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PATEL RETAIL LIMITED

Our Company was originally incorporated as "Patel Retail Private Limited" at Ambarnath, Maharashtra as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated June 13, 2007 issued by the Registrar of Companies, Maharashtra, Mumbai. Thereafter, our Company was converted into a public limited company, approved vide shareholders' resolution dated July 18, 2023, pursuant to which the name of our Company was changed to "Patel Retail Limited" and a fresh certificate of incorporation consequent upon change of name on conversion to public limited company was issued by the Registrar of Companies, Maharashtra, Mumbai dated August 28, 2023. For details in relation to the changes in the registered office of our Company, please see "History and Certain Corporate Matters- Changes in the Registered Office" on page 342 of the Draft Red Herring Prospectus dated March 29, 2024 ("DRHP" or "Draft Red Herring Prospectus").

Corporate Identity Number: U52100MH2007PLC171625

Registered & Corporate Office: Plot No. M-2, Anand Nagar, Additional MIDC, Ambarnath (East) - 421506, Maharashtra, India

Contact Person: Prasad R Khopkar, Company Secretary and Compliance Officer; Telephone: +91 7391043825; Email: cs@patelrpl.net; Website: www.patelrpl.in

NOTICE TO INVESTORS: ADDENDUM ("SECOND ADDENDUM") TO THE DRAFT RED HERRING PROSPECTUS DATED MARCH 29, 2024 AND THE ADDENDUM DATED JULY 11, 2024 ("FIRST ADDENDUM").

PROMOTERS OF OUR COMPANY: DHANJI RAGHAVJI PATEL, BECHAR RAGHAVJI PATEL, HIREN BECHAR PATEL AND RAHUL DHANJI PATEL

INITIAL PUBLIC OFFERING OF UP TO 95,20,000* EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF PATEL RETAIL LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] LAKHS ("THE OFFER"). THE OFFER COMPRISES OF A FRESH ISSUE OF UP TO 85,18,000* EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH BY OUR COMPANY AGGREGATING UP TO ₹ [●] LAKHS (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 10,02,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "OFFERED SHARES") AGGREGATING UP TO ₹ [●] LAKHS (THE "OFFER FOR SALE"), COMPRISING UP TO 7,68,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AGGREGATING UP TO ₹ [●] LAKHS BY DHANJI RAGHAVJI PATEL, AND UP TO 2,34, 000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AGGREGATING UP TO ₹ [●] LAKHS BY BECHAR RAGHAVJI PATEL (TOGETHER, "PROMOTER SELLING SHAREHOLDERS").

THE OFFER INCLUDES A RESERVATION OF UP TO 51,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AGGREGATING UP TO ₹ [●] LAKHS (CONSTITUTING UP TO [●]% OF THE POST OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY), FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●] % AND [●] %, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. OUR COMPANY MAY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER ("BRLM"), OFFER A DISCOUNT OF UP TO ₹ [●] ON THE OFFER PRICE TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT").

THE PRICE BAND, EMPLOYEE DISCOUNT AND THE MINIMUM BID LOT SHALL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN ALL EDITIONS OF FINANCIAL EXPRESS (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), ALL EDITIONS OF JANSATTA (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) AND MUMBAI EDITION OF NAVSHAKTI (A WIDELY CIRCULATED MARATHI DAILY NEWSPAPER, MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE BSE LIMITED ("BSE") AND THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") (BSE TOGETHER WITH THE NSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

*A PRE-IPO PLACEMENT WAS UNDERTAKEN BY OUR COMPANY ON NOVEMBER 27, 2024, IN CONSULTATION WITH THE BRLM, OF 500,000 EQUITY SHARES HAVING FACE VALUE OF ₹10 EACH AT A PRICE OF ₹300 PER SHARE, AGGREGATING TO ₹1500.00 LAKHS. THE PRE – IPO PLACEMENT WAS AT A PRICE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WAS COMPLETED PRIOR TO FILING OF THE RED HERRING PROSPECTUS. THE EQUITY SHARES ISSUED PURSUANT TO THE PRE-IPO PLACEMENT WERE REDUCED FROM THE FRESH ISSUE, SUBJECT TO THE OFFER COMPLYING WITH RULE 19(2)(B) OF THE SCRR AND ACCORDINGLY THE REVISED FRESH ISSUE SIZE IS UPTO 85,18,000 EQUITY SHARES HAVING FACE VALUE OF ₹10 EACH. THE PRE – IPO PLACEMENT, HAS NOT EXCEEDED 20% OF THE FRESH ISSUE. OUR COMPANY HAS APPROPRIATELY INTIMATED THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT, PRIOR TO ALLOTMENT PURSUANT TO THE PRE-IPO PLACEMENT, THAT THERE IS NO GUARANTEE THAT OUR COMPANY MAY PROCEED WITH THE OFFER OR THE OFFER MAY BE SUCCESSFUL AND WILL RESULT INTO LISTING OF THE EQUITY SHARES ON THE STOCK EXCHANGES. FURTHER, RELEVANT DISCLOSURES IN RELATION TO SUCH INTIMATION TO THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT HAVE BEEN APPROPRIATELY MADE IN THE RELEVANT SECTIONS OF THIS SECOND ADDENDUM AND WILL BE DISCLOSED APPROPRIATELY IN THE RED HERRING PROSPECTUS AND THE PROSPECTUS.

Potential Bidders may note the following:

- The Draft Red Herring Prospectus dated March 29, 2024 read with the First Addendum contains the Restated Financial Statements of our Company as at and for the six months period ended September 30, 2023 and as at and for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021, restated in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), which are derived from our audited special purpose Ind AS financial statements of the Company as at and for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021 and from our audited interim special purpose Ind AS financial statements of the Company as at and for the six months period ended September 30, 2023. The section titled "Restated Financial Statements" of the Draft Red Herring Prospectus has been updated to provide recent restated financial information of the Company, for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023, restated in accordance with the SEBI ICDR Regulations, which are derived from our audited financial statements for the financial years ended March 31, 2025, March 31, 2024 and from our audited special purpose Ind AS financial statements of the Company as at and for the financial year ended March 31, 2023, in accordance with requirements of Section 26 of Part I of Chapter III of the Companies Act, the SEBI ICDR Regulations and the Guidance Note on "Reports in Company Prospectuses (Revised 2019)" issued by the ICAI, through this Second Addendum. All details in the section titled, "Restated Financial Statements" from this Second Addendum will be disclosed appropriately in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the Securities and Exchange Board of India and the Stock Exchanges.
- The sections titled, "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations", have been updated to include certain operational updates in the business of our Company and the updates in the financial information of the Company for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023, restated in accordance with the SEBI ICDR Regulations. Please note that all other details in, and updates to the sections titled, "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" will be carried out in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges.
- The section titled, "Risk Factors", has been updated to include certain updated risk factors with material updates as well as the financial information of the Company for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023, restated in accordance with the SEBI ICDR Regulations has been updated in this section. Please note that all other details in, and updates to the section titled, "Risk Factors" will be carried out in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges.
- The section titled, "Industry Overview" has been updated to include updates to the report titled "Industry Report on Food & Grocery Retailing and Food Processing" dated March 27, 2024 read with the addendum to the report updated on June 11, 2025 (the "D&B Report"), prepared and issued by D&B, appointed by us on February 12, 2024 and exclusively commissioned and paid for by us in connection with the Offer. Please note that all other details in, and updates to the section titled, "Industry Overview" will be carried out in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges.
- The relevant portions of the cover page and the section titled, "Risk Factors", "Objects of the Offer", "Industry Overview", "Our Business", "Restated Financial Statements", "Management's Discussion and Analysis of Financial Condition and Results of Operations", "Financial Indebtedness", "Outstanding Litigation and Material Developments" and "Our Group Companies" of the Draft Red Herring Prospectus, have been updated and included in this Second Addendum.

All other updates to the Draft Red Herring Prospectus in this regard will be carried out in the Red Herring Prospectus and the Prospectus.

The above changes are to be read in conjunction with the Draft Red Herring Prospectus and First Addendum and accordingly their references in the Draft Red Herring Prospectus and First Addendum stand updated pursuant to this Second Addendum. The information in this Second Addendum supplements the Draft Red Herring Prospectus and the First Addendum and updates the information in the Draft Red Herring Prospectus, as applicable.

Please note that all other details/ information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent stated in this Second Addendum, as may be applicable in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges. Investors should read the Red Herring Prospectus as and when filed with the RoC, the SEBI and the Stock Exchanges before making an investment decision in the Offer. The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are only proposed to be offered and sold outside the United States in "offshore transactions", as defined in and in reliance on Regulation S of the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur/ are made.

Potential Bidders may note that in order to assist the Bidders to get a complete understanding of the updated information, the updated relevant portions of the cover page and sections titled "**Risk Factors**", **Objects of the Offer**, "**Industry Overview**", "**Our Business**", "**Restated Financial Statements**", **Management's Discussion and Analysis of Financial Condition and Results of Operations**", **Financial Indebtedness**", "**Outstanding Litigation and Material Development**" and "**Our Group Companies**" have been included this Second Addendum. Please note that the Second Addendum does not reflect all the changes that have occurred between the date of filing of the DRHP and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus.

This Second Addendum shall be made available to the public for comments, if any, for a period of at least 21 days, from the date of such filing with SEBI and the Stock Exchanges and will be available on their website www.sebi.gov.in, the websites of the Stock Exchanges i.e., www.nseindia.com, www.bseindia.com, the website of the Company i.e., <https://patelrp1.in/> and the website of the BRLM, i.e., Fedex Securities Private Limited at www.fedsec.in. All capitalized terms used in this Second Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the DRHP and the First Addendum, as the case maybe.

Date: June 25, 2025

Place: Ambernath, Maharashtra

For **Patel Retail Limited**
On behalf of the Board of Directors
Sd/-

Prasad R Khopkar
Company Secretary and Compliance Officer

BOOK RUNNING LEAD MANAGER (BRLM)	REGISTRAR TO THE OFFER
	
Fedex Securities Private Limited Address: B7, 3rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai- 400057, Maharashtra, India Telephone: +91 8104985249; Email: mb@fedsec.in Contact person: Saipan Sanghvi Website: www.fedsec.in SEBI Registration No.: INM000010163	Bigshare Services Private Limited Address: Office No S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai- 400093, Maharashtra, India Telephone: 022-62638200 Email: ipo@bigshareonline.com Investor Grievance email: investor@bigshareonline.com Contact person: Babu Rapheal Website: www.bigshareonline.com SEBI Registration No.: INR000001385
BID / OFFER PROGRAMME	
ANCHOR INVESTOR BIDDING DATE	● ⁽¹⁾
BID/ OFFER OPENS ON	● ⁽¹⁾
BID/ OFFER CLOSES ON	● ^{(2) (3)}

* Subject to the finalisation of the allotment

^{1.} Our Company, in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid / Offer Opening Date.

^{2.} Our Company, in consultation with the BRLM, may consider closing the Bid/ Offer Period for QIBs one Working Day prior to the Bid/ Offer Closing Date, in accordance with the SEBI ICDR Regulations.

^{3.} UPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date

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SECTION II- RISK FACTORS

An investment in Equity Shares involves a high degree of risk. Potential investors should carefully consider all the information in this Second Addendum including the risks and uncertainties described below, before making an investment in our Equity Shares. The risks described below are not the only ones relevant to us or our Equity Shares, the industry and segments in which we currently operate or propose to operate. Additional risks and uncertainties, not presently known to us or that we currently deem immaterial may also impair our business, results of operations, financial condition and cash flows. If any or a combination of the following risks, or other risks that are not currently known or are currently deemed immaterial, actually occur, our business, results of operations, financial condition and cash flows could suffer, the trading price of our Equity Shares could decline and investors may lose all or part of their investment. To obtain a complete understanding of our Company, prospective investors should read this section in conjunction with “**Industry Overview**”, “**Our Business**”, “**Restated Financial Statements**” and “**Management’s Discussion and Analysis of Financial Condition and Results of Operations**” on pages 75, 170, 273, and 307, respectively, as well as the financial, statistical and other information contained in this Second Addendum.

In making an investment decision, prospective investors must rely on their own examination of us and the terms of the Offer including the merits and risks involved. Prospective investors should consult their tax, financial and legal advisers about the consequences of an investment in our Equity Shares.

Prospective investors should pay particular attention to the fact that our Company is incorporated under the laws of India and is subject to a legal and regulatory environment, which may differ in certain respects from that of other countries. This Second Addendum also contains forward-looking statements that involve risks, assumptions, estimates 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 Second Addendum. For details, please see “**Forward-Looking Statements**” on page 24 of the Draft Red Herring Prospectus.

Unless otherwise indicated, the industry-related information contained in this Second Addendum is derived from the report titled “**Industry Report on Food & Grocery Retailing and Food Processing Report**” (“**D&B Report**”) updated on June 11, 2025, prepared and issued by Dun & Bradstreet Information Services Private Limited (“**D&B**”), which has been exclusively commissioned and paid for by our Company for an agreed fee for the purposes of confirming our understanding of the industry, exclusively in connection with the Offer. A copy of the D&B Report shall be available on the website of our Company at <https://patelrpl.in/> in compliance with applicable laws. We engaged D&B, in connection with the preparation of the D&B Report on February 12, 2024. For further details and risks in relation to the D&B Report, please see “**Certain Conventions, Currency of Presentation, Use of Financial Information and Market Data**” on page 20 of the Draft Red Herring Prospectus and “**Risk Factor- Internal Risk Factor- Industry information included in this Second Addendum has been derived from an industry report prepared by Dun & Bradstreet, exclusively commissioned and paid for by us for such purpose**” on page 54 of this Second Addendum. There are no parts, data or information (which may be relevant for the proposed Offer), that has been left out or changed in any manner.

Unless otherwise stated, or the context otherwise requires, the financial information as of and for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 used in this section is derived from our Restated Financial Statement. In addition, certain non-GAAP financial measures and certain other statistical information relating to our operations and financial performance have been included in this section and elsewhere in this Second Addendum. Such non-GAAP financial measures should be read together with the nearest GAAP measure. Please see “**Certain Conventions, Currency of Presentation, Use of Financial Information and Market Data—Non-GAAP measures**” on page 20 of the Draft Red Herring Prospectus. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial or other implications of any of the risks described in this section.

Internal Risk Factors

1. *All our retail stores are concentrated in the state of Maharashtra, more particularly within the Thane and Raigad district. In the Financial Years 2024-25, 2023-24 and 2022-23, our revenue from retail sales accounted for ₹ 36,886.98 Lakhs, ₹28,972.19 Lakhs and ₹26,655.66 Lakhs, representing 44.95%, 35.58%, and 26.17% of our revenue from operations, respectively. Any adverse developments affecting our operations in such region, could have an adverse impact on our retail business, financial condition, results of operations and cash flows.*

As on May 31, 2025, we have forty-three (43) retail stores in the state of Maharashtra. We have established our stores in the central suburban area of the MMR i.e., in Thane district and Raigad district of Maharashtra, thus focusing on the growing tier-III cities and the suburban areas. Our stores are primarily located using a cluster approach on the basis of adjacencies, with focus on efficient supply chain, targeting densely-populated residential areas with a majority of lower-middle class, middle class and aspiring upper-middle class customers. The table below sets forth our revenue from our retail stores:

[Remainder of the page has been intentionally left blank.]

Location	Fiscal 2025			Fiscal 2024			Fiscal 2023		
	No. of stores	Revenue (₹ in Lakhs)	% of total Revenue of operations	No. of stores	Revenue (₹ in Lakhs)	% of total Revenue of operations	No. of stores	Revenue (₹ in Lakhs)	% of total Revenue of operations
Ambernath	6	5,946.19	7.25%	6	5,461.66	6.71%	6	5,311.45	5.21%
Ambernath (R Choice)	-	-	-	-	-	-	-*	214.18	0.21%
Badlapur	6	5,564.26	6.78%	6	5,218.53	6.41%	5	4,790.70	4.70%
Bhiwandi	4	2,093.13	2.55%	2	176.18	0.22%	-	-	-
Diva	1	404.17	0.49%	-	-	-	-	-	-
Dombivli	7	4,111.61	5.01%	7	3,793.24	4.66%	7	3,103.34	3.05%
Kalyan	7	5,868.68	7.15%	5	4,667.42	5.73%	5	4,488.47	4.41%
Khopoli	1	921.00	1.12%	1	825.32	1.01%	1	185.18	0.18%
Murbad	1	1,211.23	1.48%	1	985.52	1.21%	1	848.27	0.83%
Neral	1	436.62	0.53%	-	-	-	-	-	-
Padgha	1	296.61	0.36%	-	-	-	-	-	-
Shahapur	1	2,007.87	2.45%	1	1,825.64	2.24%	1	1,687.67	1.66%
Shahad	1	820.19	1.00%	1	758.47	0.93%	1	783.31	0.77%
Titwala	1	3,221.75	3.93%	1	2,986.89	3.67%	1	2,854.30	2.80%
Ulhasnagar	2	2,523.23	3.07%	2	2,273.32	2.79%	2	2,388.78	2.35%
Vasind	1	1,199.21	1.46%	-	-	-	-	-	-
Vangani	1	261.24	0.32%	-	-	-	-	-	-
Total Revenue from Retail Business	42	36,886.98	44.95%	33	28,972.19	35.58%	30	26,655.66	26.17%
Revenue from Non-Retail Business	-	44,434.95	54.14%	-	51,372.51	63.10%	-	74,163.14	72.81%

*The Company transferred the 2 stores, being our exclusive garment outlets and thus terminating the lease for the 2 stores. Till such termination the Company has accounted a revenue of ₹214.18 Lakhs during the Fiscal 2023.

We aim to open more stores in the state of Maharashtra. Our total store count grew from thirty (30) stores as on March 31, 2023 to forty-three (43) stores as on May 31, 2025, while our retail business area grew from 122,489 sq. ft. to 1,78,946 sq. ft. over this period. Additionally, while opening new stores, we consciously follow a cluster-based approach. More than one store located close to each other in a cluster may lead to each such store eating into the sales of the other stores in the cluster leading to falling sales in each of such stores. For instance, our closest stores are situated within a distance of 2 kms from each other. Our past store sales may not be comparable to or indicative of future sales. If our cluster-based approach fails or leads to reduction of individual store sales due to over-crowding in a small area, it may lead to lower revenues which could have a material adverse effect on our business, financial condition and results of operations.

The concentration of our stores in the central suburban area of the MMR, increases our vulnerability to localized adverse events, such as changes in state policies, regulatory actions, economic slowdowns, natural disasters, or other unforeseen disruptions specific to this region. Additionally, existing and potential competitors may intensify their focus on this market, including through aggressive promotional campaigns to capture a larger market share, which could further reduce our competitive position. Such concentration risks could materially and adversely impact our sales, market position, and overall financial performance, thereby affecting our business, financial condition, and results of operations.

2. ***As on May 31, 2025, we operate 43 stores of which 8 stores are in existence for more than 5 years and 15 stores are in existence for more than 10 years. As the stores mature in operational tenure, we may witness saturation in revenue or reduction in sale from such stores. For instance, our average store sales reduced from ₹881.38 lakhs in Fiscal 2023 to ₹878.26 lakhs in Fiscal 2025. A continued decline in same-store sales could adversely impact our business and results of operations.***

We generate a significant portion of our revenue from Retail sales representing ₹ 36,886.98 lakhs, ₹ 28,972.19 lakhs and ₹ 26,655.66 lakhs constituting 44.95%, 35.58% and 26.17% of our revenue from operations for the Fiscal 2025 Fiscal 2024 and Fiscal 2023, respectively. Our revenue from Retail Sales is directly linked to the number of stores under operation during the respective fiscal. Our store locations follow a cluster-based approach based on of adjacency, with a focus on efficient supply chain, targeting densely-populated residential areas with a majority of lower-middle class, middle class and aspiring upper-middle class customers. A significant concentration of our stores is within the district of Thane. With the developments of the areas near our store locations, we would witness an increase in competition from both organized retail chains and local kirana stores, as well as over concentration of our stores within the same locality.

While our peak sales from a single store reached ₹3,221.75 lakhs during the Fiscal 2025 as against a sale of ₹2,854.30 lakhs during Fiscal 2023, representing a CAGR of 6.24%, we have also witnessed decline in sales in four of our stores of more than ten years by 6.50% in Fiscal 2025 from Fiscal 2023. However, our sales from stores more than 10 years old, as on March 31, 2025 have witnessed an increase in sales from ₹12,570.52 lakhs in Fiscal 2023 to ₹12,929.91 lakhs in Fiscal 2025.

As we expand our store network, our average sales from new stores may increase, but due to cannibalization of our store network of less than 12 months of operations, we would witness a decline in our average store sales. For instance, our average store sales reduced from ₹881.38 lakhs in Fiscal 2023 to ₹878.26 lakhs in Fiscal 2025. However, our sales from the 4 stores opened during Fiscal 2023 increased at CAGR of 65.32% from ₹990.29 lakhs in Fiscal 2023 to ₹2706.65 lakhs in Fiscal 2025 and similarly our sales from the 3 stores opened during Fiscal 2024 increased by 221.99% from ₹647.10 lakhs in Fiscal 2024 to ₹2083.57 lakhs in Fiscal 2025, thus partially off-setting the impact of lower sales from our old stores.

