, every director, managing director, manager, company secretary or other officer or employee of the Company shall be indemnified against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgment is given in his favour or in which he is acquitted or discharged or in connection with any application under applicable provisions of the Act in which relief is given to him by the Court.

155. The Company may take and maintain any insurance as the Board may think fit on behalf of its present and former directors and key managerial personnel for indemnifying all or any of them against any liability for any acts in relation to the Company for which they may be liable but have acted honestly and reasonably.

GENERAL POWERS AND RESPONSIBILITY FOR THE ACT OF OTHERS

156. Wherever in the Act, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorized by its articles, then and in that case this Article authorizes and empowers the Company to have such rights, privileges or authorities and to carry such transactions as have been permitted by the Act, without there being any specific Article in that behalf herein provided.

157. Board of Directors of the company shall be authorised to take any action in the interest of company irrespective of the fact that any specific provision in these regulations is not contained in that regard, provided such action is otherwise permitted under the Act. Such action, if permitted under the Act, shall be deemed that they are taken in pursuance of regulations made under these articles.

158. Members of the Company by passing necessary resolution in their meeting may waive any condition imposed under these regulations for transaction of any business by the company or by the board of directors. After such waiver, the transaction shall be deemed to be carried as it was permitted and carried by exercising power and authority under these regulations.

159. Save as otherwise expressly provided in the Act or these Articles, a document or proceeding requiring authentication by the Company may be signed by a Director, Managing Director, the Manager, the Secretary or an authorized officer of the Company and need not be under its seal.

160. Subject to the provisions of the Act no Director or other Officer of the Company shall be liable for the acts, receipt, neglects or defaults of any other Director or Officer, or for joining in any receipt or other act for conformity or for any loss or expenses happening to the Company through insufficiency or deficiency of title to any property acquired by order of the Director for or on behalf of the Company, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency, or tortuous act of any person, Company or Corporation, with whom any moneys, securities or effects shall be entrusted or deposited or for any loss occasioned by any error of judgment or over sight in his part or for any other loss or damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto, unless the same happens through his own willful act or default.

161. Without prejudice to the generality foregoing it is hereby expressly declared that any filing fee payable or any document required to be filed with Registrar of Companies in respect of any act done or required to be done by any Director or other Officer by reason of his holding the said office, shall be paid and borne by the Company.

SECRECY CLAUSE

162. No member shall be entitled to inspect the Company's works without the permission of the Board or to require discovery of any information respectively any detail of the Company's trading or any matter which is or may be in the nature of a trade secret, history of trade or secret process which may be related to the conduct of the business of the Company and which in the opinion of the Board will be inexpedient in the interest of the members of the Company to communicate to the public.

163. Every Director, Managing Directors, Manager, Secretary, Auditor, Trustee, Members of Committee, Officer, Servant, Agent, Accountant or other persons employed in the business of the Company shall, if so required by the Director before entering upon his duties, or any time during his term of office, sign a declaration pledging himself to observe secrecy relating to all transactions of the Company and the state of accounts and in matters relating thereto and shall by such declaration pledge himself not to reveal any of such matters which may come to his knowledge in the discharge of his official duties except which are required so to do by the Directors or any meeting or by a Court of Law and except so far as may be necessary in order to comply with any of the provision of these Articles or law.

164. Any confidential information disclosed to a Member or Director shall not be used by him for any purpose other than for the exercise of rights or performance of obligation as a Member or Director of the Company and shall not be disclosed by him to any person, firm or Company.

MISCELLANEOUS

165. Subject to the provisions of these Articles and the Act no member or other person (other than a Director) shall be entitled to enter the property of the Company or to inspect or examine the Company's premises or properties of the Company without the permission of the Board or the Managing Director or to require discovery of or any information respecting any detail of the Company's trading or any matter which is or may be in the nature of a trade secret, mystery or trade, or secret process or of any matter whatsoever which may relate to the conduct of the business of the Company and which in the opinion of the Directors it will be inexpedient in the interests of the Company to communicate.

166. If any dispute, controversy or claim between the parties arises out of or in connection with or relating to the enforcement, performance of the terms and conditions of Articles such dispute shall be referred to binding Arbitration and determined in accordance with the Arbitration & Conciliation Act, 1996 and Rules made thereunder. Any Arbitral Award shall be final and binding on the parties and the parties waive irrevocably any rights to any form or appeal, review or recourse to any stage or other judicial authority in so far as such waiver may validly be made. The venue for Arbitration shall be Delhi and language for of proceedings shall be English.