The maturity in the age of our stores and the concentration of our operations within the central suburban area of the MMR, increases our vulnerability to localized adverse events, such as changes in economic slowdowns, existing and potential competitors intensifying their focus on this market and aggressive promotional campaigns to capture a larger market share, further impacting our competitive position. Any sustained decline in sales from our older stores would necessitate further expansion by setting-up new stores. Accordingly, a continuous slowdown in sales from our old and mature stores could materially and adversely impact our revenue from operations, market position, and overall financial performance, thereby affecting our business, financial condition, and results of operations.

3. ***We have witnessed a reduction in our revenue from operations in the past, from ₹ 101,854.78 lakhs in Fiscal 2023 to ₹ 82,069.29 lakhs in Fiscal 2025. There can be no assurance that we will not witness reduction in our revenue from operations in future.***

Our Company is engaged in diverse business vertical broadly retail, manufacturing and trading, including bulk trading of agricultural produce such as sugar. While our revenue from Retail sales increased from ₹ 26,655.66 lakhs in Fiscal 2023 to ₹ 36,886.98 lakhs in Fiscal 2025, we witnessed a significant reduction in our revenue from Non-Retail Business from ₹ 74,163.13 lakhs in Fiscal 2023 to ₹ 44,434.95 lakhs in Fiscal 2025. The reduction in revenue from Non-Retail Business is primarily attributable to reduction in our export sales under our Trading vertical. For instance, our export revenue (gross) reduced from ₹ 66,962.58 lakhs in Fiscal 2023 to ₹ 27,350.98 lakhs in Fiscal 2025 primarily on account reduction in revenue from bulk export trading of sugar due to restriction on export of sugar by the Government of India. For instance, our revenue from export of sugar decreased from ₹ 30,881.27 Lakhs in Fiscal 2023 to Nil in Fiscal 2025.

These reductions in revenue from our Non-Retail Business underscore the inherent risks in our diverse business verticals, which are subject to external factors such as global market conditions, supply chain disruptions, and regulatory changes. Any inability to mitigate these factors effectively could adversely affect our business operations, financial performance, and growth prospects. While we continue to take measures to address these challenges, such as optimizing supply chains and diversifying revenue streams, there can be no assurance that these efforts will fully offset the adverse effects of these external factors. As a result, any further decline in revenue from either our Retail Business or Non-Retail Business may materially and adversely impact our overall revenue and profitability in future periods.

4. ***Our business is operating under various laws which require us to obtain approvals from the concerned statutory/ regulatory authorities in the ordinary course of business. Some of our approvals are required to be transferred in the name of Patel Retail Limited from Patel Retail Private Limited, pursuant to change of name of our Company. Our inability to obtain, maintain or renew requisite statutory and regulatory permits and approvals for our business operations in a timely manner could materially and adversely affect our business, prospects, results of operations and financial condition.***

We are required to obtain and maintain a number of statutory and regulatory licenses, permits and approvals under the central, state and local government laws of India, in the ordinary course of business. Such licenses, permits and approvals may contain conditions, some of which could be onerous. There can be no assurance that the relevant authorities will issue these approvals or licenses in a timely manner, or at all. In the event of any unanticipated delay in receipt of such approvals, it may have an adverse impact on our business operations. Also, our Company was converted from a private limited company (Patel Retail Private Limited) to a public limited company (Patel Retail Limited).

For instance, as on the date of this Second Addendum, we do not possess - contract labour licenses for our Facility 2 and Facility 3 situated in Kutch, Gujarat (“**Kutch Facilities**”). While our Company is in the process of making necessary application for seeking these licenses / approvals, there is no assurance that the relevant authorities will allot these licenses or we will not be subject to penalties or interruptions in our operations. Further, we have relied upon an expert opinion by B. J. Chauhan & Associates, certifying that our Company is not obligated to obtain a no objection certificate for fire safety for Facility 2 and Agri-cluster in terms of the applicable law.

Failure by us to renew, maintain or obtain the required permits or approvals at the requisite time may result in the interruption of our operations and may have an adverse effect on our business, financial condition and results of operations.

We cannot assure that the approvals, licenses, registrations and permits issued to us would not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. Any failure to renew the approvals that have expired or apply for and obtain the required approvals, licenses, registrations or permits, or any suspension or revocation of any of the approvals, licenses, registrations and permits that have been or may be issued to us, may impede our operations. Further, some of our registration certificates are in the erstwhile name i.e., Patel Retail Private Limited and we are in the process of effecting the name change from Patel Retail Private Limited (erstwhile name) to Patel Retail Limited. For instance, our Company has taken steps to update the License of Direct

Marketing for agricultural produce (condiments and spices, cereals) issued by the Director of Agricultural Marketing, Maharashtra in the name of Patel Retail Private Limited and also with concerned authorities in other certain cases.

Currently, our Company engages contract labour through two contractors. Accordingly, the maximum number of contract labour that our Company can employ on any given day is 400 i.e., 200 each through these two contractors. Our Company is in violation of the said maximum permissible limit of contract labour and thus might be subject to penalties. However, our Company is in the process making an application to increase the number of contractors and consequently, the maximum number of contract labour. For further details, please see “**Government and Other Statutory Approvals**” on page 425 of the Draft Red Herring Prospectus. In the event that we are unable to obtain such approvals in a timely manner or at all, our business operations may be adversely affected on our business, results of operations, financial position and cash flows.

5. ***We have a high debt equity ratio and may face certain funding risks. Our debt-to-equity ratio for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 was 1.34, 1.97 and 2.54, respectively. Any further increase in borrowings may have a material adverse effect on our business, financial condition and results of operations. Further, if we do not generate sufficient amount of cash flow from operations, our liquidity and ability to service our indebtedness could be adversely affected.***

Our Company has raised funds from a combination of borrowings such as working capital limits and term loans from banks and through unsecured borrowing from our Promoters. Such financing has caused an increase to our debt-to-equity ratio. Our debt to equity ratio has been 1.34, 1.97 and 2.54, for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

If we are unable to borrow at favourable market conditions, it could have a material impact on our operations. Our ability to borrow from banks or financial institutions to meet our future financial requirements and fund our working capital is dependent, inter alia, on favourable market conditions and may be affected by our rating. In the absence of favourable market conditions, to meet our financial needs we will rely on available free cash flow. Our cash flows from net operating activities for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, were ₹ 2,772.27 Lakhs, ₹ 2,481.66 Lakhs and ₹ (556.18) Lakhs, respectively. Our debt-to-equity ratio for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 was 1.34, 1.97 and 2.54, respectively. If sufficient sources of debt financing are not available in the future for these or other reasons, we may be unable to meet our financing/refinancing requirements, which could materially and adversely affect our operations, results of operations and financial condition and impact on our ability to fund our working capital and to refinance existing indebtedness at maturity. Our approach toward funding risk is aimed at securing competitive financing and ensuring a balance between average maturity of funding, flexibility and diversification of sources, however, these measures may not be sufficient to fully protect us from such risk. In addition, we may be subject to the restrictive covenants and interest rate risk arising on our existing and future financial indebtedness, which may vary depending on whether such indebtedness is secured or unsecured or at a fixed or at a floating rate.

Our capacity to service these debts depends on our continued profitability and availability of liquidity. In case, we are unable to achieve the desired growth, due to internal constraints or external factors like adverse developments in the industry, we may find it difficult to service the debt and this may affect our credit rating, profitability and growth adversely. For further details regarding the working capital facilities currently availed by us, please see “**Financial Indebtedness**” on page 335 of this Second Addendum and for the details of working capital requirements, please see “**Objects of the Offer**” on page 59 of this Second Addendum.

6. ***Our operations are dependent on the supply of large amounts of raw material such as wheat, spices and peanuts. We do not have long term agreements with suppliers for our raw materials and any increase in the cost of, or a shortfall in the availability of, such raw materials could have an adverse effect on our business and results of operations, and seasonable variations could also result in fluctuations in our results of operations.***

We source raw materials such as whole spices (chilies, coriander seeds, cumin seeds, fennel seeds, fenugreek seeds, carom seeds, mustard seeds and turmeric), wheat, peanuts, and mangoes from multiple suppliers, including sourcing agents in the Agricultural Produce Market Committees (“**APMC**”) across Gujarat. While, we have long-standing relationships with most of our suppliers, we do not have long term

agreements in place, and we typically procure materials on a purchase order basis. This exposes us to the risk of price volatility, availability, fluctuations and there is a possibility that a supplier may discontinue their supply. The absence of long-term contracts with fixed prices also makes us vulnerable to increases in the cost of raw materials, and we may be unable to pass these costs onto our customers. The loss of any of our suppliers or any delay in procuring raw materials from alternate sources on commercially acceptable terms could disrupt production schedules and adversely affect our business, results of operations, and financial condition.

Additionally, the price and availability of these raw materials are influenced by several external factors, including overall economic conditions, production levels, market demand, competition for materials, transportation costs, taxes, and trade restrictions. Adverse weather conditions, such as droughts, floods, or other natural disasters, can impact the availability of raw materials like wheat, paddy, and oilseeds. Weather patterns, including those caused by phenomena such as El Nino, could aggravate the unpredictability of raw material availability, driving up prices and further straining our operations. These conditions may also result in reduced water availability, which could impact our manufacturing operations.

Our raw material procurement is also subject to seasonal fluctuations, as the availability of raw materials often depends on the harvesting season of various crops. In addition to seasonal storage, we typically purchase raw materials as demand arises, which can lead to fluctuations in our operations by fiscal quarter. Consequently, the sales and results of operations of any given fiscal quarter may not serve as reliable indicators of future performance. Such seasonal fluctuations, along with the growing concern about climate change and the impact of greenhouse gases on weather patterns, may lead to shortages or increases in the cost of raw materials, which could adversely affect our business.

Moreover, our procurement network is concentrated, with a significant portion of our purchase coming from a limited number of suppliers. For instance, our top 10 suppliers contributed ₹ 12,619.56 Lakhs, ₹16,479.99 lakhs and ₹24,948.97, representing 15.38% 20.24% and 24.49% for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, of our revenue from operations. The concentration of suppliers creates a risk that any disruption, such as loss of supply or change in pricing, could have an impact on our business operations. The vertical-wise concentration of raw material procurement from our top 10 suppliers is as follows:

(₹ in Lakhs, except percentages)

Segment / Vertical	Top 10 Suppliers Value	Vertical-wise Revenue	% to Vertical wise Revenue
Fiscal 2023			
Retail	8,493.00	26,655.66	31.86%
Processing	7,415.29	31,042.15	23.89%
Trading	24,118.65	43,120.98	55.93%
Fiscal 2024			
Retail	8,140.77	28,972.19	28.10%
Processing	11,589.14	37,256.33	31.11%
Trading	7,475.04	14,116.18	52.95%
Fiscal 2025			
Retail	9,620.36	36,886.98	26.08%
Processing	7,156.94	36,117.33	19.82%
Trading	2,099.47	8,317.62	25.24%

As certified by our Statutory Auditor - Kanu Doshi Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

Note: References to 'Suppliers' are to suppliers in a particular Fiscal and does not refer to the same suppliers across all Fiscals.

In addition to raw materials sourced from APMC markets and other suppliers, we also depend on third-party manufacturers for products under our brands, including Patel Essentials, Patel Fresh, Indian Chaska, and Blue Nation. We do not have long-term supply agreements for these third-party products either, which

exposes us to risks associated with supplier capacity, cost increases, or disruptions in the supply chain.

We are also vulnerable to external risks, such as supply shortages, long lead times, cost increases, and quality control issues. Events like natural disasters, changes in trade regulations, or force majeure occurrences could adversely impact the availability and pricing of raw materials, potentially affecting our ability to meet client commitments and resulting in negative effects on our profitability and financial performance. This may affect our ability to meet client commitments and may consequently, affect our sales and profitability.

7. *We operate in a competitive market and any increase in competition from organized and unorganized players may adversely affect our business and financial condition.*

We face competition across our business activities from varied peers. As regards our Retail Business, our key direct competitors in the region where we presently operate include other organised B&M retailers such as D-Mart, Big Bazaar, Reliance Retail and unorganised retailers such as local departmental stores, kirana shops. There are no listed companies in India that is in diversified business verticals which is similar to that of our Company. Hence, basis factors such as the scale of the business, exposure to the retail sector (as retail contributes significant revenue from operations for our Company), processing of spices, peanuts and wheat flour (as our Company is in processing of whole and ground spices, peanuts and wheat flour and refined wheat flour), a proxy set of listed peers includes, Avenue Supermarts Limited, Spencers Retail Limited, Osia Hyper Retail Limited, Aditya Consumer Marketing Limited, Sheetal Universal Limited, KN Agri Resources Limited, Kovilpatti Lakshmi Roller Flour Mills Limited and Madhusudhan Masala Limited, have been identified for our Company. As regards the masala and grocery products business, our major competitors include Gandhi Spices Private Limited (Hathi Masala), Adani Food Products Private Limited, Ramdev Food Private Limited, MDH Masala Private Limited, Baadshah Masala Private Limited, Everest Masala Private Limited in the unlisted space and NHC Food Limited, Sheetal Universal Limited in the listed space. For further details, please see “**Our Business- Competition**” on page 236 of this Second Addendum.

We face intense competition from other retailers that market products similar to ours. We compete in various aspects, including brand recognition, value for money, product quality and pricing, supply chain management etc. Intensified competition may result in pricing pressures and reduced profitability and may impede our ability to achieve sustainable growth in our revenues or cause us to lose market share. Our competitors may also engage in aggressive and negative marketing or public relations strategies which may harm our reputation and increase our marketing expenses. Any of these events could substantially harm our results of operations.

Some of our existing and potential competitors enjoy substantial competitive advantages including longer operating history, relationships with large number of suppliers, capability to leverage their sales efforts and marketing expenditures across a broader portfolio of products, access to a broad customer base, brand recognition, greater financial, marketing, distribution and other resources, experienced management team.

Competitors may, whether through consolidation or growth, present more credible integrated or lower cost solutions. We cannot assure you that we can continue to compete effectively with our competitors. Our failure to compete effectively, including any delay in responding to changes in the industry and market, together with increased spending on advertising, may affect the competitiveness of our products, which may result in a decline in our revenues and profitability.

8. *Our Company has reported negative cash flows from its operating activity, investing activity and financing activity. Sustained negative cash flow could impact our growth and business.*

Our Company had reported certain negative cash flows in previous years as per the Restated Financial Statement, as stated below:

(₹ in Lakhs)			
Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Cash flow from / (used in) Operating Activities	2,772.27	2,481.66	(556.18)
Cash flow from / (used in) Investing Activities	(1,056.34)	(1,166.57)	(488.46)
Cash flow from / (used in) Financing	(839.85)	(1,283.24)	(3.98)

Activities			
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The reason for fluctuating cash flows from operations is summarized in the table herein below:

Fiscal Year	Reason for fluctuation in Cash flow from Operating Activities
Fiscal 2022 – Fiscal 2023	a) Increase in inventory – Increase in inventory by ₹2,220.02 lakhs is in line with the increase in revenue from operations. Our revenue from operations in Fiscal 2023 increased by ₹25,238.87 lakhs. The inventory days in Fiscal 2023 and Fiscal 2022 has been in line at 27 days and 26 days respectively b) Increase in trade receivables - Increase in trade receivables by ₹1,908.07 lakhs is in line with the increase in revenue from operations. Our revenue from operations in Fiscal 2023 increased by ₹25,238.87 lakhs. c) Decrease in other current assets – Other current assets reduced by ₹427.69 lakhs primarily on account of adjustment of advance paid to suppliers. d) Decrease in other current liabilities – Other current liabilities reduced by ₹1,238.15 lakhs primarily on account of adjustment of advance received from customer
Fiscal 2023 – Fiscal 2024	a) Increase in inventory – Increase in inventory by ₹5,032.52 lakhs primarily on account of increase in sale of processed products. In Fiscal 2024, our revenue from processing sale increased by ₹6,214.18 lakhs. With increase in processing sales our inventory days increased to 57 days in Fiscal 2024 as majority of our raw materials are agricultural produce and seasonal in nature. b) Decrease in trade receivables - Decrease in trade receivables by ₹791.48 lakhs is in line with the decrease in revenue from operations. Our revenue from operations in Fiscal 2024 decreased by ₹20,435.95 lakhs. c) Decrease in other current assets – Other current assets reduced by ₹2,025.72 lakhs primarily on account of adjustment of advance paid to suppliers. d) Decrease in other current liabilities – Other current liabilities reduced by ₹155.89 lakhs primarily on account of adjustment of advance received from customer.
Fiscal 2024 – Fiscal 2025	a) Increase in inventory – Increase in inventory by ₹1,671.81 lakhs primarily on account of increase in number of retail stores. In Fiscal 2025, our revenue from Retail sale increased by ₹ 7,914.79 lakhs. b) Increase in trade receivables - Increase in trade receivables by ₹2,597.99 lakhs is mainly on account of development of domestic distribution channel. c) Increase in other current assets – Other current assets increased by ₹18.25 lakhs primarily on account of adjustment of advance paid to suppliers. d) Increase in other current liabilities – Other current liabilities increased by ₹35.79 lakhs primarily on account of adjustment of advance received from customer

Cash flow of a company is a key indicator to show the extent of cash generated from operations to meet capital expenditure, pay dividends, repay loans and make new investments without raising finance from external resources. Since our Company is in a growth phase, our working capital requirement has increased in tandem and this has resulted in negative cash flow from operations in the Fiscal 2023. We may continue to have negative operating cash flows in future. If our Company is not able to generate sufficient operating cash flows, it may adversely affect our business and financial operations.

For further details, please see “**Restated Financial Statements- Restated Cash Flow Statement**” beginning on page 273 of this Second Addendum.

9. Our inability to identify, obtain and retain intellectual property rights including Mumbai Chaska, Indian Chaska and Patel Retail Limited logo, or to protect or use them, could harm our business. Further, we may infringe upon the intellectual property rights of others, any misappropriation of which could adversely affect our business and reputation.

We rely on our branding and intellectual property rights for the success of our business. Our name and trademarks are significant to our business and operations. Accordingly, it is important that we identify, obtain and retain intellectual property rights. As on the date of this Second Addendum, we have applied

the following trademarks, status of which is as under:

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
1.	Mumbai Chaska (Device) under class 32 Registration No. 4116707		Opposed	Alka Foods Private Limited (Opponent)	i) The Opponent is the true and lawful proprietor of the following trademarks: “Aam Chaska”, “Anar Chaska”, “Chaska”, and “Chaska Bite”. (ii) The trademarks “Aam Chaska” and “Chaska” were in commercial use since December 1, 1995, whereas the trademark “ANAR CHASKA” has been in commercial use since 2004. (iii) The Opponent submitted that the trademark “Mumbai Chaska” (“Impugned Trademark”) was devoid of any distinctive character. Further, the said trademark was deceptively and/ or confusingly similar to its well-known and reputed trademarks i.e., Aam Chaska, Anar Chaska, Chaska and Chaska Bite. The Impugned Trademark is likely to be considered by the public at large as an extension of trademarks of the Opponent.	The Registrar of Trademarks may, upon adjudication, either sustain the opposition and refuse the trademark application or dismiss the opposition and grant registration of the trademark. During the pendency of the opposition, our Company may continue using the trademark unless restricted by an injunction or legal order. However, the Company is voluntarily not using this Trademark.
2.	Indian Chaska – (Device) under class 30 Registration No.: 5292618		Opposed	Alka Foods Private Limited (Opponent)	i) The Opponent is the true and lawful proprietor of the following trademarks: “Aam Chaska”, “Anar Chaska”, “Chaska”, and “Chaska Bite”. ii) The trademarks “Aam Chaska” and “Chaska” were in commercial use since	The Registrar of Trademarks may, upon adjudication, either sustain the opposition and refuse the trademark application or dismiss the opposition and grant registration of the trademark. During the pendency of the opposition, our Company may continue using the

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
					December 1, 1995, whereas the trademark “ANAR CHASKA” has been in commercial use since 2004. (iii) The Opponent submitted that the trademark “Mumbai Chaska” (“Impugned Trademark”) was devoid of any distinctive character. Further, the said trademark was deceptively and/ or confusingly similar to its well-known and reputed trademarks i.e., Aam Chaska, Anar Chaska, Chaska and Chaska Bite. The Impugned Trademark is likely to be considered by the public at large as an extension of trademarks of the Opponent.	trademark unless restricted by an injunction or legal order. However, the Company is voluntarily not using this Trademark.
3.	Patel Retail Limited with Logo.... Trust & Togetherness under class 35 Registration No: 6102469		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: <i>“The objection is raised under S 9(1) (a) of the Trade Marks Act 1999, as the mark is a common surname/ personal name/ ornamental or a non-distinctive geometrical figure and as such it is not capable of distinguishing the services of one person from those of others”.</i>	The Registrar of Trademarks may, upon adjudication, may either dismiss the objection, thereby maintaining the trademark's registration and protection, or sustain the objection, resulting in the trademark's revocation, partial cancellation, or limitation of its scope of protection. During the pendency of the opposition, our Company may continue using the trademark unless restricted by an injunction or legal order.
4.	Blixo Registration No.: 142654		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: <i>“Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued.</i>	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
					However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."	or the applicant's claim to ownership, the Registrar may reject the application in its entirety.
5.	Saniq		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: "Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application or the applicant's claim to ownership, the Registrar may reject the application in its entirety.

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
					for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."	
6.	Tidyflush		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: <i>"Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed.</i> <i>If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."</i>	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application or the applicant's claim to ownership, the Registrar may reject the application in its entirety.
7.	Tidymax		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: <i>"Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file</i>	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application or the applicant's claim to ownership, the Registrar

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
					written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given.”	may reject the application in its entirety.
8.	Washybar		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: “Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application or the applicant’s claim to ownership, the Registrar may reject the application in its entirety.

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
					for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."	
9.	Blue Commando		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: <i>"Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed.</i> <i>If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."</i>	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application or the applicant's claim to ownership, the Registrar may reject the application in its entirety.
10.	Yelo		Objected	Registrar of Trademarks, Mumbai	The text of the objection raised is as under: <i>"Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so</i>	The registration process shall remain in abeyance until such objection is duly addressed and resolved. In an event that the Registrar is not satisfied with as to the merits of the application or the applicant's claim to

Sr. No.	Trademark / Copyright name and Class	Logo	Status	Name of the entity who opposed / objected	Brief Reasons	Implications
					<i>desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed.</i> <i>If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."</i>	ownership, the Registrar may reject the application in its entirety.

For further details, please see “**Our Business**” on page 170 of this Second Addendum. There can be no assurance that our applications will be accepted and that the trademarks will be registered. The registration of intellectual property including trademarks is a time-consuming process and there can be no assurance that any registration applications we may pursue will be successful and that such registration will be granted to us. Our failure to register or protect our intellectual property rights may undermine our brand and hinder the growth of our business. Pending the registration of these trademarks and copyrights, we may have a lesser recourse to initiate legal proceedings to protect our private labels. Further, in the event we are unable to obtain registrations due to opposition by third parties or if any injunctive or other adverse order is issued against us in respect of any of our trademarks and copyrights for which we have applied for registration, we may not be able to avail the legal protection or prevent unauthorised use of such trademarks and copyrights by third parties, which may adversely affect our goodwill and business. Furthermore, there is no assurance that steps taken by us to protect our intellectual property rights will be adequate to stop infringement by others, including imitation and misappropriation of our brand.

10. ***A significant portion of our revenue is concentrated among a limited number of customers in the Non-Retail Business and international markets. The loss of any of our significant customer or failure to fulfil the requirements of our international customers may adversely affect our revenues, results of operations and cash flows.***

We have established long standing mutually beneficial relationships with our customers in the Non-Retail Business. In the Non-Retail Business, our customers primarily are retail outlets, supermarkets, institutional buyers and network of dealers and wholesalers. For the Financial Years ended March 31, 2025, March 31, 2024 and March 31, 2023, our Non- Retail Business revenue from top five (5) and top ten (10) customers are as follows:

Non-Retail Business customers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	₹ (in Lakhs)	% of revenue from operation	₹ (in Lakhs)	% of revenue from operation	₹ (in Lakhs)	% of revenue from operation
Top 1 customer	2,886.22	3.52%	4610.24	5.66%	6128.50	6.02%
Top 5 customers	8,450.77	10.30%	13,038.10	16.01%	21,988.21	21.59%
Top 10 customers	12,862.22	15.67%	19,597.43	24.07%	32,802.58	32.21%

**As certified by the Statutory Auditor of our Company, Kanu Doshi LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.*

Note: (i) Our revenue from the top 10 customers does not exceed 50% of the revenue from operations and therefore, the names of our top 10 customers have not been disclosed. Further, the composition of our top 10 customers varies each year.

(ii) References to 'Customer' are to customers in a particular Fiscal and does not refer to the same customers across all Fiscals.

For further details, please see “**Our Business- Reliance on major Customers**” on page 311 of this Second Addendum.

Additionally, our Company generates major portion of our Non-Retail Business revenue from our customers situated overseas. Our Company has generated ₹ 27,350.98 Lakhs, ₹ 40,651.96 Lakhs and ₹ 66,962.58 Lakhs, respectively, in export revenue (gross of discount, claims and provisions) which comprises 33.33%, 49.93% and 65.74% as on Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, from our revenue from operations.

The top 10 country wise export revenue from sales made to our customers in Non- Retail Business are as set forth below:

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Sr. No.	Country	Fiscal 2025		Country	Fiscal 2024		Country	Fiscal 2023	
		₹ (in Lakhs)	% of Revenue from Operations		₹ (in Lakhs)	% of Revenue from Operations		₹ (in Lakhs)	% of Revenue from Operations
1	Sri Lanka	5,496.60	6.70%	Sri Lanka	12,946.70	15.90%	Sri Lanka	16,976.61	16.67%
2	UK	4,745.24	5.78%	UK	7,813.56	9.60%	UAE	16,156.63	15.86%
3	Canada	4,568.59	5.57%	Saudi Arabia	4,722.20	5.80%	UK	8,201.64	8.05%
4	Saudi Arabia	2,447.55	2.98%	Canada	3,412.61	4.19%	China	4,707.45	4.62%
5	USA	2,239.41	2.73%	UAE	2,515.35	3.09%	Mauritius	2,803.70	2.75%
6	Australia	1,616.52	1.97%	Afghanistan	1,974.58	2.43%	Vietnam	2,706.16	2.66%
7	Qatar	1,321.92	1.61%	USA	1,640.65	2.02%	USA	2,633.53	2.59%
8	New Zealand	799.75	0.97%	Australia	1,089.15	1.34%	Saudi Arabia	2,497.95	2.45%
9	Oman	663.02	0.81%	Thailand	871.97	1.07%	Singapore	1,933.77	1.90%
10	Thailand	606.07	0.74%	Mauritius	751.26	0.92%	Kuwait	1,436.99	1.41%
	Total	24,504.67	29.86%		37,738.03	46.36%		60,054.43	58.96%

Our business is significantly reliant on a limited number of customers and specific geographical regions, which increases the potential volatility of our financial performance. While we have not experienced such challenges in the past, we cannot guarantee maintaining the same levels of business with our top customers, and any adverse market conditions, restructuring, or regulatory changes affecting them could reduce purchases and impact our revenues. Furthermore, our geographical concentration heightens exposure to regional economic downturns, geopolitical events, regulatory shifts, and competitive pressures, which could weaken consumer demand and hinder our ability to sustain or expand sales. Operating in international markets also involves additional risks, including currency fluctuations, political uncertainty, varying compliance requirements, and challenges in managing widespread operations. Despite efforts to mitigate these risks through strong customer relationships and strategic measures, our business, financial condition, and operational results remain susceptible to these factors.

11. ***Our capacity utilization during the disclosed financial period was significantly lower than the installed capacity. Under-utilisation of our manufacturing capacities could have an adverse effect on our business, future prospects, and future financial performance.***

Our capacity utilization levels are dependent on our ability to carry out uninterrupted operations at our Manufacturing Facilities, the availability of raw materials, industry/ market conditions, as well as the product requirements of, and procurement practice followed by, our customers. In the event we face prolonged disruptions at our facilities including due to interruptions in the supply of electricity or as a result of labour unrest, or are unable to procure sufficient raw materials, we would not be able to achieve full capacity utilization of our Manufacturing Facilities, resulting in operational inefficiencies which could have a material adverse effect on our business and financial condition. During the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our overall capacity utilization for Facility 1 were 58.92% 46.70% and 45.23%, respectively, for Facility 2 were 10.49%, 8.16% and 8.53%, respectively, for Facility 3 - Unit I were 13.54%, 25.95% and 29.14%, respectively, for Facility 3 - Unit II were 15.66% , 12.88% and 3.00%, respectively, for Facility 3 – Unit III were 59.76%, 68.68% and 33.62%, respectively, for Facility 3 – Unit IV were 14.05%, 10.11% and 27.90%, respectively and for Facility 3 – F&V Unit were 4.42%, 4.13% and 2.80%, respectively. We have witness reduction in capacity utilization at our Facility 3 - Unit I by 12.41% and Facility 3 – Unit III by 8.92% during Fiscal 2025 primarily on account of limited availability of raw materials in the surrounding markets. For further details, please see “***Our Business- Installed Capacity and Capacity Utilization***” on page 206 of this Second Addendum.

These rates are not indicative of future capacity utilization rates, which is dependent on various factors, including demand for our products, availability of raw materials, our ability to manage our inventory and improve operational efficiency. Under-utilization of our manufacturing capacities over extended periods, or significant under-utilization in the short-term, could materially and adversely impact our business, growth prospects and future financial performance.

12. ***We derive a significant portion of our revenue, particularly Non-Retail Business, from trading in agro-commodities, the procurement and sale of which are heavily dependent on third-party suppliers and subject to government regulations and restrictions. Any adverse change or discontinuation in the policies relating to the procurement, import and export of the agricultural produce, may affect our future results of operations.***

Our Company is engaged in diverse business vertical broadly retail, manufacturing and trading, including bulk trading of agricultural produce such as rice, sugar, pulses, edible oil, etc., wholesale supply of food grains like wheat, peanut, sesame seeds, etc., whole spices like coriander, cumin, ajwain, methi, mustard, fennel, etc. in domestic as well as export markets. Our revenue from Trading vertical was ₹8,317.62 Lakhs, ₹14,116.18 lakhs and ₹43,120.98 lakhs, which constituted 10.13%, 17.34%, and 42.34%, of our revenue from operations for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

Our revenue from bulk trading of agricultural produce for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is detailed herein below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations
Sugar	12.45	0.02%	6,391.60	7.85%	35,113.77	34.47%
Rice	3,135.06	3.82%	308.96	0.38%	3,152.18	3.09%
Others	1,985.64	2.42%	4,166.09	5.12%	1,140.02	1.12%
Total (bulk trading of agricultural produce)	5,133.15	6.25%	10,866.65	13.35%	39,405.97	38.69%
Revenue from operations	82,069.29	100.00%	81,418.83	100.00%	1,01,854.78	100.00%

*As certified by our Statutory Auditor- Kanu Doshi Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.

Further, our revenue from Trading vertical is primarily contributed by our export sales. For instance, we exported 1809 MT of rice during Fiscal 2025, 14,687 MT of sugar during Fiscal 2024 and 75,857 MT of sugar during the Fiscal 2023.

Our presence in the agro commodity trading segment enable us to identify opportunities and enter into trading from one commodity to another in accordance with change in demand or inconsistency in pricing for any commodity during any season. Our management team continuously monitors and undertakes deep research of the current trends and demand of agricultural produce and commodities in the market and accordingly it easily switches over to the agricultural produce or commodity in demand.

For the procurement of agro-commodities, we are heavily dependent on external suppliers with which we do not have any formal long-term arrangements. Further, the availability and prices of such agro-commodities can fluctuate due to factors beyond our control, including, amongst others, world supply and demand, weather, crop yields, trade disputes between governments of key producing and consuming countries and governmental regulation. Global demand for agricultural commodities may be adversely affected in periods of sustained economic downturn, while supply may increase due to good weather patterns or long-term technological developments, all of which are factors beyond our control. While we forecast the demand for the agro-commodities and accordingly plan our procurement volumes for our operations accordingly, any error in our forecast could result in surplus stock, which may not be sold in a timely manner. Further, any decline in the quality of such commodities or delay in delivery of commodities by such parties, may adversely affect our operations.

We have in the past, imported and have exported agricultural produce such as wheat, wheat flour, sugar, rice etc under the guidelines issued from time to time by Director General of Foreign Trade (DGFT). For instance, we have imported Wheat and have correspondingly exported Wheat Flour under the advance authorization scheme of the Government of India. We have 13 licenses issued under Advance Authorization scheme of Government of India (import license) to import, in aggregate of 14,570.19 MT of wheat within 12 months from the date of issuance of import license. Against this import authorization our company have imported 13316.46 MT of wheat as of March 31, 2025 and have a balance authorization to import 485.44 MT of wheat on or before December 6, 2025. Against the wheat imported under the import license, we have an export obligation of around 12,588.81 MT of Wheat Flour within the time specified in the import license. As of June 15, 2025 we have exported 11,521.05 MT of wheat flour against the export obligation of 12,588.81 MT and our outstanding export obligation to be completed by August 12, 2025 is 1,067.76 MT of wheat flour. Except for the forfeiture of fees paid to obtain the import license, no other penalties is levied in case of failure to import as per import license. While we have not defaulted against our export obligation any failure to export would lead to payment of duties against the corresponding import value of wheat. Similarly, during the Fiscal 2022 to Fiscal 2024 we have exported sugar in bulk to Sri Lanka under the export policy / notification issued by the Government of India. However, during the Fiscal 2024 the government of India restricted the export of sugar. While such trading activities have contributed to our revenue from operations the margin from these activities have not significantly contributed to our gross profit margin as detailed in the table herein above.

We cannot assure you that we would continue to be eligible for such incentives, export schemes or any other benefits or that the government would not terminate any such incentive or promotion schemes. Any such change in the government policy, will reduce our revenue from operations, increase our costs, working capital requirements and adversely affect our business, prospects, results of operations and financial condition.”

13. ***If we are unable to continue to offer daily low prices pursuant to our EDLC/ EDLP pricing strategy, we risk losing our distinct advantage and a substantial portion of our customers which will adversely affect our business, financial condition and results of operations. Further, in case of shortages, our suppliers may increase prices of products beyond our control due to which we may lose our competitive advantage.***

One of our key strengths has been our ability to offer our customers value-retailing and daily low prices and consequently greater daily savings. This has been possible in part due to our strong supplier and vendor relationships and our pricing strategies. While we try to reduce our margins in instances of price increase or pass on the increase in price to our customers, there are commercial limitations to this approach and we may not always be able to offer our products at price points which represent value for

money, a key attraction for a majority of our target customer base.

Several of our competitors including e-tailers may offer better promotional prices on select products at a given time period or around festivals, holidays or weekends, then offered by us. While we have managed to grow our customer base in the past, there can be no assurance that our target customer base will not develop a preference for the promotion model and be attracted to promotional deals offered by our competitors.

Moreover, our competitors may have a significant pricing or locational advantage owing to various factors including differing scales of operations and the sizes of their distribution centres. They may also have diversified their presence in more geographical areas and may therefore be in a better position to consolidate their market share.

Our ability to maintain and enhance our competitiveness through our EDLC/ EDLP pricing strategy will have a direct effect on our business, financial condition and results of operations. There can be no assurance that shortages and price hikes will not take place in the future. If we are unable to maintain our pricing competitiveness and are not able to effectively respond to competition from existing retailers and prospective entrants and consequent pricing pressures, it will adversely affect our business, financial condition and results of operations.

14. ***We face foreign exchange risks that could adversely affect our results of operations and cash flows with a significant portion of our revenue (gross), amounting to ₹ 27,350.98 Lakhs, ₹ 40,651.96 Lakhs and ₹66,962.58 Lakhs representing 33.33%, 49.93% and 65.74%, of our revenue from operations for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, is derived from export sales.***

A significant portion of our total revenue from operations is denominated in currencies other than Indian Rupees. For the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our revenue from exports (gross) accounted for ₹ 27,350.98 Lakhs, ₹40,651.96 Lakhs and ₹66,962.58 Lakhs, respectively, representing 33.33%, 49.93%, and 65.74%, respectively, of our revenue from operations. We monitor our exposure to foreign currencies and selectively enter into hedging transactions through our packing credit facility in an attempt to reduce the risks of currency fluctuations. Our Company has not hedged its open foreign currency exposure of ₹ 9,928.83 Lakhs (equivalent to US Dollar 113.95 Lakhs, AUD 2.78 Lakhs, CAD 0.39 Lakhs and GBP 0.06 Lakhs) for the year ended on March 31, 2025. For further details, please see “*Management’s Discussion and Analysis of Financial Condition and Results of Operations*” on page 307 of this Second Addendum. However, these activities are not always sufficient to protect us against incurring potential losses if currencies fluctuate significantly. For instance, we have incurred foreign exchange loss of ₹ (328.62) Lakhs for the FY 2022-23. We cannot assure you that we will not be subject to foreign exchange losses in the future. In addition, the policies of the RBI may also change from time to time, which may limit our ability to effectively hedge our foreign currency exposures and may have an adverse effect on our results of operations and cash flows.

15. ***We do not manufacture some of our products such as papad, ghee, asafoetida (hing) etc. in our own Facilities. We procure them from third party manufacturers. We have limited influence and control over the manufacturing processes and quality control measures implemented by these manufacturers. Further, we may face increased costs if such third-party manufacturers raise their prices. This could result in decreased profit margins and adversely affect our business, results of operations, financial condition and cash flows.***

We purchase (i) home improving products (such as detergents, phenyl, dish wash liquid, mop, plastic bucket etc.); (ii) ready to cook instant mix food items (such as basundi mix, falooda mix etc.), (iii) ghee and papad from third party manufacturers on purchase order basis and sell them under our brands ‘Patel Essentials’, ‘Patel Fresh’ and ‘Indian Chaska’, respectively. Further, we also purchase garments from third party manufacturers on job work basis and also on purchase order basis and sell them under our brand ‘Blue Nation’.

Our revenue from sales of private label products constitutes ₹6,287.44 Lakhs, ₹5,671.13 Lakhs and ₹4,924.49 Lakhs, representing 17.05%, 19.57% and 18.47% of our Retail sales and representing 7.66%, 6.97% and 4.83% of our revenue from operations, during the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

We do not manufacture the aforesaid products in our own Facilities. Any decline in the supply, delivery or quality of such products or rise in costs or charges may adversely affect our operations. We do not have long term arrangements with such suppliers. There can be no assurance that such parties shall continue to do business with us. Further, we have limited influence and control over the manufacturing processes and quality control measures implemented by these manufacturers. In the event that the third-party manufacturers fail to meet these standards, we may face reputational damage and may have to incur the cost of any resultant product recalls or legal claims. Additionally, we may face increased costs if the third-party manufacturers raise their prices or if we need to find alternative manufacturers. This could result in decreased profit margins and adversely affect our business, results of operations, financial condition and cash flows. We are exposed to the risk of these suppliers, third party manufacturers and service providers failing to adhere to the standards set for them by us and statutory and/ or regulatory bodies in respect of factors such as quality, quantum of production, weights and measures and safety standards and non-compliance of relevant rules and regulations, and any consequent action by such statutory and/ or regulatory bodies or otherwise, could adversely affect our business operations, results of operations, cash flows and financial condition, due to reasons such as shortage of supply, product liability claims and product recalls. This may also result in lost confidence on the part of our customers and adversely affect our reputation. Further, any delay or failure on the part of the third-party manufacturers to deliver the products in a timely manner or to meet our quality standards by such third party manufacturers, would result in adverse effect on our business operations, results of operation, cash flows and financial condition.

While there has not been any instance in the last three Fiscals where we experienced any of the aforesaid risks in relation to the third-party manufacturers, we cannot assure you that such instance will not arise in the future.

16. Our Company has availed unsecured borrowings from our Promoters and Directors, which may be recalled by them at any time.

During year ended March 31, 2025, we have availed unsecured borrowings from Dhanji Raghavji Patel (Promoter and Chairman and Managing Director) and Bechar Raghavji Patel (Promoter and Whole-time Director) to the tune of ₹749.23 Lakhs and ₹ Nil, respectively, for the purpose of meeting our working capital. Further, as on March 31, 2025 the outstanding borrowing from Promoters namely, Dhanji Raghavji Patel (Promoter and Chairman and Managing Director) and Bechar Raghavji Patel (Promoter and Whole-time Director) to the tune of ₹ 907.62 Lakhs and ₹ 544.54 Lakhs, respectively. Our Company has in the past repaid part of the unsecured loan received from the Promoters and Directors. However, a portion of such repaid loan was reintroduced into the Company by the said Promoters in a designated bank account maintained by the Company towards the MOFPI project (i.e. Facility 3) as part of the Promoters contribution.

The details of the unsecured loan availed and repaid by our Company from the Promoter Directors are as detailed herein the table below:

(₹ in lakhs)

Name of the Promoter Director	Balance as on April 1	Loan received during the year #	Loan repaid during the year #	Outstanding Balance during year	Term & Condition of loan	Utilization of loan @	Remarks, if any
Fiscal 2025							
Dhanji Raghavji Patel	1,259.34	749.23	1,198.98	907.62	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.*	Working Capital	-
Bechar Raghavji Patel	544.54	-	-	544.54	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.*	Working Capital	-
Hiren Bechar Patel	-	-	-	-	-	-	-
Fiscal 2024							

Name of the Promoter Director	Balance as on April 1	Loan received during the year #	Loan repaid during the year #	Outstanding Balance during year	Term & Condition of loan	Utilization of loan @	Remarks, if any
Dhanji Raghavji Patel	1,735.52	484.51	960.68	1,259.34	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.*	Working Capital	-
Bechar Raghavji Patel	544.54	-	-	544.54	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.*	Working Capital	-
Hiren Bechar Patel	300.00	45.90	351.03	-	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.*	Working Capital	-
Fiscal 2023							
Dhanji Raghavji Patel	2,281.86	1,146.50	1,731.41	1,735.52	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.	Working Capital / Capex	Capex was ₹ 657.13 Lakhs
Bechar Raghavji Patel	-	544.54	-	544.54	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.	Working Capital	-
Hiren Bechar Patel	-	300.00	-	300.00	(i)Loans repayable on demand (ii)Interest rate not exceeding 12% p.a.	Working Capital	-

Note: To an extent of ₹713.63 lakhs for the Fiscal 2022 and ₹651.43 lakhs for the Fiscal 2023 of loan repaid, Dhanji Raghavji Patel has reintroduced the amount into the Company in a designated bank account maintained towards the MOFPI project.