167. Any dispute, controversy or claim between the parties arising out of or in connection with or relating to the enforcement, performance of the terms and conditions of Articles shall be construed in accordance with applicable Laws of India. The jurisdiction for any dispute arising under Articles of Company shall be only at Delhi.

SECTION X- OTHER INFORMATION

MATERIAL CONTRACTS & DOCUMENTS FOR INSPECTION

The following contracts (not being contracts entered into in the ordinary course of business carried on by the Company or contracts entered into more than two years before the date of the Prospectus) which are or may be deemed material have been entered or to be entered into by the Company. These contracts, copies of which will be attached to the copy of the Prospectus which will also be delivered to the Registrar of Companies, NCT of Delhi and Haryana for registration and also the documents for inspection referred to hereunder, may be inspected at the registered Office of our Company, from 10.00 a.m. to 2.00 p.m. on working days from the date of the Prospectus until the date of closure of the Issue.

A. Material Contracts:

1. Memorandum of Understanding dated May 19, 2018 between our Company and the Lead Managers.
2. Memorandum of Understanding dated May 19, 2018 between our Company and the Registrar to the Issue.
3. Banker to the Issue Agreement dated May 29, 2018 between our Company, the Lead Managers, the Bankers to the Issue and Registrar to the Issue.
4. Market Making agreement dated May 19, 2018 between our Company, Lead Managers and Market Maker.
5. Underwriting Agreement dated May 24, 2018 between our Company and Underwriters.
6. Tripartite agreement dated February 16, 2018, between NSDL, the Company and the Registrar to the Issue;
7. Tripartite agreement dated February 07, 2018 between CDSL, the Company and the Registrar to the Issue;

B. Documents for Inspection:

1. Certificate of Incorporation dated September 01, 1992 issued by the Registrar of Companies, Delhi and Haryana, in the name of Rudrabhishek Enterprises Private Limited;

2. Fresh Certificate of Incorporation dated November 03, 2017 issued by the Registrar of Companies, Delhi and Haryana, pursuant to conversion of name from Rudrabhishek Enterprises Private Limited to Rudrabhishek Enterprises Limited;

3. Memorandum and Articles of Association of the Company;

4. Copy of the resolution passed by the Board of Directors at their meeting held on November 29, 2017 approving the proposed public issue

5. Copy of the special resolution passed pursuant to Section 62 (1) (c) of the Companies Act, 1956 in the Extra-ordinary General Meeting of the Company held on December 05, 2017 approving the Initial Public Offering;

6. Copy of the Certificate dated May 19, 2018 from the M/s Sanjeev Neeru & Associates, Chartered Accountants regarding the sources and deployment of funds;

7. Consents of the Promoters, Promoter Group, Directors, Lead Managers, Market Maker, Underwriters, Legal Advisor to the Issue, Registrar to the Issue, Statutory Auditors, Peer Reviewed Auditors, Bankers to the Company, Bankers to the Issue, Company Secretary & Compliance Officer and Chief Financial Officer to act in their respective capacities and for inclusion of their names in the Prospectus;

8. Consent of the Sanjeev Neeru & Associates, Chartered Accountants, for inclusion of their examination reports on restated financial statements as at December 31, 2017 and for the years ended March 31, 2017, 2016, 2015, 2014 and 2013, and for the nine (9) months period ended December 31, 2017 in the form and context in which they appear in the Prospectus;

9. Examination Report issued by Sanjeev Neeru & Associates, Chartered Accountants, dated June 06, 2018 in connection with the restated financial statements of our Company as at December 31, 2017 and for the years March 31, 2017, 2016, 2015, 2014 and 2013, and for the nine (9) months period ended December 31, 2017 in the form and context in which they appear in the Prospectus;

10. Certificate dated April 06, 2018 from Sanjeev Neeru & Associates, Chartered Accountants, regarding the Statement of Tax Benefits;

11. Annual Reports of the Company for the last five Financial Year;

12. Due Diligence certificate dated June 07, 2018 to be submitted by the Lead Managers to Stock Exchange i.e. NSE along with the Prospectus;

13. Copy of In-Principle from NSE vide letter dated June 06, 2018 to use the name of NSE in this Offer Document for listing of Equity Shares on the SME Platform of the NSE.