#Does not include interest accrued and paid on unsecured loan.

@ includes repayment of unsecured working capital loan received and repaid by the Company from the Promoter Directors.

**For Fiscal 2025 and Fiscal 2024, the interest was paid at the rate of 8% p.a. and for the Fiscal 2023, the interest was paid at the rate of 12% p.a.*

For further details on related party transactions, terms of loan agreement please see “**Our Management-Interest of our Directors**” and “**Our Promoters and Promoter Group - Interest of our Promoters**” on pages 353 and 368 of the Draft Red Herring Prospectus, respectively, for terms of sanction please see “**Financial Indebtedness**” on page no. 335 of this Second Addendum.

While we have not faced any such instances where unsecured borrowings were recalled/ redeemed by lenders in Fiscal 2025, Fiscal 2024 and Fiscal 2023, except for the repayment from time-to-time there can be no assurance that the lenders will not recall such borrowings or if we will be able to repay loans advanced to us in a timely manner or at all. In the event that any lender seeks a repayment of any such loan, we would need to find alternative sources of financing, which may not be available on commercially reasonable terms, or at all. As a result, if such unsecured loans are recalled at any time, it may adversely affect our business, financial condition and results of operations.

17. ***We have an instance of time and cost overrun as regards setting up of Unit 5 (Facility 3) situated in Kutch, Gujarat. Such delay in time to execute the project may result in denial or reduction of grant-in-aid receivable under the scheme of creation/ expansion of Food Processing & Preservation Capacities of Pradhan Mantri Kisan Sampada Yojana’.***

Our Company received MOFPI approval dated July 9, 2019 (“**Letter**”) for setting up of Unit V for processing of sesame seed at Dudhai, Kutch, Gujarat (“**Project**”) under the ‘*Scheme of Creation/ Expansion of Food Processing & Preservation Capacities of Pradhan Mantri Kisan Sampada Yojana*’. Our Company has received the grant-in-aid ₹ 108.63 Lakhs as against the sanctioned amount of ₹121.80 Lakhs in two (2) installments, primarily due to delay in completion of the projects.

As on May 31, 2025, following is the status of our Unit V (Facility 3):

Unit V is a part of and located inside the Agri-Cluster, the land for the facility has been acquired and is in possession.

- (i) Civil construction of plant is completed.
- (ii) All the plant and machineries have been received on site and installation is done.
- (iii) An amount of ₹618.00 Lakhs has already been incurred on the project out of which ₹152.94 Lakhs was funded by HDFC Bank through Term Loan, ₹51.58 Lakhs was funded by HDFC Bank through Bridge Loan, ₹108.63 was funded from grant received from Ministry of Food Processing Industries (MoFPI) and balance 304.85 Lakhs was funded from internal accruals.

**As certified by Chartered Engineer vide letter dated June 10, 2025.*

18. ***Our Company proposes to utilize a portion of the Net Proceeds to repay/ pre-pay all or certain borrowings availed by our Company, including refinancing of the same. We may not be able to derive the expected benefits of the deployment of the Net Proceeds, in a timely manner, or at all.***

Our Company intends to use a certain portion of the Net Proceeds for repayment/ prepayment of certain borrowings availed, including refinancing of the same, or repayment/ prepayment of any additional facilities obtained by our Company and general corporate purposes, as disclosed in “**Objects of the Offer**” on page 59 of this Second Addendum.

The details of the borrowings identified to be repaid/ pre-paid using the Net Proceeds have been disclosed in “**Objects of the Offer**” on page 59 of this Second Addendum. The repayment/ pre-payment of the identified borrowings is subject to various factors including, commercial considerations, market conditions, cost of borrowings and conditions attached to such borrowings. Further, we would be subject to penal cost on re-payment and/or pre-payment of the identified borrowings. While we believe that utilization of Net Proceeds for repayment/pre-payment of borrowings would help us to reduce our indebtedness and enable the utilization of our internal accruals for further investment in business growth and expansion, the repayment of borrowings will not result in the creation of any tangible assets for our Company.

19. ***Our business is manpower intensive and a high proportion of our total staff comprises of employees on contract. Our business may be adversely affected if we are unable to recruit and retain suitable staff for our operations.***

Our operations are manpower intensive. The success of our operations depends on the availability of and maintaining good relationships with our workforce. Our success also depends on our ability to attract hire, train, and retain skilled personnel. As of May 31, 2025, we had two hundred and twenty-nine (229) permanent employees, and One thousand one hundred and seventy-one (1171) contract workers working in our stores, Manufacturing Facilities, Distribution centre and offices and admin staff. For details, please see “**Our Business- Human Resources**” on page 234 of this Second Addendum. Shortage of skilled personnel or disruptions caused by disagreements with employees could have an adverse effect on our business, results of operations, financial condition and cash flows. Although we have not experienced any labour unrest in the last three Financial Years, there can be no assurance that we will not experience disruptions in work or our operations due to disputes, strikes, work stoppages, work slow-downs or lockouts at our facilities or other problems with our work force, which may adversely affect our ability to continue our business operations. Any labour unrest directed against us, could directly or indirectly prevent or hinder our normal operating activities, and, if not resolved in a

timely manner, could lead to disruptions in our operations.

The table below sets forth details of our employee benefit expense, during the Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Employee benefit expenses (₹ in Lakhs)	3,170.96	2,717.83	2,264.15
Percentage of total expenses (in %)	4.01%	3.45%	2.27%

Set out below are details in respect of attrition experienced by us during the last three FYs i.e., Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
No. of Employees at the beginning of the year	163	162	134
No. of Employees joined during the year	91	35	46
No. of Employees left during the year	39	34	18
No. of Employees at the End of the Year	215	163	162
Attrition rate of our employees	15.35%	17.26%	10.00%

As we expect to continue to expand our operations, we will need to continue to attract and retain experienced management personnel. We could incur additional expenses and need to devote significant time and resources to recruit and train replacement personnel, which could further disrupt our business and growth. Our ability to meet continued success and future business challenges depends on our ability to attract, recruit and train experienced, talented and skilled professionals. The loss of the services of any key personnel or our inability to recruit or train a sufficient number of experienced personnel or our inability to manage the attrition levels in different employee categories may have an adverse effect on our financial results and business prospects. Further, if we are unable to offer qualified personnel adequate compensation or sustain their employee benefits plans, we may be unable to attract or retain our employees and the competition for highly skilled personnel may require us to increase salaries, which increased costs we may be unable to pass on to our clients.

20. ***The Equity Shares have never been publicly traded and after the Offer, the Equity Shares may experience price and volume fluctuations and an active trading market for the Equity Shares may not develop. Further, the Offer Price, market capitalization to revenue from operations multiple, price to revenue from operations ratio and price to earnings ratio based on the Offer Price of our Company, may not be indicative of the market price of the Equity Shares on listing.***

Set forth below are the details of our revenue from operations and profit after tax for the FYs ended March 31, 2025, March 31, 2024 and March 31, 2023:

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24	FY 2022-23
Revenue from operations	82,069.29	81,418.83	101,854.78
Profit after tax	2,527.81	2,253.34	1,637.97

Our market capitalization to revenue from operations for the FY 2024-25 multiple is [●] times at the upper end of the Price Band and [●] times at the lower end of the Price Band, and our price to earnings ratio multiple for the FY 2024-25 is [●] times at the upper end of the Price Band and [●] times at the lower end of the Price Band. The table below provides details of our price to earnings ratio and market capitalization to revenue from operations at Offer Price:

Particulars	Price to earnings ratio*	Market capitalisation to revenue from operations*
FY 2024-25	[●]	[●]

***Note:** To be included in Prospectus.

Prior to the Offer, there has been no public market for the Equity Shares, and an active trading market on the Stock Exchanges may not develop or be sustained after the Offer. Listing and quotation do not guarantee that a market for the Equity Shares will develop, or if developed, the liquidity of such market

for the Equity Shares. The Offer Price of the Equity Shares is proposed to be determined through a book-building process and may not be indicative of the market price of the Equity Shares at the time of commencement of trading of the Equity Shares or at any time thereafter. The market price of the Equity Shares may be subject to significant fluctuations in response to, among other factors, variations in our operating results of our Company, market conditions specific to the industry we operate in, developments relating to India, volatility in securities markets in jurisdictions other than India, variations in the growth rate of financial indicators, variations in revenue or earnings estimates by research publications, and changes in economic, legal and other regulatory factors. In addition to the above, the current market price of securities listed pursuant to certain previous initial public offerings managed by the BRLM is below their respective Offer Prices. For further details, please see “**Other Regulatory and Statutory Disclosures**” on page 433 of the Draft Red Herring Prospectus.

21. ***There have been instances in the past of litigation against us and our Directors due to perceived deficiency in the products we sell, and we may face potential liabilities in the future (in the form of lawsuits or claims from third parties), which may adversely affect our business, results of operations, cash flows and financial condition.***

We believe in providing quality products and due care is taken to mitigate the associated risks which may happen due to factors beyond our control. We may face the risk of legal proceedings and claims being brought against us by our customers on account of sale of any defective product. Further, we could also face liabilities, should our customers face any loss or damage due to any unforeseen incident such as fire, or any accident in our stores. This may result in lawsuits and/ or claims against us, which may materially affect our operations and lead to loss of reputation and business. For instance, Nilesh Sonubal Vishe, Food Safety Officer, Food and Drug Administration, Thane filed two (2) complaints against our Whole-time Director and Promoter- Bechar Raghavji Patel and others before the Court of Judicial Magistrate, First Class, First Court, Kalyan, Thane (“JMFC Kalyan”) alleging that the samples of mukwas were unsafe for consumption, as per the provisions of the Food Safety & Standards Act, 2006, Food Safety & Standards (Food Products Standards and Food Additives) Regulations, 2011 and Food Safety & Standards (Packaging and Labelling) Regulations, 2011). Further, the Inspector of Legal Metrology, Ulhasnagar Division- Shrinivas B. Jadhavkar filed a complaint against Bechar Raghavji Patel, Dhanji Raghavji Patel, Patel, our Company and Bharat Haribhai Patel before the Ambarnath (East) Police Station, alleging violation of certain provisions of the Legal Metrology Act, 2009 and the Legal Metrology (Packaged Commodities) Rules, 2011. For further details, please see “**Outstanding Litigation and Material Developments - Litigation and Material Developments- All criminal proceedings against our Directors**” on page 340 of this Second Addendum.

Although we have not been subject to any material product liability claims, we cannot assure you that we will not be subject to such claims in the future. For instance, based on a legal opinion the amount of penalty for the aforesaid violation is estimated to be around ₹ 20.00 lakhs. Further, even if we successfully defend ourselves against a claim, or successfully claim back compensation from others, we may need to spend a substantial amount of money and time in defending such a claim and in seeking compensation. In any or a combination of these situations, we could suffer losses, which would adversely impact our financial condition, cash flows. Any claims against us initiated by our customers may have an adverse effect on our reputation, brand image and our financial condition.

22. ***Our Company requires significant amount of capital for continued growth. We may require additional equity or debt in the future in order to continue to grow our business, which may not be available on favorable terms or at all. Our inability to secure future loan facilities from new lenders on favorable terms to meet our capital requirements may have an adverse effect on our results of operations.***

Our business is capital intensive, including working capital and requires significant amount of capital. As on May 31, 2025, we have forty-three (43) stores in the central suburban areas of MMR i.e., in the Thane and Raigad districts of Maharashtra. As part of our expansion strategy, we plan to deepen our store network in the western suburban area of the MMR such as Mira Road, Bhayander, Virar, Vasai and also in the municipal region of Pune, Maharashtra following our cluster-focused expansion strategy. Further, we are also engaged in processing of whole spices, grounded spices, peanuts, wheat flour, mango pulp at our Manufacturing Facilities. For further details, please see “**Our Business**” on page 170 of this Second Addendum.

We intend to use a portion of the Net Proceeds of the Fresh Issue for the purposes described in “**Objects of the Offer**” on page 59 of this Second Addendum. The Objects of the Offer are (i) Repayment/prepayment, in full or part, of certain borrowings availed of by our Company; (ii) Funding of working capital requirements of the Company; and (iii) General Corporate Purposes. In addition to the requirement of funds as provided in Objects of the Offer, we may need to obtain additional financing in the normal course of business from time to time, as we expand our operations. We may not be successful in obtaining additional funds in the future from new or existing lenders in a timely manner and/or on favourable terms including rate of interest, primary security cover, collateral security, terms of repayment, or at all. Moreover, certain of our loan documentations contain provisions that limit our ability to incur future debt. If we do not have access to additional capital, we may be required to delay, scale back or abandon some or all of our plans or growth strategies or reduce capital expenditures and the size of our operations. Further, if we decide to raise additional funds through the incurrence of debt, our interest and debt repayment obligations will increase, and could have a significant effect on our profitability and cash flows. Any issuance of equity to raise additional funds, on the other hand, would result in a dilution of the shareholding of existing Shareholders. If we are unable to raise additional funds on favourable terms or at all as and when required, our business, results of operations, financial condition and prospects could be adversely affected.

23. ***Our revenue in the Retail Business is highly concentrated on the sale of food products groceries, cereals, pulses, spices, edible oils, biscuits, chocolates, dairy products etc. and is subject to the unpredictability of changing customer preferences. An inability to anticipate or adapt to changing customer preferences, any sudden fall in the revenues from the said products, reduction in demand of these products or inability to ensure product quality may adversely impact our revenue from operations, business, and growth prospects.***

Our financial performance is significantly dependent on the sale of food products such as groceries, cereals, pulses, spices, edible oils, biscuits, chocolates, dairy products etc., Fiscal 2025, Fiscal 2024, and Fiscal 2023, our revenue from sales of these food products amount to ₹ 26,943.37 Lakhs, ₹ 21,384.99 Lakhs and ₹ 19,630.03 Lakhs representing 73.04%, 73.81% and 73.64% of our revenue from Retail sales, respectively.

There can be no assurance that we will increase our market share in the future for the aforesaid products. Demand for the product depends primarily on our ability to maintain and upgrade the product quality, portfolio or variants and stock keeping units, consumer preferences and market trends. In addition, our Company must successfully compete with our competitors offering similar products. We may not be able to introduce new product that are in faster-growing and more profitable categories. Any of these factors could have a material adverse impact on our financial condition and the results of operations. We cannot assure you that we will be able to maintain historic levels of business from food products, or that we will be able to significantly reduce our dependence on sale of food products. We may also be required to invest in processes to develop upgraded product offerings or packaging.

24. ***There have been delays in submitting regulatory filings with the RoC. We cannot assure you that no legal proceedings or regulatory actions will be initiated against our Company in the future.***

There have delays in filing forms with the RoC. For instance (i) Form PAS-3 for allotment of Equity Shares; (ii) Form MGT-14 for increase in authorised share capital; (iii) Form INC-27 for conversion of private company into public company (iv) Form DIR-12 for resignation of company secretary, were filed by payment of additional fees and Form MSME for period ended March 31, 2024, September 30, 2024 and March 31, 2025 were filed with a delay. Further, there has been an inadvertent error in filing form MGT-14 with the RoC, wherein the date of the board meeting has been inadvertently mentioned as November 8, 2014 instead of October 20, 2014. There can be no assurance that the RoC will not take an adverse view of the irregularity, or that we will not be subject to any penalties by the RoC in this respect. However, our Company in the past has availed the benefit of Company Law Settlement Scheme (CLSS), 2010 for availing immunity from penalty and prosecution under the Companies Act, 1956 in respect of belated documents filed under the scheme and have paid additional fees of ₹1875/- only.

While we endeavour to comply with various applicable legislations in future in this regard, with the expansion of our operations there can be no assurance that such non-compliances will not arise, or that we will be able to implement, and continue to maintain, adequate measures to rectify or mitigate any such non-compliances, in a timely manner or at all. Further, while in the past, we have not been subject

to any penal action on account of the non-compliances, we cannot assure that we would not be subject to penal action in the future for such non-compliance. Any penalty or regulatory action taken against us may adversely impact our cash flows and results of operations.

For more details on delays in filing forms with the RoC, please see “**History and Certain Other Corporate Matter – Details of delay in submission of regulatory filings with RoC**” on page 342 of the Draft Red Herring Prospectus.

25. ***Our Company has filed several applications for the registration of new trademarks and copyrights and seven of the copyright applications have been objected. Any failure to obtain these registrations may adversely affect our business and financial condition.***

As of May 31, 2025, our Company has filed applications for registration of 41 new trademarks and 38 new copyrights, which are currently pending before the relevant authorities. For instance, our trademark application for “Indian Chaska Chaat Masala” bearing application number 6987849 and copyright application for “Indian Chaska Panipuri Masala” bearing application number 143723 are pending. Seven of the copyright applications have been objected by the concerned authorities. For further details, please see “**Our Business**” on page 170 of this Second Addendum.

While our Company has submitted appropriate responses to these objections in accordance with applicable law, there can be no assurance that such objections will be successfully resolved or that the pending applications for registration of trademarks and copyrights will be granted. In the event that we are unable to obtain such registrations, or if any objections or oppositions are upheld, it could adversely affect our ability to protect our intellectual property, prevent infringement by third parties, and consequently impact our business and financial condition.

26. ***Our Company will not receive proceeds from the Offer for Sale.***

The Offer comprises an Offer for Sale aggregating up to 10,02,000 Equity Shares having face value of ₹10 each, aggregating up to ₹ [●] Lakhs by the Promoter Selling Shareholders representing [●]% of the total issue size of ₹ [●] Lakhs. The Promoter Selling Shareholders will receive the entire proceeds from the Offer for Sale (after deducting the applicable Offer Expenses) and our Company will not receive any proceeds of the Offer. The table below sets forth details of the Promoter Selling Shareholders:

Name of the Promoter Selling Shareholder	Number of Equity Shares held by the Promoter Selling Shareholder	Percentage of paid-up Equity Share capital (%)	Number of Equity Shares offered (₹ in Lakhs)
Dhanji Raghavji Patel	1,62,86,528	65.45%	7,68,000 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] Lakhs
Bechar Raghavji Patel	46,72,000	18.78%	2,34,000 Equity Shares of face value of ₹10 aggregating up to ₹ [●] Lakhs

The expenses of the Promoter Selling Shareholders will, at the outset, be borne by our Company and each Promoter Selling Shareholder will proportionately reimburse our Company for such expenses (inclusive of taxes) incurred by our Company on behalf of such Promoter Selling Shareholders, in relation to the Offer in the manner as prescribed under applicable law and in a manner as may be mutually agreed among our Company and the Promoter Selling Shareholders, irrespective of listing of Issuer Company. Further, all offer related expenses to be proportionately borne by the Promoter Selling Shareholders shall be deducted from the proceeds from the Offer for Sale, and subsequently, the balance amount from the Offer for Sale will be paid to the Promoter Selling Shareholders.

27. ***Our business requires significant amount of working capital for continued growth, as our Company is primarily engaged in Retail Business and also engage in manufacturing operations. Major portion***

of our working capital is utilized towards inventory and trade receivables. Our inability to meet our working capital requirements may have an adverse effect on our results of operations.

As on May 31, 2025, our Company had sanctioned facilities aggregating ₹ 21,766.68 Lakhs, including non-fund-based limit and outstanding facilities aggregating ₹ 16,506.62 Lakhs, including non-fund-based limit. The retail industry is working capital intensive and incurs lot of fixed expenditures for operation of stores and maintenance of inventory levels. We intend to continue growing by setting up additional stores. All these factors may result in increase in the quantum of current assets. Further, our business requires significant working capital in connection with our manufacturing operations, including financing our inventory, purchase of raw materials which may be adversely affected by changes in terms of credit and payment. In our manufacturing operations, we have to maintain significant amount of inventory considering the seasonal nature of our raw materials such as chilies, wheat, etc.

Our net working capital requirement for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is ₹ 21,954.06 Lakhs, ₹19,111.15 Lakhs and ₹17,009.46 lakhs, representing 26.75%, 23.47% and 16.70% of our revenue from operations, respectively. The increase in our net working capital is mainly attributed to increase in the number of stores, increase in our manufacturing operations, higher credit period on export sales. The increase in our net working capital has also resulted in increase in our short term borrowing i.e., secured working capital loan from ₹ 14,409.06 Lakhs in Fiscal 2023 to ₹ 15,573.82 Lakhs as Fiscal 2025. Further, we would also follow the strategy to reduce our creditor payment cycle or increase our creditor payment cycle depending upon our liquidity position. Such strategy can have an impact on our net working capital and our cash requirements

While our suppliers usually grant us credit for a limited period, we typically offer credit for a longer period to our customers and further in our retail business, a considerable amount of time passes between purchase of retail inventory and its sale. Delays in payment or reduction of advance payments and/or accelerated payments to suppliers and slow moving of retail inventory, could adversely affect our working capital, lower our cash flows and materially increase the amount of working capital to be funded. We intend to utilise up to ₹ 10,900.02 Lakhs (as part of the Net Proceeds) towards funding our working capital requirements in Fiscal 2026. For further information on the use of Net Proceeds, please see “**Objects of the Offer**” on page 59 of this Second Addendum.

The actual amount of our future capital requirements may differ from estimates as a result of, among other factors, unforeseen delays or seasonal impact on production of agri produce, unanticipated expenses, regulatory changes, economic conditions, technological changes and additional market developments. Further, our ability to arrange financing and the costs of capital of such financing are dependent on numerous factors, including general economic and capital market conditions and the effect of events such as the COVID-19 pandemic, credit availability from banks, investor confidence, the continued success of our operations and other laws that are conducive to our raising capital in this manner. Further, we may also be unable to adequately finance our working capital requirements on account of various factors, including extraneous factors such as delay in disbursements under our financing arrangements, increased interest rates, insurance or other costs, or borrowing and lending restrictions or finance our working capital requirements on commercially acceptable terms or at all, each of which may have a material adverse effect on our business, financial condition, prospects and results of operations. For further information on the working capital facilities currently availed of by us, please see “**Financial Indebtedness**” on page 335 of this Second Addendum.

Continued increase in our working capital requirements may have an adverse effect on our financial condition and results of operations. If we experience insufficient cash flows or are unable to borrow funds on a timely basis, or, at all, to meet our working capital and other requirements, or to pay our debts, it could materially and adversely affect our business and results of operations.

28. *Certain corporate records of firms from which our Promoters have dissociated are not traceable.*

Our Company is unable to trace documents pertaining to strike-off of Prayosha Infratech LLP and Shayona Builders LLP. As per status available on the portal of the Ministry of Corporate Affairs (“MCA”), the status of the LLPs appears as struck off. Despite having conducted an electronic search on the MCA portal, we are unable to retrieve the same. We have relied on the status appearing on the MCA portal for making disclosures in the relevant section. For details, please see “**Our Promoters and**

Promoter Group- Details of companies or firms from which our Promoters have dissociated” on page 370 of the Draft Red Herring Prospectus.

29. ***Our Company may be involved in certain legal and regulatory proceedings. Any adverse decision in such proceedings may have a material adverse effect on our business, results of operations, financial condition and cash flows.***

Our Company, our Promoters and Directors are currently involved in certain legal proceedings, which are pending at different levels of adjudication before various courts, tribunals and other authorities. Such proceedings could divert management’s time and attention and consume financial resources in their defense or prosecution. The amounts claimed in these proceedings have been disclosed to the extent ascertainable and quantifiable.

Name of the entity	Criminal Proceedings	Tax Proceedings *	Statutory or Regulatory Proceedings	Disciplinary actions by SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Amount involved (₹ in Lakhs)
Company						
By our Company	Nil	1	Nil	Not Applicable	Nil	7.53
Against our Company	5	14	Nil ⁽¹⁾	Not Applicable	Nil	1,463.55
Directors (Other than Promoters)						
By our Directors	0	Nil	Nil	Not Applicable	Nil	Nil
Against our Directors	2	Nil	Nil ⁽²⁾	Not Applicable	Nil	2.50
Promoters						
By our Promoters	Nil	11	Nil	Nil	Nil	1,443.33
Against our Promoters	10	18	Nil ⁽³⁾	Nil	1	868.88
KMPs and SMPs (other than Promoters)						
By our KMPs and SMPs	1	Nil	Nil	Nil	Not Applicable	Nil
Against our KMPs and SMPs	Nil	1	Nil	Nil	Not Applicable	4.51
Group Companies						
By our Group Companies	Nil	1	Nil	Nil	Nil	19.08
Against our Group Companies	Nil	2	Nil	Nil	Nil	23.98

Notes:

- ⁽¹⁾ Statutory or Regulatory Proceedings against our Company form part of Criminal Proceedings;
⁽²⁾ Statutory or Regulatory Proceedings against our Directors form part of Criminal Proceedings;
⁽³⁾ Statutory or Regulatory Proceedings against our Promoters form part of Criminal Proceedings.

An adverse outcome / decision in any of the aforesaid proceedings may have an adverse effect on our business, results of operations and future financial performance. There can be no assurance that any of the matters will be settled in favour of our Company, or that no additional liability will arise out of these proceedings. For further details, please see “**Outstanding Litigations and Material Developments**” on page 339 of this Second Addendum.

30. *Our inability to maintain an optimal level of inventory in our stores may impact our operations adversely.*

An optimal level of inventory is important in our Retail Business as it allows us to respond to customer demand effectively and to maintain a full range of products at our stores. As on May 31, 2025 we offer around 38 product categories with over 10,000 product SKUs in our stores. We currently function on a low inventory level model i.e., we typically maintain inventory levels that are sufficient for a few months of operation. For instance, our average inventory turnover ratio (computed by dividing revenue from Retail Business by average inventory, which is an average of opening inventory and closing inventory) was 5.18, 6.30 and 7.39 in the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. The reduction in inventory turnover ratio is primarily on account of increase in the number of stores during Fiscal 2025 and Fiscal 2024. As we increase the number of stores we may witness further reduction in inventory turnover ratio resulting in higher inventory level at our stores. We believe our Distribution Centre and Facility 1 situated at Ambernath, Maharashtra, forms the backbone of our supply chain to support our retail store network which is within a radius of 60 kms, thus optimizing our inventory holding level.

31. *Our insurance coverage may not be sufficient or may not adequately protect us against all material hazards, which may adversely affect our business, results of operations and financial condition.*

Our operations are subject to risks inherent to manufacturing operations such as risk of equipment failure, work accidents, fire, earthquakes, flood and other force majeure events, acts of terrorism and explosions including hazards that may cause injury and loss of life, severe damage to and the destruction of property and equipment and environmental damage. Further, we could face liabilities or otherwise suffer losses should any unforeseen incident such as fire, flood, and accidents affect our stores and distribution centre or in the region where our stores and distribution centre are located.

In order to mitigate the risk of losses from potentially harmful events, our principal types of coverage include the marine cargo annual turnover policy, burglary insurance for our stores, mediclaim insurance for our employees. Further, our coverage includes New India Bharat Laghu Udyam Policy Suraksha Policy which covers building, furniture & fixtures, plant and machinery, stocks for our factories at Ambernath, Maharashtra ("Facility 1"), Dudhai, Gujarat ("Facility 2") and Dudhai, Gujarat ("Facility 3"), stores situated at Maharashtra.

Notwithstanding the fact of the insurance coverage we carry, we may not be fully insured against certain business risks. We cannot assure that any claim under the insurance policies maintained by us, will be honoured fully, in part, or on time. To the extent that we suffer any loss or damage that is not covered or exceeds our insurance coverage, our business, results of operations, financial condition and cash flows could be adversely affected. For further details, please see "**Our Business**" on page 170 of this Second Addendum.

While we believe that we have obtained insurance against losses that are most likely to occur in our line of business, there may be certain losses that may not be covered by the Company. Further, while there has been no past instance of inadequate insurance coverage for any loss, we cannot assure that we will continue to accurately ascertain and maintain adequate insurance for losses that may be incurred in the future. However, there have been instances whereby our Company has been unable to recover our insurance claim to the tune of ₹ 2.39 Lakhs, ₹ 41.15 Lakhs and ₹ 9.19 Lakhs with respect to loss on account of floods during the FY 2024-25, FY 2023-24 and FY 2022-23 respectively and ₹ 0.29 Lakhs with respect to loss on account of theft for the FY 2022-23. Our Company does not maintain D&O and cybercrime insurance. Further, we do not have keyman insurance policy in place.

32. *The strategic location of our stores is one of the means of attracting customers. Any development impairing the success and viability of our stores could adversely affect our business, financial condition, and results of operation.*

Our stores are typically located in densely populated residential areas and neighborhoods, keeping in mind accessibility and potential for future development. Sales are derived, in part, from the volume of footfalls in these locations. We plan to deepen our store network in the western suburban area of the

MMR such as Mira Road, Bhayander, Virar, Vasai and also in the municipal region of Pune, Maharashtra following our cluster-focused expansion strategy. We believe that selection of suitable locations for our stores has been critical to our expansion plans.

Store locations may become unsuitable and our sales volume and customer traffic may be adversely affected by various factors such as, changes in primary occupancy in a particular area from residential to commercial, competition from nearby retailers and unorganised kirana shops, changing customer demographics, fast changing lifestyle of customers, change in choices, taste and preference of customers in a particular market and the popularity of other businesses located near our stores. This could result in material and adverse effect on our business, cash flows, results of operations and financial condition.

33. Certain of our properties are not owned by us, but taken on leave and license basis. Further, our Registered Office is not located on land owned by us and we have only leasehold rights. Our inability to renew the lease agreements and/or leave and license agreements or any adverse impact on the title or ownership rights of our landlords / owners in relation to these premises may impede our operations.

Certain immovable properties of our Company have been leased or licensed from lessors who are related or associated with our Company, its Promoter, Promoter Group, or Key Managerial Personnel. The details of the said properties are as follows:

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Lease / License (Tenure)	Lease Rent	Details of the lessor /licensor	Related Party*
1	Jain Plaza, Office premises 1, 2, 11, 111 and 112, Ambernath (East)- 421501	1320 Sq.ft	May 1, 2023	Retail Store	Leave and License (Tenure - 3 years)	₹15,000 Per Month	Bechar Raghavji Patel	Yes
2	Ground floor, Jainam Residency, Palegaon, Ambernath (East)	3500 sq. ft	January 1, 2019	Retail Store	Leave and License (Tenure – 9 Years -slab of 3 years renewable by mutual consent)	₹1,70,000 Per Month	M/s. KBP Corporation	Yes
3	Gr. Gala No. 3 Opp Jathar Hospital, Ambernath (West)	2965 sq. ft	January 1, 2024	Retail Store	Leave and License (Tenure - 9 Years)	₹ 50,000 Per Month	Patel RPL Realty Private Limited	Yes
4	Jain Plaza, Office premises 3, 4, 10 and 110, Ambernath (East) - 421501	1320 Sq. ft	May 1, 2023	Retail Store	Leave & License (Tenure - 3 years)	₹15,000 Per Month	Dhanji Raghavji Patel	Yes
5	Survey No. 33/ P34, Village Dudhai, Taluka Anjar, Kutch, Gujarat	7. 975 acres	November 1, 2018	Wareho using and Logisti cs	Lease (Tenure- 50 years)	₹10,000 per month	Hiren Bechar Patel	Yes

* All transactions with related parties have been undertaken at arm's length price.

Except for the above properties, all other properties have been taken on leave and license/ lease from third parties. For details, please see “**Our Business- Immovable Properties**” on page 263 of this Second Addendum. Upon expiration of the leave and license/ lease agreements for each of our premises, we will be required to negotiate the terms and conditions. Our leave and license/ lease agreements are renewable on mutually acceptable terms and upon payment of such rent escalations as stated in the agreements. Any delay or non-payment of rent may result in vacation of the property.

Our Registered Office, Distribution Centre and Facility 1 which is located at Plot M-2, Anand Nagar, Additional MIDC, Ambernath (East), Thane- 421506, Maharashtra, was allotted by the Maharashtra Industrial Development Corporation to MGN Properties LLP, vide Deed of Assignment dated December 20, 2012. MGN Properties LLP assigned to us the said premises for residual term of 92.28 years.

Further, our Company has entered into an agreement of commission on sales on business with Stalwart Impex Private Limited and Usha Construction Co. (Partnership Firm through its partner Nitin A. Vador) dated November 10, 2024 for a tenure of 5 (five) years w.e.f. October 1, 2024. Pursuant to the said agreement, our Company has agreed use the property located at Ground Floor, bearing No. 1, E-2 building and Premises No. 2 in E-3 Building in Ushakiran Residency, Village Kharvai, Taluka Ambernath, District Thane, Kulgaon, Badlapur as our Retail Store and pay monthly rent amounting to ₹ 1,50,000 or 3% of the monthly sales at the specific branch, whichever is higher. Pursuant to this agreement, our Company will be subject to variable rental expenses, for the said store, that fluctuate based on the monthly sales performance of the store. As a result, our rental obligations may increase in periods of higher sales, potentially impacting our profitability and cash flows.

Our Company has also taken certain properties in Maharashtra and Gujarat on leave and license for use as godown, rent free residential accommodation for our staff, warehousing and logistics purposes. We cannot assure that we will be able to renew our lease/ leave and license agreements on commercially acceptable terms or at all. If we do not comply with the terms of the leave and license/ lease agreements, it may lead to termination which would have an adverse effect on our business, and results of operations. Further, any adverse impact on the title or ownership rights of the landlords, may force us to vacate such premises and we would be required to make alternative arrangements.

In the event that we are required to vacate our current premises, we could be required to make alternate arrangements for our infrastructure and there can be no assurance that the new arrangements will be on commercially acceptable terms. Apart from the above-mentioned reason, any road widening projects or other infrastructure projects in front of our stores may result in loss of frontage, thereby reducing the appeal of a store to a prospective customer. We cannot predict various infrastructure projects affecting our stores that may exist at any particular time in the future. Further, relocation of any part of our operations may cause disruptions to our business and may require significant expenditure. If we are required to relocate our business operations, we may suffer a disruption in our operations or have to pay increased charges, which could have an adverse effect on our business, results of operations, financial condition and cash flows.

Further, the leave and license agreements for our stores entered into by our Company are not duly registered as per existing laws. The effect could be non-admissibility of the agreement in legal proceedings, and we may not be able to legally enforce to same, except after paying a penalty for inadequate stamping.

Therefore, unless such documents are adequately stamped or duly registered, such documents may be rendered inadmissible as evidence in a court in India or may not be authenticated by any public officer and the same may attract penalty as prescribed under applicable law or may impact our ability to enforce these agreements legally, which may result in an adverse effect on the continuance of our operations and business.

34. *Any inability to comply with food safety laws, environmental laws and other applicable regulations in relation to our manufacturing facilities and stores may adversely affect our business, financial condition and results of operations.*

Our manufacturing operations and stores are subject to a wide range of health, safety, and environmental laws and regulations. Compliance with these laws and regulations is essential to ensure the well-being of our employees, protect the environment, and maintain our business operations. Violations of these laws and regulations can lead to fines, penalties, or litigation, which may have adverse effects on our business, financial condition, and results of operations. For example, we must adhere to the provisions of the Food Safety and Standards Act, 2006 (“**FSS Act**”), which sets scientific standards for food articles and regulates their manufacture, storage, distribution, and sale to ensure safe and wholesome food for human consumption and the provisions of the Insecticides Act, 1968 which regulates the import,

manufacture, sale, transport, distribution and use of insecticides to prevent risk to human beings or animals. Non-compliance with licensing requirements or operating without a license under the FSS Act can result in punishable offenses and fines. To remain compliant with applicable laws and regulations, we may need to modify our operations or make capital improvements in the future. This could involve investing in new equipment or technologies, implementing additional safety measures, or making changes to our manufacturing processes. These modifications may require financial resources and could impact our operational efficiency. In addition to food safety regulations, we are also subject to laws and government regulations related to safety, health, and environmental protection. These include the Environmental Protection Act 1986, the Air (Prevention and Control of Pollution) Act, 1981, the Water (Prevention and Control of Pollution) Act 1974, and other regulations established by the Ministry of Environment and the pollution control board of Gujarat. Compliance with these environmental protection laws and regulations is crucial to minimize the impact of our operations on air and water quality, as well as to protect ecosystems and public health. Failure to comply with these laws could result in penalties, legal actions, or reputational damage.

We recognize the importance of adhering to health, safety, and environmental regulations and strive to maintain a culture of compliance within our organization. We have implemented processes and procedures to ensure ongoing compliance with applicable laws and regulations. Regular monitoring, training, and internal audits are conducted to identify and address any areas of noncompliance. Any non-compliance or failure to adapt to evolving regulatory requirements could have negative consequences on our business operations, financial condition, and results of operations. Except as stated in **“Outstanding Litigation and Material Developments – All criminal proceedings against our directors”** on page 340 of this Second Addendum, there are no other actions taken by regulatory bodies including FSSAI and the Department of Legal Metrology.

35. *Information related to our installed capacities and the historical capacity utilisation of our manufacturing facilities included in this Second Addendum is based on various assumptions and estimates and future production and capacity utilisation may vary.*

Information relating to our installed capacities and the historical capacity utilization of our Manufacturing Facilities included in this Second Addendum is based on various assumptions and estimates by V N Talithaya, Chartered Engineer, as set out in their certificate dated June 10, 2025, including but not limited to those relating to the number of working days in a week, working days in a financial year and the number of shifts per working day. Such assumptions and estimates may not continue to be true and future production and capacity utilisation may vary. Calculation of the installed capacities and historical capacity utilisation of our Manufacturing Facilities by the Independent Chartered Engineer may not have been undertaken on the basis of any standard methodology and may not be comparable to that employed by competitors.

36. *We are subject to risks associated with new geographic locations.*

As on the date of this Second Addendum, our Retail Business operations are situated in Maharashtra (Thane and Raigad District). Our Retail Business has grown steadily over the years, primarily through expansion of our store network from one (1) store in FY 2007-08 to forty-three (43) stores as of May 31, 2025, across seventeen (17) cities/ suburban areas in Thane and Raigad districts of Maharashtra. As part of our expansion strategy, we plan to gradually expand our network in the western suburban area of the MMR such as Mira Road, Bhayander, Vasai, Virar and also in the municipal region of Pune, Maharashtra following our cluster-focused expansion strategy. For further details, please see **“Our Business- Steady footprint expansion using a distinct store acquisition strategy and ownership model”** on page 187 of this Second Addendum.

The concentration of our retail business in the state of Maharashtra subjects us to various risks, including but not limited to:

- a) Regional slowdown;
- b) Interruptions on account of adverse climatic conditions;
- c) Change in laws, policies and regulations of the political and economic environment; and
- d) Our limited brand recognition and reputation in regions other than Maharashtra.

Expansion into new geographic areas will subject us to various challenges, including those relating to our lack of familiarity, presence of our competitors, difficulties in staffing and managing such

operations and the lack of brand recognition and reputation in such areas.

While we strive to geographically diversify our business and reduce our concentration risk, we cannot assure you that developments in Maharashtra will not impact our business. If we are unable to mitigate the concentration risk, we may not be able to develop our business effectively and our business, financial condition and results of operation could be adversely affected.

37. ***Our funding requirements and the proposed deployment of Net Proceeds are based on management estimates and have not been appraised by any bank or financial institution or any other independent agency and may be subject to change based on various factors, some of which may be beyond our control. We have not entered into any definitive agreements to utilise certain portions of the Net Proceeds of the Offer.***

We intend to use a portion of the Net Proceeds of the Fresh Issue for the purposes described in “**Objects of the Offer**” on page 59 of this Second Addendum. The Objects of the Offer are (i) Repayment/prepayment, in full or part, of certain borrowings availed of by our Company; (ii) Funding of working capital requirements of the Company; and (iii) General Corporate Purposes.

Our Company may have to revise its management estimates from time to time on account of various factors, including factors beyond its control such as market conditions, competition, cost of commodities and interest, and consequently its requirements may change. Additionally, various risks and uncertainties, including those set forth in this section, may limit or delay our Company’s efforts to use the Net Proceeds to achieve profitable growth in its business. The planned use of the Net Proceeds is based on current conditions and is subject to changes in external circumstances, costs, other financial conditions or business strategies. However, the deployment of the Net Proceeds will be monitored by a monitoring agency appointed pursuant to the SEBI ICDR Regulations.

In accordance with sections 13(8) and 27 of the Companies Act, we cannot change the utilization of the Net Proceeds or the terms of any contract as disclosed in this Second Addendum without obtaining the Shareholders’ approval through a special resolution. We may not be able to obtain the Shareholders’ approval in a timely manner, or at all, in the event we need to make such changes. Any delay or inability in obtaining such Shareholders’ approval may adversely affect our business or operations. Further, as required under Section 27 of the Companies Act, our Promoters would be required to provide an exit opportunity to the shareholders who do not agree with our proposal to change the objects of the Offer or vary the terms of such contracts, at a price and manner as prescribed by SEBI. The requirement to provide an exit opportunity to such dissenting shareholders may deter our Promoters from agreeing to any changes made to the proposed utilization of the Net Proceeds, even if such change is in our interest. Further, we cannot assure you that our Promoters will have adequate resources to provide an exit opportunity at the price prescribed by SEBI. For further details on exit opportunity to dissenting shareholders, please see “**Objects of the Offer- Variation in Objects**” on page 59 of this Second Addendum. In light of these factors, we may not be able to undertake variation of objects of the Offer to use any unutilized proceeds of the Offer, if any, or vary the terms of any contract referred to in this Second Addendum, even if such variation is in our interest. This may restrict our ability to respond to any change in our business or financial condition by re-deploying the unutilized portion of the Net Proceeds, if any, or varying the terms of any contract, which may adversely affect our business, financial condition, results of operations, cash flows and prospects.