Any of the contracts or documents mentioned in the Prospectus may be amended or modified at any time if so required in the interest of the Company or if required by the other parties, without reference to the shareholders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

SECTION XI- DECLARATION

We certify that all the relevant provisions of the Companies Act, 2013 or Companies Act 1956 to the extent applicable, and the guidelines issued by the Government of India or the Regulations issued by Securities and Exchange Board of India, as the case may be, have been complied with and no statement made in this Prospectus is contrary to the provisions of the Companies Act, the Securities and Exchange Board of India Act, 1992 or the rules made there under or guidelines/regulations issued, as the case may be. We further certify that all the disclosures and statements made in this Prospectus are true and correct.

SIGNED BY THE DIRECTORS OF THE COMPANY

Name	Designation	Signature
Mr. Pradeep Misra	Chairman and Managing Director	
Ms. Richa Misra	Whole Time Director	
Mr. Jamal Husain Ansari	Independent Director	
Mr. Himanshu Garg	Independent Director	
Mr. Tarun Jain	Independent Director	

Signed by:

Name	Designation	Signature
Mr. Vikas Gupta	Company Secretary & Compliance Officer	
Mr. Manoj Kumar	Chief Financial Officer	

Place: New Delhi

Date: June 07, 2018

ANNEXURE-A

DISCLOSURE OF PRICE INFORMATION OF PAST ISSUES HANDLED BY CORPORATE CAPITALVENTURES PRIVATE LIMITED:

TABLE 1

Sr. No.	Issue Name	Issue Size (Rs. in Cr.)	Issue Price (Rs.)	Listing Date	Opening Price on Listing Date (Rs.)	+/- % Change in Closing Price, (+/- % Change in Closing Benchmark) 30th Calendar Days from Listing	+/- % Change in Closing Price, (+/- % Change in Closing Benchmark) 90th Calendar Days from Listing	+/- % Change in Closing Price, (+/- % Change in Closing Benchmark) 180th Calendar Days from Listing
1.	Shish Industries Limited	4.06	30.00	05-09-2017	32.00	-11.99% -2.70%	-15.33% 20.71%	-17.15% 27.89%
2.	Ratnabhumi Developers Limited	23.31	63.00	14-12-2017	63.45	-34.70% 10.06%	-48.07% 0.01%	N.A.
3.	Touchwood Entertainment Limited	4.21	40.00	21-12-2017	43.50	50.94% 6.31%	-24.06% -6.00%	N.A.
4.	SMVD Poly Pack Limited	9.02	55.00	26-12-2017	58.00	-20.43% 3.21%	-44.31% -10.14%	N.A.
5.	Narmada Agrobase Limited	7.49	32.00	19-04-2018	31.45	-4.32% -0.57%	N.A.	N.A.

SUMMARY STATEMENT OF DISCLOSURE

TABLE 2

Financial Year	Total No. of IPOs	Total Funds Raised (Rs. in Cr.)	Nos. of IPO trading at discount as on 30th calendar day from listing date			Nos. of IPO trading at premium as on 30th calendar day from listing date			Nos. of IPO trading at discount as on 180th calendar day from listing date			Nos. of IPO trading at premium as on 180th calendar day from listing date		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
1st April, 2018 to till date	1	7.49	Nil	Nil	1	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2017-18	4	40.60	Nil	1	2	1	Nil	Nil	Nil	Nil	1	Nil	Nil	Nil
2016-17	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

DISCLOSURE OF PRICE INFORMATION OF PAST ISSUES HANDLED BY KHAMBATTA SECURITIES LIMITED:

TABLE 1

Sr. No.	Issue Name	Issue Size (Rs. in Cr.)	Issue Price (Rs.)	Listing Date	Opening Price on Listing Date (Rs.)	+/- % Change in Closing Price, (+/- % Change in Closing Benchmark) 30th Calendar Days from Listing	+/- % Change in Closing Price, (+/- % Change in Closing Benchmark) 90th Calendar Days from Listing	+/- % Change in Closing Price, (+/- % Change in Closing Benchmark) 180th Calendar Days from Listing
1.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

SUMMARY STATEMENT OF DISCLOSURE

TABLE 2

Financial Year	Total No. of IPOs	Total Funds Raised (Rs. in Cr.)	Nos. of IPO trading at discount as on 30th calendar day from listing date			Nos. of IPO trading at premium as on 30th calendar day from listing date			Nos. of IPO trading at discount as on 180th calendar day from listing date			Nos. of IPO trading at premium as on 180th calendar day from listing date		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
1st April, 2018 to till date	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2017-18	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2016-17	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.