38. ***Our inability to handle risks associated with our export sales could negatively affect our sales to customers in foreign countries, as well as our operations and assets in such countries. Our Company exports its products to various countries including, Sri Lanka, UK, USA, Canada and Middle East. Any adverse changes in economic and political conditions in the countries forming part of this region may have an adverse impact on our business, results of operations, cash flows, and financial condition. Additionally, any adverse fluctuation in foreign exchange rate, unavailability of any fiscal benefits or our inability to comply with related requirements may have an adverse effect on our business and results of operations.***

Our Company exported its products to over 35 countries such as Sri Lanka, UAE, UK, Saudi Arabia etc. during the disclosed financial period. The table below sets forth the details of revenue generated by our Company from domestic sales and export sales during the Fiscal 2025, Fiscal 2024 and Fiscal 2023

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations
Domestic Sales	54095.22	65.91%	40,016.83	49.15%	34,197.36	33.57%
Export Sales	27,226.71	33.18%	40,327.87	49.53%	66,621.44	65.41%
Revenue from sale of products	81,321.93	99.09%	80,344.70	98.68%	100,818.80	98.98%

Any downsizing of the scale of orders in Sri Lanka, UK, USA, Canada and Middle East region or any deterioration of the financial conditions of our customers in such region or any renegotiation of contractual terms may result in a reduction of our scope and the revenue booked against such orders. We do not secure our export sales against any insurance cover. While, in the past we have undertaken sales against sight LC issued by prime lending banks, our export sales for Fiscal 2025 is not secured by LC or similar instruments. Accordingly, our outstanding export receivables of ₹ 9,928.83 lakhs as on the year ended March 31, 2025 is not secured by any banking instruments. Accordingly, we are exposed to credit risk and we cannot assure you that we will be able to collect the whole or any part of any overdue payments. For instance, during the Fiscal 2025 we have written off an amount of ₹ 52.91 Lakhs as bad debts against export receivables.

Further, there are number of factors beyond our control that might result in the loss of a client, including changes in strategic priorities resulting in a reduced level of global operations, leading to reduction in spending on logistics; a demand for price reductions; and market dynamics and financial pressures. Any failure to retain our customers in the Sri Lanka, UK, USA, Canada and Middle East region, expand the size of our business with them, or expand to new clients in new geographies could have an adverse effect on our business, profits and results of operations.

The concentration of our clients in the foreign jurisdiction exposes us to adverse economic or political circumstances in such region, including on account of any on-going economic slowdown and inflationary trends in the countries forming part of the region. Any change in regulatory framework, political unrest, disruption, disturbance, or sustained downturn in the economies of countries forming part of the said region could adversely affect our clients, who could, in turn, terminate their orders or fail to award new orders to us. While in the past, we have been able to secure our receivables from our export to our customers in Sri Lanka during the political crisis in Sri Lanka, the resultant tension and unrest have had a negative impact on our trade. Further, events such as imposition of international sanctions on one or more of the countries in which we operate, changes in taxes, trade policies and treaties could also have an adverse impact on our operations. In order to mitigate the risks relating to our dependency upon certain regions, we intend to enter into additional geographies and service segments. Our failure to respond to such events or diversify our operations in a timely manner, could have an adverse effect on our business, financial condition, and results of operations.

The details of geographies where our Company exports its products and revenue generated from such geographies for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 and their contribution to the total revenue from exports for the said period as per the Restated Financial Statements has been set out below:

Country	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations
Sri Lanka	5,496.60	6.70%	12,946.70	15.90%	16,976.61	16.67%
UAE	176.19	0.21%	2,515.35	3.09%	16,156.63	15.86%
UK	4,745.24	5.78%	7,813.56	9.60%	8,201.64	8.05%
Saudi Arabia	2,447.55	2.98%	4,722.20	5.80%	2,497.95	2.45%
China	145.55	0.18%	128.58	0.16%	4,707.45	4.62%

Country	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations
Canada	4,568.59	5.57%	3,412.61	4.19%	898.94	0.88%
USA	2,239.41	2.73%	1,640.65	2.02%	2,633.53	2.59%
Mauritius	386.87	0.47%	751.26	0.92%	2,803.70	2.75%
Singapore	27.94	0.03%	397.71	0.49%	1,933.77	1.90%
Vietnam	100.28	0.12%	-	-	2,706.16	2.66%
Others	7,016.77	8.55%	6,323.35	7.77%	7,446.19	7.31%
Total*	27,350.98	33.33%	40,651.96	49.93%	66,962.58	65.74%

*gross of discount, claims and provisions

Accordingly, our export sales are subject to risks that are specific to each country and region in which we operate, as well as risks associated with international operations in general and more particularly the risks and uncertainties, of compliance with local laws. If we are unable to comply with such laws, our business, results of operations, financial condition and cash flows could be adversely affected.

39. *Our inability to collect receivables in time or at all, default in payment from our customers and delay in payments to our creditors could result in the reduction of our profits and affect our cash flows.*

Our business relies heavily on the timely collection of trade receivables and the management of trade payables to maintain healthy cash flow and liquidity. The table below sets forth our trade receivables, trade payables and allowance for doubtful debts for the periods as states below:

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Trade receivables turnover ratio = (Revenue/Average Trade Receivable) (Times)	7.42	8.14	10.88
Trade payables turnover ratio = (Purchases of services and other expenses/Average Trade Payables) (Times)	14.68	17.43	26.80

We may witness a decline in the ratio, which may be attributed to various factors, including but not limited to economic downturns, changes in customer payment behavior, increased competition, and supply chain disruptions and may lead to challenges in timely collections and supplier payments, potentially leading to increased bad debts, liquidity constraints, and strain on working capital. Our inability to effectively address and reverse this trend in trade receivables and trade payables turnover ratios could have adverse effects on our financial performance, profitability, and cash flows.

Our operations involve extending credit for extended periods of time to our dealers and certain customers and consequently, we face the risk of the uncertainty regarding the receipt of these outstanding amounts. The average trade receivable turnover day's w.r.t our Company for the last three financial years is around 76 days (excluding Retail Business) with variation of 10 days expected as normal industry practice. As a result of such industry conditions, we have and may continue to have high levels of outstanding receivables. As per Restated Financial Statement for the year ended March 31, 2025, March 31, 2024 and March 31, 2023 our trade receivables were ₹ 12,464.44 Lakhs, ₹ 9,655.62 Lakhs and ₹ 10,359.63 Lakhs which constitute 15.19%, 11.86%, and 10.17% of our revenue from operations, respectively. Further, of the total trade receivable we have provided for expected credit loss allowances of ₹ 279.13 Lakhs, ₹ 390.00 Lakhs and ₹ 390.00 Lakhs and have written off an amount of ₹ 80.87 Lakhs, Nil and Nil for the year ended March 31, 2025, March 31, 2024 and March 31, 2023, respectively.

While we have a long-standing relationship with many of these debtors, we may not be able to effectively manage our credit risk as we enter new avenues and geographies. If our customers delay or default in making these payments, our profits could be adversely affected and it could affect our working capital cycle hence affecting our financial condition.

With respect to trade payable, while we have been regular in making the payment to our vendors and

suppliers on our regular basis the outstanding trade payable in excess of one year stands at ₹ 113.03 Lakhs, ₹ 99.41 Lakhs and ₹ 91.83 Lakhs representing 1.87%, 2.09% and 2.14% of our trade payable for the year ended March 31, 2025, March 31, 2024 and March 31, 2023, respectively.

Further, the trade payable pertaining to MSME vendors stands at ₹ 1,319.67 Lakhs, ₹ 681.34 Lakhs and ₹ Nil Lakhs representing 21.85%, 14.35% and Nil of our trade payable for the year ended March 31, 2025, March 31, 2024 and March 31, 2023, respectively.

While we have a long-standing relationship with many of these creditors, any delay in making payment beyond the normal credit term would result in loss of cash discount including levy of interest for such delay which could adversely affect our profit, working capital cycle and affecting our financial condition.

40. *We have incurred indebtedness and an inability to comply with repayment and other covenants in our financing agreements could adversely affect our business, results of operations, financial condition and cash flows.*

We have entered into agreements with certain banks for working capital facilities. As on May 31, 2025, we had total outstanding fund based borrowings from banks of ₹ 16,428.82 Lakhs. Further, there have been no defaults of the restrictive covenants or events of defaults or re-scheduling/ re-structuring in relation to borrowings availed by our Company from any financial institutions or banks in the last three FYs. As on the date of this Second Addendum, we have received all consents required from our lenders in connection with this Offer.

The said borrowings contain certain restrictive covenants such as (i) not to formulate or enter into any scheme of merger, amalgamation, compromise or reconstruction; (ii) permit any change in the ownership or control of our Company; or (iii) effect any material change in the management or business of our Company without the bank's prior written consent. Further, in terms of security, we are required to create a mortgage or charge over our movable and immovable properties. We may also be required to furnish additional security, if required by our lenders. Additionally, these financing agreements also require us to maintain certain financial ratios such as current ratio, debt service coverage ratio. While we are in compliance with the ratios prescribed as per our financing agreements, we cannot assure you that we will be able to comply with these financial or other covenants at all times or that we will be able to obtain the consent necessary to take actions that we believe are required to operate and grow our business.

Any additional financing that we require to fund our expenditure, if met by way of additional debt financing, may place restrictions on us which may, among other things, limit our ability to pursue our growth plans, require us to dedicate a substantial portion of our cash flow from operations to make payments on our debt, thereby reducing the availability of our cash flow to fund capital expenditures, meet working capital requirements and use for other general corporate purposes, limit our flexibility in planning for, or reacting to changes in our business and our industry, either through the imposition of restrictive financial or operational covenants or otherwise.

41. *Our Promoters and members of our Promoter Group have given personal guarantees for loan facilities obtained by our Company. Any failure or default by our Company to repay such loans in accordance with the terms and conditions of the financing documents could trigger repayment obligations on them.*

Our Promoters and members of our Promoter Group have provided personal guarantees towards loan facilities taken by our Company. The table sets forth the details of guarantees given by our individual Promoters:

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Sr. No.	Guarantee given in favour of	Guarantee amount (₹ in Lakhs)	Reason for the Guarantee	Period of Guarantee	Financial Implication in case of Default	Security available	Obligation on our Company
1	Bank of Baroda	22.50 ⁽¹⁾	Car loan facility	Till all the loan obligations have been repaid in full	Personally liable to the extent of guarantee amount	(i) Hypothecation of vehicle- Tata Harrier XZA Plus DT; (ii) Personal guarantee by Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel	Nil
2	Bank of Baroda	27.65 ⁽²⁾	Car loan facility	Till all the loan obligations have been repaid in full	Personally liable to the extent of guarantee amount	(i) Hypothecation of vehicle- Jeep Compass Limited Plus 4x4 DSL; (ii) Personal guarantees by Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel	Nil
3	Yes Bank Limited	8170.00 ⁽³⁾	Working capital facilities	Till all the loan obligations have been repaid in full	Personally liable to the extent of guarantee amount	(i) 1st Charge Pari Passu by way of Hypothecation on Current Assets and Specific Movable Fixed Assets (except vehicles); (ii) 1st Charge Pari Passu by way of Equitable Mortgage on Industrial Property (Plot No M-2, Udyog Bhawan) located at Plot no M-2, Udyog Bhawan No. 5, Additional Ambernath Industrial Area, Village Jambhivali, Ambernath (East), Thane; (iii) 1st Charge Pari Passu by way of Equitable Mortgage on Property-Commercial (Shop No 1, Vivekanand Arcade) located at Shop No 1, Basement Vivekanand arcade CHS, Ghandhi Chowk, Badlapur (East)- 421503; (iv) 1st Charge Pari Passu by way of Equitable Mortgage on Industrial Property (Plant 1 Dudhai, Kutch Property) located at Survey No. 145/1, Bhuj-Bhachau Highway No. 42, Village Dudhai, Tal Anjar, Kutch- 3701101; (v) 1st Charge Pari Passu by way of Equitable Mortgage on Industrial Property located at Survey No. 170 paiki 2, Situated at village Dudhai, Taluka Anjar, District Kutch.	Nil

						(vi) 1st Charge Pari Passu by way of Equitable Mortgage on Godown, Basement, Sai Arcade, Dombivli East. (vii) 1st Charge Pari Passu by way of Equitable Mortgage on RS No. 425/11 at Dhamdaka Village, Anjar, Kutch. (viii) Personal Guarantee of: 1. Dhanji Raghavji Patel; 2. Bechar Raghavji Patel and 3. Hiren Bechar Patel	
4	HDFC Bank Limited	13,240.03 ⁽⁴⁾	Working capital facilities and term loan	Till all the loan obligations have been repaid in full	Personally liable to the extent of guarantee amount	(i) Security Primary – Plant and Machinery, Stock, Book-debts, Current Assets, Fixed Deposits, Stock for Pledge, Stock for export, Export debtors. (ii) Security Collateral – Properties: (a) Office and Factory, Plot no. M-2., Anand Nagar Ambarnath East, Udyog Bhavan No. 5 MIDC Additional Ambarnath Industrial Area, Opp. Oriental Ltd, 421506, Addl. Ambarnath ind. Area, Maharashtra, India. (b) Commercial Property/ Basement, Vivekanand Arcade, Basement, Plot no. 5, Near Bank of Baroda, Survey no. 35, Hissa no. 2 (part), situated at Revenue Village, Kulgaon Tal., Ambarnath Dist. Thane 421503. (c) Factory/ Survey No. 145/1 Village Dudhai, Anjar Bhachau road, Bhuj-Bhachau Highway (Dudhai Village) Kachchh – 370110, Anjar, Gujarat, India. (d) Industrial Property at Kutch/Survey No 170/2, Bhuj Bhachau Highway, Village: Dudhai, Ta. Anjar-Kachchh, Opp. Sardar Patel High School, 370511, Kachchh, Gujarat.	Nil

						(e) Vacant Land S No 425/11 At Dhamdaka Village Bhuj Bachau Road Vill Dhamadka Tal: Anjar, Dist: Kutchh 370140 Opp Sp High Secondary School, 370110 Kutch (f) Commercial Property Entire Basement Floor, Behind Ganesh Mandir Road, Dombivli East, 421201 Sai Arcade, Ganesh Mandir Road, Navagaon 400610 Behind Ganesh Mandir, Dombivali East - 421201. (iii) Personal Guarantee of: Mr. Dhanji Raghavji Patel; Mrs. Smitaben Dhanji Patel; Mr. Hiren Bechar Patel; Mr. Bechar Raghavji Patel	
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****As certified by our Statutory Auditor- Kanu Doshi Associates LLP, Chartered Accountants pursuant to their certificate dated June 24, 2025.***

Notes:

- (1) This guarantee was issued by Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel, our Promoters.*
- (2) This guarantee was issued by Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel, our Promoters.*
- (3) This guarantee was issued by Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel, our Promoters.*
- (4) This guarantee was issued by Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel, our Promoters and Smita Dhanji Patel, member of our Promoter Group.*

42. Any actual or alleged contamination or deterioration in the quality of our products or our raw materials could result in legal liability, damage to our reputation.

We are subject to various contamination-related risks which typically affects the food industry. These risks include:

- (i) Relatively short-shelf life of certain products;
- (ii) Contamination/ spoilage of raw materials;
- (iii) Product tampering;
- (iv) Product labelling errors;
- (v) Improper storage of our products and raw materials;
- (vi) Adulteration of our products with any substance making it unfit for human consumption;
- (vii) Non-compliance with food safety and quality control standards;
- (viii) Consumer liability product claims and expense;
- (ix) Potential cost and disruption of product recalls.

Any actual or alleged contamination or deterioration of our products (whether deliberate or accidental) could result in legal liability, damage to our reputation and may adversely affect our business prospects and consequently our results of operation and financial performance.

The risk of contamination or deterioration in quality exists at each stage of our operations, from procurement of raw materials from farmers and third-party suppliers, transportation of raw materials to our Manufacturing Facilities, processing of raw materials into final products, storage and delivery to our consumers and distribution of our products to wholesalers or retailers until final consumption by consumers.

We implement measures across sourcing, transportation, manufacturing, packaging and distribution to prevent contamination and ensure product quality. At the procurement stage, we conduct quality checks and source directly from trusted suppliers and farmers to maintain consistency. During transportation and storage, we implement sanitization and fumigation procedures to safeguard raw materials. In processing and manufacturing, we adhere to good manufacturing practices, emphasizing hygiene, sanitation, and cross-contamination prevention, with regular testing at critical control points for contaminants and allergens. For packaging, we use food-grade materials and vacuum sealing. Our storage and distribution systems include segregated zones to avoid cross-contamination and follow First In, First Out (FIFO) inventory method to ensure product freshness and safety. As on date, there have been no instances of contamination or quality deterioration in products manufactured or processed by our Company. However, there can no assurance that contamination of our raw materials or products will not occur during the transportation, production, distribution and sales processes, due to reasons unknown to us or beyond our control. If our products or raw materials are found to be spoilt, contaminated, tampered with, incorrectly labelled or reported to be associated with any such incidents, we may be forced to recall our products from the market and we could be subject to product liability claims, government scrutiny, investigation or intervention, product returns, resulting in increased costs and incur civil or criminal liability. Additionally, we may be subject to liabilities arising out of violations under the provisions of the Food Safety and Standards Act, 2006, applicable rules and regulations. The occurrence of any such event(s) may have a material adverse effect on our business, results of operations, cash flows and financial condition.

43. We are subject to strict quality requirements. Any failure by us to comply with quality requirements / standards may result in cancellation of existing and future orders.

Our business is subject to adherence with quality standards, as per the requirements of the customers and market practice. Any failure by us to achieve or maintain compliance with these requirements or standards may adversely affect our orders from our customers. Our customers may choose our competitors over us if we fail to meet the quality standards, which may in-turn harm our reputation. In case of degradation in quality, we may also become subject to legal proceedings and commercial or contractual disputes. Further, if we incur significant liabilities for which there is no or insufficient insurance coverage; our business, financial condition and results of operations could be adversely affected.

44. *We are dependent on third parties for our transportation needs. Any disruptions may adversely affect our operations, business and financial condition.*

As regards our Retail Business, we have our own fleet of Eighteen (18) trucks as on May 31, 2025, which are utilised to transport the products to our stores from our Distribution Centre. In addition to our transport fleet, we also engage third party logistic solution providers, who provide transportation services on certain specific routes, in order to deliver on time to our stores and our network of retail customers to optimize the transportation costs of our products.

As regards our Non-Retail Business (processing), our success depends on the uninterrupted supply and transportation of various raw materials required in the manufacture of our products and of our products to our customers or intermediate delivery points that are subject to various uncertainties and risks. We transport our raw materials, packing materials and our finished products by road, sea and air. We rely on third- party logistic companies and freight forwarders to deliver our raw materials, packaging materials and finished products. We engage with varied logistics companies on a spot basis based on delivery time, price and quality of services and do not enter into contractual relationships with such logistic companies, which is open-ended, with a stipulated notice period with rate revisions typically depending on the escalation and de-escalation of fuel prices. There may also be delay in delivery of raw materials, packaging materials and products which may also affect our business and results of operation negatively. Our ability to manufacture, transport, and sell our products is critical to our success. Any disputes with our transporters, including disputes regarding pricing or performance, could adversely affect our ability to supply products to our customers on timely basis and could materially and adversely affect our product sales, financial condition, and results of operations. For Fiscal 2025, Fiscal 2024 and Fiscal 2023, the expenses incurred by our Company on clearing and forwarding charges including freight outward and freight inward was ₹ 2217.07 Lakhs, ₹ 2963.81 and ₹ 4877.15 Lakhs comprising of 2.70%, 3.64% and 4.79%, respectively, of the revenue of operations of our Company.

Our operations and profitability are dependent upon availability of transportation and other logistics facilities in a time and cost-efficient manner. Accordingly, our business is vulnerable to increased transportation costs including as a result of increase in fuel costs, transportation strikes, delays, damages or losses of goods in transit and disruption of transportation services because of weather related problems, strikes, lock-outs, accidents, inadequacies in road infrastructure or other events.

Although we have experienced few disruptions in the past during Covid time, any prolonged disruption or unavailability of such facilities in a timely manner could result in delays or non-supply or may require us to look for alternative sources which may be cost inefficient, thereby adversely affecting our operations, profitability, reputation and market position.

Accordingly, any disruption to our third-party transportation services availed by us, due to weather, natural disaster, fire or explosion, terrorism, pandemics, strikes, government action, or other reasons beyond our control or the control of our transporters, could impair our ability to manufacture or sell our products. For instance, during lock-down imposed under the COVID-19 pandemic, our Company encountered challenges in availability of trucks and containers for supply of its products to its customers which resulted in increase of our inventory day for the FY 2020-21. Further, our transport to overseas destinations through Red Sea have witnessed disruptions which has resulted in increase in shipping and insurance costs. Failure to take adequate steps to mitigate the likelihood or potential impact of such events or to effectively manage such events if they occur could adversely affect our business. The occurrence of any of these factors could result in a significant decrease in the sales volume of our products and therefore adversely affect our financial condition, cash flows and results of operations.

45. *Certain of our products are subject to seasonal variations and climatic risks. Lower revenues outside of the festive period or due to adverse climatic conditions of any Financial Year may adversely affect our business, results of operations, financial condition and cash flows.*

Certain of our products are subject to seasonal variations, including the foods and FMCG businesses, primarily due to increased consumption patterns of some products or derivatives in the summer and/or monsoon seasons in India. For example, a major portion of the sales of dry fruits occur between November and January in India; sales of cold beverages increase in the summer months; and a significant share of fresh fruit bunches are harvested in India between May and October. Additionally, climatic risks, including irregular monsoons, extreme weather events, or shifts in seasonal patterns due to climate change, may

disrupt the availability or quality of raw materials, alter consumer behavior, or otherwise affect our ability to meet demand during these periods. As a result, a substantial share of the income we derive from these products is received during these periods. Because of these seasonal fluctuations, our sales and results of operations may vary each quarter, and the sales and results of operations of any given fiscal quarter may not be relied upon as indicators of the sales or results of operations of other fiscal quarters or of our future performance.

46. *Our manufacturing operations may be adversely affected by strikes, work stoppages, or increased wage demands by our employees or those of our suppliers.*

Success of our operations also depends on availability of labour and maintaining cordial relationships with our labour force. As of May 31, 2025, we had two hundred and twenty-nine (229) permanent employees, and One thousand one hundred and seventy-one (1171) contract workers working in our stores, Manufacturing Facilities, Distribution centre and offices and admin staff. As of the date of this Second Addendum, our employees are not members of any organised labour unions. Notwithstanding, strikes and lockouts as a result of disputes with our labour force may adversely affect our operations, which may have an impact on our production levels. While we have not had instance of strikes, lockouts or labour disputes in the past, we cannot assure you that we shall not experience any strikes or lockouts on account of labour disputes in the future. Such events could disrupt our operations and may have a material adverse effect on our business, financial condition and results of operations. In addition, we also may face protests from local citizens at our existing facilities or while setting up new facilities, which may delay or halt our operations.

Although we have not experienced any significant disruptions at any of our manufacturing facilities, stores and Distribution Centre in the past, we cannot assure you that there will not be any disruptions in our operations in the future. Our inability to effectively respond to such events, manage our assets efficiently and resolve any disruptions, in a timely manner and at an acceptable cost, could lead to the slowdown or shutdown of our operations or the under-utilisation of our manufacturing facilities, which in turn may have an adverse effect on our business, financial condition and results of operations.

47. *Our stores and processing facilities require an adequate supply of electricity, other fuel and water. Their shortage or non-availability may be adversely affect our operations.*

Our stores and processing facilities have significant electricity requirements. Any interruption in power supply to our stores and processing facilities may disrupt our operations. Our business, financial condition, results of operations and cash flows may be adversely affected by any disruption of operations. We depend on third parties for all of our power requirements. Further, we have limited options in relation to maintenance of power back-ups such as diesel generator sets and any increase in diesel prices will increase our operating expenses which may adversely impact our business margins. Since we have significant power consumption, any unexpected or significant increase in its tariff can increase the operating cost of our stores, Facilities and Distribution Centre. Our electricity expenses amounted to ₹ 1,031.25 Lakhs, ₹950.21 Lakhs, and ₹550.65 Lakhs, representing 1.26%, 1.17% and 0.54%, respectively, of the revenue of operations of our Company for Fiscal 2025, Fiscal 2024 and Fiscal 2023. We have also entered into a Solar Power Purchase Agreement with Bidprotrade Solutions Private Limited for supply of renewable power by installing roof top solar power plant of 1100 KWp capacity with approximate monthly average generation of 132,000 units at our Agri-cluster, for a period of 25 (twenty-five) years. However, in the markets in which we operate in, there are limited number of electricity providers due to which in case of a price hike we may not be able to find a cost-effective substitute, which may negatively affect our business, financial condition and results of operations.

48. *There are certain instances of delays in payment of statutory dues. Any delay in payment of statutory dues or non-payment of statutory dues in dispute may attract financial penalties from the respective government authorities, which may have an adverse impact on our financial condition and cash flows.*

There have been certain instances on delay in payment of statutory dues in last three Fiscal 2025 Fiscal 2024 and Fiscal 2023, which inter-alia include, goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, which as on the date of this Second Addendum has been deposited with relevant authorities. For instance, please see below instances of delay/ irregularity in payment of provident fund dues, ESIC and GST for the periods indicated:

The following table depicts the delays in filing of GST returns by the Company:

For the year ended	Return Type	Total number of returns filed	Amount involved in delayed cases (₹ in Lakhs)	Delayed filings
Fiscal 2023	GSTR -1	24	344.16	3
Fiscal 2024	GSTR -1	24	-	-
Fiscal 2025	GSTR -1	24	357.27	1
Fiscal 2023	GSTR -3	24	827.30	7
Fiscal 2024	GSTR -3	24	1186.48	10
Fiscal 2025	GSTR -3	24	3323.46	17
Fiscal 2023	GSTR-9	2	-	-
Fiscal 2024	GSTR-9	2	-	-
Fiscal 2025	GSTR-9	2	-	-

The following table depicts the delays in the payment of other statutory dues of PF, ESI, TDS, Professional Tax and Labour Welfare fund by the Company:

Governing laws	Fiscal 2025	Fiscal 2024	Fiscal 2023
Contribution towards Employee Provident Fund (EPF)			
Total number of employees at the end of the period	215	157	162
Number of employees for whom EPF has been Paid	76	48	22
Amount involved in delayed payment cases (₹ in Lakhs)	0.23	5.46	4.24
Number of employees with delayed EPF payments	7	74	44
Contribution towards Employee State Insurance Corporation (ESIC)			
Total number of employees at the end of the period	215	157	162
Number of employees for whom ESIC has been Paid	90	44	19
Amount involved in delayed payment cases (₹ in Lakhs)	-	0.56	0.11
Number of employees with delayed ESIC payments	-	99	38
Professional Tax [PRC]			
Total number of employees at the end of the period	215	157	162
Number of employees for whom Professional tax has been Paid	145	103	122
Amount in lakhs involved in delayed payment cases (₹ in Lakhs)	-	-	-
Number of employees with delayed PRC payments	-	-	-
Professional Tax [PEC]			
Total number of locations for which PEC has been Paid	1	1	1
Amount involved in delayed payment cases (₹ in Lakhs)	-	-	-
Number of employees with delayed PEC payments	-	-	-
Tax Deducted at source (TDS) – Salary			
TDS for total number of employees	50	48	47
Amount involved in delayed payment cases (₹ in Lakhs)	-	-	-

Number of employees with delayed payment cases	-	-	-
Tax Deducted at source (TDS) – Other than Salary			
TDS for other than salary	255.27	233.17	314.88
Amount involved in delayed payment cases (₹ in Lakhs)	-	-	-
Number of cases with delayed TDS payments	-	-	-
Labour Welfare Fund			
Total number of employees at the end of the period	215	157	162
Number of employees for whom Labour Welfare has been Paid	173	134	133
Amount involved in delayed payment cases (₹ in Lakhs)	-	-	-
Number of cases of employees for whom payment is delayed	-	-	-
Tax Collected at Source			
TCS	2.85	2.14	-
Amount involved in delayed payment cases (₹ in Lakhs)	-	-	-
Number of cases of delayed	-	-	-

Note: The amount mentioned above is for the whole period / year and No. of employees mentioned pertains to end of the period / year.

As certified by Agarwal and Gupta, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

Delays in making statutory payments had occurred due to technical issues with the portal on various occasions, administrative difficulties, inadvertent delays and difficulties during the COVID 19 pandemic. While we have not been subject to any penalties by regulatory authorities in the past, there can be no assurance that we would not be subject to such penalties or fines in the future.

There can be no assurance that such delays or non-compliances may not arise in future. This may lead to financial penalties from respective government authorities which may have a material adverse impact on our financial condition and cash flows.

- 49. We appoint contract labour for carrying out our operations (including our stores) and we may be held responsible for payment of wages of such workers, if the independent contractors through whom such workers are hired default on their payment obligations. Such obligations could have an adverse impact on our results of operations, cash flows and financial condition.**

In order to retain flexibility and control costs, we appoint independent contractors who in turn engage onsite contract labourers for performing certain of our ancillary operations, including, assisting in loading and unloading, material handling, operators, maintenance and repairs, unskilled work, housekeeping, salespersons at our stores and security activities. As of May 31, 2025, we had 1005 contract labourers at our stores and at our Distribution Centre and Facility 1, 166 contract labourers at our Facility 2 and at our Agri-cluster, who are not on our payrolls. In Fiscal 2025, Fiscal 2024 and Fiscal 2023, we engaged 575, 648 and 674 contract labourers at our stores, Distribution Centre, and Facility 1, and 187, 119 and 54 contract labourers at Facility 2 and Agri-cluster, respectively, not on our payroll. The number of contract labourers vary from time to time based on the nature and extent of work contracted to independent contractors. Although we do not engage these labourers directly, we may be held responsible for any wage payments to be made to such labourers in the event of default by such independent contractors, including any incorrect disclosure by such independent contractor with respect to the applicability of the provision of the CLRA, as amended. All contract labourers engaged at our facilities are assured minimum wages that are fixed by the state governments from time to time. Any upward revision of wages that may be required by the state government to be paid to such contract labourers, or offer of permanent employment or the unavailability of the required number of contract labourers, may adversely affect the business and future results of our operations.

- 50. Our Company depends on the skills, knowledge and experience of our Promoter, Key Management Personnel and Senior Management for our growth. The loss of their services may have a material**

adverse effect on our business, financial condition, and results of operations.

We primarily depend and benefit from the strategic guidance, knowledge, skills and experience of our Promoters- Dhanji Raghavji Patel (Chairman and Managing Director and Key Managerial Personnel) and Bechar Raghavji Patel (Whole-time Director, and Key Managerial Personnel), who are instrumental in developing business strategies, monitoring its successful implementation and meeting future challenges. Further, complementing his vision, Rahul Dhanji Patel (Chief Executive Officer), Bharat Haribhai Patel (Chief Operating Officer, Key Managerial Personnel) and Mahesh Haribhai Patel (General Manager-Retail, Senior Management) ably assist in conducting our day-to-day operations and execution of strategies. Dhanji Raghavji Patel, Bharat Haribhai Patel and Mahesh Haribhai Patel collectively, have several years of experience in managing our various businesses, which makes our Company dependent on their expertise for our growth and therefore difficult to replace them in the near future. While Dhanji Raghavji Patel, Bharat Haribhai Patel and Mahesh Haribhai Patel do not possess educational qualifications, our Company has been able to use their experience for the growth since inception. For further details, please see ***“Brief Profiles of our Directors (Qualifications and Experience) and Key Managerial Personnel of our Company and Senior Management Personnel of our Company”*** on pages 349 and 364, respectively, of the Draft Red Herring Prospectus. If their involvement in our business reduces in the future, we may be unable to implement our plans as anticipated or maintain administrative control as we currently do, which in turn could adversely affect our business, results of operations, financial condition and prospects. We cannot ascertain whether the lack of required educational qualifications of our Promoters, and SMP forming part of Promoter group have impacted the growth of our business nor can we assure that lack of required education qualifications may impact our potential future growth. However, as a continuous process to improve talent pool, our Company has actively engaged in training of our employees, departmental and internal hiring of high-performing employees. In the event we are unable to attract and retain managerial personnel or our Key Managerial Personnel / Senior Management joins our competitors or venture into competing businesses, our ability to conduct efficient business may be impaired. The loss of services of our Promoter, such Key Managerial Personnel or Senior Management and our inability to retain them may have an adverse effect on our business, results of operations, and financial condition. If their involvement in our business reduces in future, we may be unable to implement our plans as anticipated or maintain administrative control as we currently do.

51. *Certain of our Promoters and Directors have interests in us, other than reimbursement of expenses incurred in the ordinary course of business in their capacity as Directors and normal remuneration or benefits.*

Our Promoters and Directors- Dhanji Raghavji Patel (Chairman and Managing Director) and Bechar Raghavji Patel (Whole-time Director) are interested in our Company to the extent: (i) that they have promoted our Company; (ii) of the Equity Shares held by them in our Company and dividend payable, if any, and other distributions in respect of the Equity Shares held by them or the shareholding of their relatives; (iii) of remuneration and reimbursement of expenses, if any, payable to them; (iv) of unsecured loans provided by them to our Company and interest payable to them on the said loans; (v) rent payable to them as regards use of commercial properties situated at Ambarnath, Maharashtra for our retail stores. Further, our Promoter and Non-Executive Director- Hiren Bechar Patel is interested in our Company to the extent: (i) of Equity Shares held in our Company and dividend payable, if any, and other distributions in respect of the Equity Shares held by him or the shareholding of his relatives; (ii) rent payable to him as regards use of property situated at Anjar, Kutch, Gujarat for warehousing and logistics purposes; and (iii) of remuneration and reimbursement of expenses, if any, payable to him. Please see ***“Our Promoters and Promoter Group- Interest of our Promoters”*** on page 368 of the Draft Red Herring Prospectus and ***“Our Management- Interest of our Directors”*** on page 353 of the Draft Red Herring Prospectus.

52. *Our Promoters and Directors Dhanji Raghavji Patel (Chairman and Managing Director) and Bechar Raghavji Patel (Whole-time Director) and Hiren Bechar Patel (Non-Executive Director) do not possess educational qualifications in the field in which our Company operates.*

Our Promoters and Directors- Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel do not possess educational qualifications in the field in which our Company operates. However, they have been associated with our Company since its inception and have built the business. For further details, please see ***“Our Management- Brief Profile of our Directors”*** on page 349 of the Draft Red Herring Prospectus. Our future success will depend on, among other things, the ability of our Company to evolve with the changing landscape of the business verticals in which we operate.

53. ***Our Promoters will continue to collectively hold majority of the shareholding in our Company, after completion of this Offer.***

As on the date of this Second Addendum, our Promoters collectively hold 89.37% of the Equity Share capital of our Company. For further details of their shareholding pre and post-Offer, please see “***Capital Structure- History of build-up of our Promoters’ shareholding and lock-in of Promoters’ shareholding (including Promoters’ contribution) - Build-up of our Promoters’ equity shareholding in our Company***” on page 103 of the Draft Red Herring Prospectus.

After the completion of the Offer, our Promoters will continue to collectively hold majority of the shareholding of our Company. As a result, our Promoters will continue to exercise significant influence over our business policies and affairs, including being able to control the composition of our Board, the approval of mergers, strategic acquisitions or joint ventures or the sales of substantially all of our assets, and the policies for dividends, investments, lending, capital expenditures and determine matters requiring Shareholders’ approval or approval of our Board. Such concentration of ownership by our Promoters could delay, defer or cause a change of our control or a change in our capital structure, delay, defer or cause a merger, consolidation, takeover or other business combination involving us, discourage or encourage a potential acquirer from making a tender offer or otherwise attempting to obtain control of us. There can be no assurance that our Promoters will act to resolve any conflicts of interest in our favour. Any such conflict may adversely affect our ability to execute our business strategy or operate our business. For further information on interests of our Promoters in the Company, please see “***Our Promoters and Promoter Group- Interests of our Promoters***” and “***Our Management- Interest of our Directors***” on pages 368 and 353, respectively, of the Draft Red Herring Prospectus.

54. ***Our Promoters Dhanji Raghavji Patel, Bechar Raghavji Patel, Key Managerial Personnel Rahul Dhanji Patel, Bharat Haribhai Patel and Senior Management Mahesh Haribhai Patel, by virtue of their positions have the power to influence decisions pertaining to the Company.***

Our Promoters Dhanji Raghavji Patel, Bechar Raghavji Patel, Key Managerial Personnel Rahul Dhanji Patel, Bharat Haribhai Patel and Senior Management Mahesh Haribhai Patel are related to each other. For further details, please see “***Our Management- Relationship between our Directors, Key Managerial Personnel or Senior Management***” on page 350 of the Draft Red Herring Prospectus. Further, they hold Equity Shares in the Company. For further details, please see “***Our Management-Shareholding of our Directors in our Company***” and “***Our Management- Shareholding of our Key Managerial Personnel and Senior Management of our Company***” on page 353 and 365, respectively, of the Draft Red Herring Prospectus.

By virtue of their positions and shareholding in our Company, the said persons have the power to control management and policy decisions in concert, which may or may not be in the interests of our Company. While three (3) Independent Directors have been appointed on our Board to mitigate the said risk, there can be no assurance that the Promoters, Key Managerial Personnel and Senior Management act in the best interests of our Company.

55. ***We benefit from our relationship with one of our Promoters- Dhanji Raghavji Patel and our business and growth prospects may decline if we cannot benefit from this relationship.***

We benefit in many ways from our relationship with one of our Promoters- Dhanji Raghavji Patel on account of his knowledge and experience in the industry in which we operate. For brief profiles of our Promoter, Chairman and Managing Director- Dhanji Raghavji Patel, please see “***Our Management- Brief Profiles of our Directors (Qualifications and Experience)***” on page 349 of the Draft Red Herring Prospectus. Our growth and future success are influenced, in part, by our continued relationship with him. There is no assurance that we will be able to continue to take advantage of the benefits from these relationships in the future. If we lose our relationship with our Promoters for any reason, our business and growth prospects may decline and our financial condition and results of operations may be adversely affected.

56. ***Our ability to pay dividends in the future will depend upon our future earnings, cash flows, working capital requirements and capital expenditures and the terms of the financing agreements.***

The declaration and payment of dividends will be recommended by the Board and approved by the Shareholders, at their discretion, subject to the provisions of the Articles of Association and applicable law, including the Companies Act. Our Company has a formal dividend policy as adopted by our Board pursuant to its resolution dated December 30, 2023. Our Company has paid interim and final dividend of ₹1/- per Equity Share for the Fiscal 2023. For further information, please see “**Dividend Policy**” on page 375 of the Draft Red Herring Prospectus. Our ability to pay dividends in the future will depend on our earnings, financial condition, cash flow, working capital requirements, capital expenditure and restrictive covenants of our financing arrangements. We may retain all future earnings, if any, for use in the operations and expansion of our business. Additionally, our ability to pay dividends may also be restricted by the terms of financing arrangements that we may enter into. For details, please see “**Financial Indebtedness**” on page 335 of this Second Addendum. We cannot assure you that we will be able to pay dividends in the future.

57. Our Company has entered into related party transactions in the past and may continue to do so in future. There can be no assurance that such transactions will not have an adverse effect on our results of operations, and financial condition.

Our Company has entered into related party transactions in the past and may continue to do so in future. There can be no assurance that such transactions will not have an adverse effect on our results of operations, and financial condition. We have in the ordinary course of business, entered into transactions with related parties in the past and are likely to do so in the future. These transactions typically include remuneration to our Executive Directors, Key Managerial Personnel, interest paid to our Directors not exceeding 12% per annum towards unsecured loans provided by them, and rent paid to our Directors for use of premises. For details, please see “**Our Management- Interest of our Directors**” and “**Our Promoters and Promoter Group-Interest of our Promoters**” on pages 353 and 368, respectively, of the Draft Red Herring Prospectus. The related party transactions can be summarized broadly under the category such as remuneration (₹268.82 Lakhs, ₹246.65 Lakhs and ₹179.60 Lakhs), loan taken (₹749.23 Lakhs, ₹530.41 Lakhs and ₹1,991.03 Lakhs), loan repaid (₹ 1198.98 Lakhs, ₹1,311.71 Lakhs and ₹1,731.41 Lakhs), sale of good (₹731.31 Lakhs, ₹181.01 Lakhs and ₹113.01 Lakhs) and purchase of goods (₹16.73 Lakhs, ₹21.06 Lakhs and ₹37.44 Lakhs), rent paid (₹25.60 Lakhs, ₹25.20 Lakhs and ₹25.20 Lakhs), interest on unsecured loan (₹142.78 Lakhs, ₹142.50 Lakhs and ₹153.21 Lakhs), sitting fees (₹2.32 Lakhs, ₹0.72 Lakhs and Nil), reimbursement of expenses (₹7.02 Lakhs, ₹5.15 Lakhs and ₹4.05 Lakhs) for the financial period covered under this Second Addendum i.e., Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. The table below sets forth a summary of our related party transactions for the Fiscal 2025, Fiscal 2024 and Fiscal 2023. The table below sets forth a summary of our related party transactions for the Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Sr. No.	Related parties	Nature of Transactions during the year	2024-25	2023-24	2022-23
(i)	Dhanji Raghavji Patel	Director Remuneration	75.00	75.00	60.00
		Interest on loan	98.30	92.14	107.83
		Rent	1.80	1.80	1.80
		Loan taken	749.23	484.51	1,146.50
		Loan Repaid	1198.98	960.68	1,731.41
(ii)	Bechar Raghavji Patel	Director Remuneration	48.00	40.00	12.00
		Interest on loan	44.75	44.66	45.37
		Rent	1.80	1.80	1.80
		Loan taken	-	-	544.54
		Loan Repaid	-	-	-
(iii)	Hiren Bechar Patel	Director Remuneration	-	8.00	12.00

Sr. No.	Related parties	Nature of Transactions during the year	2024-25	2023-24	2022-23
		Interest on loan	-	5.70	-
		Rent	1.20	1.20	1.20
		Sitting Fees	2.32	0.72	-
		Loan taken	-	45.90	300.00
		Loan Repaid	-	351.03	-
(iv)	Ashwin Shavji Patel	Salary	-	-	6.00
	Patel R Choice (Prop Ashwin Patel)	Purchases	16.73	19.34	
		Sales	-	-	113.10
(v)	Mahesh Haribhai Patel	Salary	30.00	30.00	24.00
(vi)	Bharat Haribhai Patel	Salary	45.00	45.00	36.00
		Reimbursement of Expenses	7.02	5.15	4.05
(vii)	Rahul Dhanji Patel	Salary	30.00	30.00	24.00
(viii)	Shavji Jesha Patel	Salary	-	-	2.00
(ix)	PRPL Garments Private Ltd	Purchase	-	1.72	37.44
(x)	Ananthibhain S Patel	Salary	-	-	3.60
(xi)	Manish Rambabu Agarwal	Salary*	30.00	14.03	-
(xii)	M/s. KBP Corporation (Partnership Firm of Komal Rahul Waghela)	Rent	20.80	20.40	20.40
(xiii)	Deepesh Sanjay Somani	Salary	0.91	4.62	-
(xiv)	Patel Maritime (India) Pvt. Ltd.	Sales	731.31	181.01	-
(xv)	Prasad Khopkar	Salary	9.91	-	-

* Manish Rambabu Agarwal was paid a remuneration of ₹11.17 Lakhs in the capacity of Director – Finance upto October 10, 2023 and a remuneration of ₹14.03 Lakhs in the capacity of Chief Financial Officer.

The related party transactions are on arm's length basis and are in compliance with the Companies Act, 2013, SEBI Listing Regulations, relevant Accounting Standards and other statutory compliances. However, there can be no assurance that we could not have achieved more favourable terms, had such transactions been entered with third parties. Post listing, all related party transactions that we may enter into, will be subject to the approval of the Audit Committee, Board and Shareholders, as applicable, and in compliance with the applicable accounting standards, provisions of the Companies Act and SEBI Listing Regulations (as amended) and other applicable law, in the interest of the Company and minority shareholders. We cannot assure you that our existing agreements and any such future transactions, will be in the interest of our Company and minority shareholders or will not have an adverse effect on our financial condition and results of operations.

58. Failure to comply with export obligation may expose us to significant import duties and other penalties.

Our Company is permitted to import wheat, under the Advance Licensing scheme of the Government of India. As per the terms of the license issued, we are required to complete exports ("Export Obligations") of wheat within one hundred and eighty (180) days from the date of clearance of each import consignment and no extension of such period is allowed. In case of non-fulfilment of Export Obligations, a penalty equal to five times of the CIF value of the imported materials, corresponding to the shortfall of Export Obligations shall be imposed in addition to payment of applicable duty. However, there have been no instances of non-compliance with Export Obligations in the past.

59. Our Company benefits from certain export benefits which are subject to the policies and decisions of the Government. Any adverse change or discontinuation in the policies relating to the benefits availed

by us, may affect our future results of operations.

We have availed benefits under certain export promotion schemes such as Duty Drawback Scheme (“DDS”) and Remission of Duties and Taxes on Exported Products (“RoDTEP”) in relation to our operations which amounted to ₹ 381.39 Lakhs, ₹ 770.36 lakhs and ₹ 908.81 lakhs for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. The DDS and the RoDTEP enable us to claim rebate of all hidden central, state and local duties / taxes / levies on the goods exported which have not been refunded under any other existing scheme.

We cannot assure you that we would continue to be eligible for such incentives, export schemes or any other benefits. New or revised accounting policies or policies related to tax, duties or other such levies promulgated from time to time by the relevant authorities may significantly affect our results of operations. The reduction or termination of our tax incentives and export promotion schemes, or non-compliance with the conditions under which such tax incentives and export promotion schemes are made available, will increase our costs and adversely affect our business, prospects, results of operations and financial condition.

60. *We may not be successful in implementing our business strategies. Our inability to manage our business strategies could have an adverse effect on our business, financial condition, cash flows and profitability.*

The success of our business will depend greatly on our ability to effectively implement our growth strategies. For further details on our strategies, please see “***Our Business- Key Strategies***” on page 196 of this Second Addendum. There can be no assurance that we will be able to successfully execute our strategies, which may adversely affect our business, financial condition, cash flows and results of operations.

We expect our strategies to place significant demands on our management and other resources and require us to continue developing and improving our operational, financial and other internal controls. Our inability to manage our business and strategies could have an adverse effect on our business, financial condition, cash flows and profitability.

61. *The loss of certain independent certification of our products could have an adverse effect on our reputation, results of operations, financial condition and cash flows.*

As on the date of this Second Addendum, we hold valid quality certifications including inter-alia the following: (i) BRCS Food Safety certificate for Factory 1; (ii) Halal Certificate for Factory 1; (iii) Kosher certificate for Factory 1; (iv) Certificate of registration on food management system (ISO 22000:2018) for Facility 1, Facility 2 and Facility 3 (Unit IV). We could lose the certifications for certain of our products if we are not able to adhere to the quality standards and specifications required under such certifications or failure to renew such certifications. The loss of any independent certification may restrict our ability to export our products outside India, which could have an adverse effect on our reputation, results of operations, financial condition and cash flows. If we fail to comply with the requirements for applicable quality standards, or if otherwise unable to obtain or renew such quality certifications in the future, in a timely manner, or at all, our business and prospects will be adversely affected.

62. *Our inability to promptly identify and respond to changing customer preferences or evolving trends may decrease the demand for our products, which may adversely affect our business, results of operations, cash flows.*

Our wide range of product offerings focus on foods, non-food (FMCG), general merchandise and apparel. Our ability to continuously upgrade our product range to address shift in customer preferences, just- in-time inventory availability and changes in demand has helped us to maintain a diversified product portfolio. We have launched packages of various sizes for our products. For example, our powder spices are available in packages of 100 gms to 10 kgs, whereas our blended spices will be available in as small as a pouch that is ₹ 5 sachet, ₹ 10 sachet, 50 grams to 500 grams box packs. The markets for some of our products such as home and personal care and apparel are characterised by frequent changes, particularly customer preferences, new products and product variant introductions. We plan our products based on the forecast of customer buying patterns as well as on forecasted trends and customer preferences. Any mismatch between our forecasts, our planning and the actual purchase by customers can impact us adversely, leading to excess inventory or understocking.

We rely on the continued demand for our products in the markets we are present in. Before we can introduce a new product, we successfully execute a number of steps including successful market research, customer acceptance of our new products, scaling our vendor and infrastructure networks to increase / change the nature of our inventory.

Our continued success depends on our ability to anticipate, gauge and react in a timely and cost-effective manner, to changes in customer tastes for our products, as well as to where and how customers shop for those products. We seek to gain insights on customer preferences or evolving trends by adopting a series of initiative such as meticulously analysing sales data from its retail stores, examining factors such as product performance, sales volume, and regional variations, robust inventory management system which provides information on real time basis, review and understand competitor activities through study of industry specific report, monitor their activities, including their product offerings, pricing strategies, promotional campaigns, in-store customers feedback, customers suggestions, monitoring various social media platforms to gauge customer sentiments and gather insights into trending topics and discussions. We must continuously work to stock and retail new products, maintain and enhance the recognition of our brands, achieve a favourable mix of products, and refine our approach as to how and where we market and sell our products. While we try to introduce new products or variants based on our customer preference analysis, we recognise that customer tastes cannot be predicted with certainty and can change rapidly, and that there is no certainty that these will be commercially viable or effective or accepted by our customers. If we are unable to foresee or respond effectively to the changes in market conditions, there may be a decline in the demand for our products, thereby reducing our market share, which could adversely affect our business and results of operations.

63. *Our operating results could be materially harmed if we are unable to accurately forecast consumer demand for our products or manage our inventory.*

We strive to keep optimum inventory with wholesalers, distributors and dealers to control our costs and working capital requirements. To maintain an optimal inventory, we monitor our inventory levels based on our projections of demand as well as on a real-time basis. Although our Manufacturing Facilities enables us to fulfil large orders in minimal lead time, unavailability of products, due to high demand or inaccurate forecast, may result in loss of sales and adversely affect our customer relationships. We manage our inventory by constantly monitoring and tracking our current inventory levels, while keeping a small portion of reserve stock, based on our forecast for customer demand. Our management analyses historical sales data, examines the trends, patterns and seasonality in customer purchasing behavior, real-time tracking of inventory level using our robust inventory management system, following demand sensing techniques, market analysis, including competition mapping, interaction with our suppliers and wholesalers to ascertain potential future demand and product assortment. For instance, these management analysis techniques help us to predict demand for seasonal products such as gifting hamper for Dipawali, thus minimising our loss on unsold items. If we fail to accurately forecast customer demand, we may experience excess inventory levels or a shortage of products available for sale. Inventory levels in excess of customer demand may result in inventory write-offs and the sale of excess inventory at discounted prices, which may cause our gross margin to suffer and could impair the strength of our brand. On the other hand, in the case we experience shortage of products, we may be unable to meet the demand for our products, and our business and operating results could be adversely affected. Therefore, an inaccurate forecast can also result in an over-supply of products, which may increase inventory costs, negatively impact cash flow, reduce the quality of inventory, shrinkages and ultimately lead to reduction in margins. Further, some of our raw materials can become old and may lose its natural properties. Any of the aforesaid circumstances could have a material adverse effect on our business, results of operations and financial condition. During the Fiscal 2025, Fiscal 2024 and Fiscal 2023 our inventories were ₹ 14,371.97 Lakhs, ₹12,700.16 Lakhs and ₹ 7,667.65 Lakhs, representing 17.51%, 15.60% and 7.53% of our revenue from operations, respectively. Further, if we fail to convert the inventory, we purchase by manufacturing our products, we may be required to write-down our inventory or pay our suppliers without new purchases, or create additional vendor financing, all of which could have an adverse impact on our income and cash flows.

64. *Inability to manage losses due to fraud, employee negligence, theft or similar incidents may have an adverse impact on us.*

Our business and the industry we operate in are vulnerable to the problem of product shrinkage. Shrinkage at our stores or our distribution centres may occur through a combination of shoplifting by customer,

pilferage by employee, damage, obsolescence and expiry and error in documents and transactions that go un-noticed. The retail industry also typically encounters some inventory loss on account of employee theft, shoplifting, vendor fraud, credit card fraud and general administrative error. Our business operations also involve a majority of cash transactions.

An increase in product shrinkage levels at our existing and future stores or our Distribution Centre and Facility 1 may force us to install additional security and surveillance equipment, which will increase our operational costs and may have an adverse impact on our profitability. Further, we cannot assure you whether these measures will successfully prevent product shrinkage. Furthermore, although we have cash management procedures and controls in place, there are inherent risks in cash management including, theft and robbery, employee fraud and the risks involved in transferring cash from our stores to banks. Additionally, in case of losses due to theft, fire, breakage or damage caused by other casualties, there can be no assurance that we will be able to recover from our insurer the full amount of any such loss in a timely manner, or at all. For instance, our Company has been unable to recover insurance claim to the tune of ₹0.29 Lakhs with respect to loss on account of theft for the FY 2022-23. In addition, if we file claims under an insurance policy it could lead to increases in the insurance premiums payable by us or the termination of coverage under the relevant policy.

65. *Our business relies on the performance of our information technology systems. Any interruption or failure to migrate to more advanced systems in the future may have an adverse effect on our business, results of operations, cash flows and financial condition.*

Our information technology system is critical to our business. We have adopted information technology policies to assist us in our operations. We utilize an enterprise resource planning solution, Sanvik (Oracle) and Tallyprime (ERP), which assists us with various functions including customer relationship management, human resources and supply chain management. For details, please see “**Our Business - Information Technology**” on page 237 of this Second Addendum.

Our Company’s information technology systems may not always operate without interruption and may encounter temporary abnormality or become obsolete, which may affect its ability to maintain connectivity with our stores and distribution centre. If we experience an interruption or a reduction in the performance, reliability or availability of our technology architecture from man-made or natural causes, our operations and ability to manage our administrative systems could be adversely impacted. Any technical failures associated with our information technology system, including those caused by power failures, computer viruses and other unauthorized tampering, may affect our operations. We cannot assure that we will be successful in developing, installing, running and migrating to new software systems or systems as required for its overall operations. Even if we are successful in this regard, significant capital expenditures may be required, and it may not be able to benefit from the investment immediately.

We may be subject to cyber-attacks and other cyber-security risks and threats, including computer break-ins, phishing, and social engineering. Cyber-security vulnerabilities may put us at risk for possible losses due to fraud, operational disruptions, or the unintended dissemination of sensitive personal information, proprietary information or confidential information. We may also be subject to liability as a result of any theft, loss, unauthorized disclosure or misuse of confidential, sensitive and/ or personal information stored on our systems, including medical data of our patients. While no such instances have occurred in the past, we cannot assure you that such instances will not occur in the future. The development of our information technology system is generally outsourced to third party suppliers, over which we have limited control. Failure by such third-party suppliers to adequately secure or manage our information and systems, as well as their discontinuation of existing products and services that we rely on, may adversely affect our operations, reputation, results of operations, and business. All of these may have a material adverse impact on our business, results of operations and profitability.

66. *We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our business, 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 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.

67. *Our Group Company PRPL Garments Private Limited has incurred losses in Fiscal 2024, Fiscal 2023 and Fiscal 2022 and Patel Maritime (India) Private Limited has incurred losses in Fiscal 2022.*

Our Group Company, PRPL Garments Private Limited has incurred losses during the Fiscal 2024, Fiscal 2023 and Fiscal 2022. Further, our Group Company, Patel Maritime (India) Private Limited has incurred losses during the Fiscal 2022. For further details, please see “**Our Group Companies**” on page 350 of this Second Addendum. We cannot assure you that our Group Companies will not incur losses in the future, or that such losses will not adversely affect our reputation or our business.

68. *Industry information included in this Second Addendum has been derived from an industry report prepared by Dun & Bradstreet, exclusively commissioned and paid for by us for such purpose.*

This Second Addendum contains information from an industry report titled “Industry Report on Food & Grocery Retailing and Food Processing” (“**D&B Report**”) prepared by Dun & Bradstreet Information Services Private Limited (“**D&B**”), an independent third-party research agency, commissioned and paid for by us, exclusively for the purpose of the Offer, for an agreed fee. Our Company commissioned this report for the purpose of confirming our understanding of the food and grocery retailing and food processing industry in India. D&B has advised that it has taken utmost care to ensure accuracy and objectivity while developing the report based on information available in its proprietary database, and other sources considered by it as accurate and reliable including the information in public domain. The D&B Report also highlights that all forecasts in the report are based on assumptions considered to be reasonable by D&B; however, the actual outcome may be materially affected by changes in the industry and economic circumstances, which could be different from the projections.

There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions vary widely among different industry sources. Further, such assumptions may change based on various factors. There can be no assurance that D&B Report’s assumptions are correct or will not change and, accordingly, our position in the market may differ from that presented in this Second Addendum. Further, the commissioned report is not a recommendation to invest or disinvest in our Company. Prospective Investors are advised not to unduly rely on the commissioned report or extracts thereof as included in this Second Addendum, when making their investment decisions.

The data used in these sources may have been reclassified by us for the purposes of presentation and may also not be comparable. Industry sources and publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but that their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends.

In view of the foregoing, Investors may not be able to seek legal recourse for any losses resulting from undertaking any investment in the Offer pursuant to reliance on the information in this Second Addendum based on, or derived from, the D&B Report. Investors should consult their own advisors and undertake an independent assessment of information in this Second Addendum based on, or derived from, the D&B Report before making any investment decision regarding the Offer. Please see “**Industry Overview**” on page 75 of this Second Addendum. For the disclaimers associated with the D&B Report, please see “**Certain Conventions, Use of Financial Information and Market Data and Currency of Presentation- Industry and Market Data**” on page 20 of the Draft Red Herring Prospectus.

69. *Any adverse revision to our credit rating by rating agencies may adversely affect our ability to raise additional financing and the interest rates and other commercial terms at which such funding is available.*

The cost and availability of capital, amongst other factors, is dependent on our credit ratings. As of April 5, 2024 Acuite has reaffirmed its rating of Acuite BBB for long term bank facility and term loan and have provided Acuite A3+ rating for pre/post shipment credit and bank guarantee to the tune of ₹22,574 Lakhs, availed by our Company. The outlook is stable. Ratings reflect a ratings agency’s opinion of our Company’s financial strength, operating performance, strategic position and our ability to meet our obligations. While our ratings have not been downgraded in the past, any adverse change in credit ratings

assigned to our Company or our borrowing limits in the future may impact our ability to raise additional funds and/ or interest cost at which we borrow additional funds and could have an adverse effect on our business, and results of operations. Certain restrictive covenants may also become applicable as regards our indebtedness, in case of downward revision in ratings.

70. The average cost of acquisition of Equity Shares held by our Promoters and the Selling Shareholders may be less than the Offer Price.

The average cost of acquisition of Equity Shares held by our Promoters Selling Shareholders may be less than the Offer Price. The details of the average cost of acquisition of Equity Shares held by our Promoters Selling Shareholders are set out below:

Name	Number of Equity Shares of face value of ₹10 acquired since inception	Weighted average price of Equity Shares acquired since inception [#] (in ₹)
Promoter Selling Shareholders		
Dhanji Raghavji Patel	1,62,86,528	7.57
Bechar Raghavji Patel	46,72,000	1.56
Promoter		
Hiren Bechar Patel	6,40,000	1.56
Rahul Dhanji Patel	6,40,000	Nil

Notes:

[#] As certified by our Statutory Auditors- Kanu Doshi Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

71. Increase in bank charges for usage of electronic data capture machine may adversely affect our results of operations and financial condition.

Our operations require usage of electronic data capture machine in all our stores for collecting payments from customers which comes at a cost as well as a yearly charge by banks. We also provide unified payments interface based payment options to our customers. Our Company has incurred electronic data capture machine charges of ₹103.87 Lakhs, ₹118.55 Lakhs and ₹121.97 Lakhs constituting 0.13%, 0.15% and 0.12% of total expenses for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Increase in bank charges or charges by wallet service providers in this regard may have an adverse effect on our business, results of operation, cash flows and financial condition, since we may not be able to pass on the cost to our customers.

72. Our Independent Director and certain members of our promoter group have not filed Income Tax Returns ("ITR").

As on the date of this Second Addendum, one of our Independent Director and certain members of our promoter group have not filed ITRs for any financial year. The names of the persons who have not filed ITR are as under:

Sr. No.	Name	Status	Consequences of non-filing of ITR
1	Harshini V Jadhav *	Independent Director	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
2	Jakhibenhari Verat	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
3	Asmita Dhanji Patel	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
4	Arunaben Patel	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
5	Patel Bhartiben Rameshbhai	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
6	Kuvarben Harkhabhai Nor	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.

Sr. No.	Name	Status	Consequences of non-filing of ITR
7	Chaudhari Shantaben Narashibhai	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
8	Patel Shantaben Ratilal	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.
9	Hari Verat	Member of Promoter Group	Nil, as the total taxable income is less than the basic exemption limit under the Income Tax Act, 1961.

**Harshini V Jadhav has filed her ITR Assessment Year 2024-25 on 15th January 2025.*

While there are certain criteria/ thresholds prescribed for filing of tax return by individuals, in the event cognizance is taken by certain authorities as otherwise in relation to the aforesaid individuals, it may result in penal actions against the said persons, which may affect our reputation.

73. *None of our Independent Directors have experience of being a Director of a public limited company.*

Our Independent Directors do not have the experience of being directors/ holding directorships of public listed companies. Accordingly, they have limited exposure as regards managing the affairs of a listed company which inter-alia entails several compliance requirements and scrutiny of affairs by shareholders, regulators and the public at large that is associated with being a listed company.

As a listed company, our Company will be required to adhere strict standards pertaining to accounting, corporate governance and reporting that it did not require as an unlisted company. Our Company will also be subject to the SEBI Listing Regulations, which will require it to file audited annual and unaudited quarterly reports with respect to its business and financial condition. If the Company experiences any delays, we may fail to satisfy the reporting obligations. Further, as a publicly listed company, our Company will need to maintain and improve the effectiveness of our disclosure controls and procedures and internal control over financial reporting, including keeping adequate records of daily transactions. In order to maintain and improve the effectiveness of our Company's disclosure controls and procedures and internal control over financial reporting, significant resources and management attention will be required. As a result, the Board of our Company may have to provide increased attention to such procedures and their attention may be diverted from our business concerns, which may adversely affect our business, prospects, results of operations and financial condition.

74. *We have in this Second Addendum included certain non-GAAP financial measures and certain other industry measures related to our operations and financial performance. These non-GAAP measures and industry measures may vary from any standard methodology that is applicable across the Indian, and therefore may not be comparable with financial or industry related statistical information of similar nomenclature computed and presented by other companies.*

Certain non-GAAP financial measures and certain other industry measures relating to our operations and financial performance have been included in this Second Addendum. We compute and disclose such non-GAAP financial measures and such other industry related statistical information relating to our operations and financial performance as we consider such information to be useful measures of our business and financial performance, and because such measures are frequently used by securities analysts, investors and others to evaluate the operational performance of Food & Grocery Retailing and Food Processing, many of which provide such non-GAAP financial measures and other industry related statistical and operational information. Such supplemental financial and operational information is therefore of limited utility as an analytical tool, and investors are cautioned against considering such information either in isolation or as a substitute for an analysis of our audited financial statements as reported under applicable accounting standards disclosed elsewhere in this Second Addendum.

These non-GAAP financial measures and such other industry related statistical and other information relating to our operations and financial performance may not be computed on the basis of any standard methodology that is applicable across the industry and therefore may not be comparable to financial measures and industry related statistical information of similar nomenclature that may be computed and presented by other companies. For further information, please see "**Management's Discussion and Analysis of Financial Condition and Results of Operations –Non-GAAP Measures**" on page 307 of this Second Addendum.

75. ***We have certain contingent liabilities that have been disclosed in the Restated Financial Information, which if they materialise, may adversely affect our business, results of operations, financial condition and cash flows.***

Our contingent liabilities comprised of disputed tax liability and bank guarantee. While the contingent liabilities in the form of disputed tax liability have since extinguished on account of CIT Appeals order dated June 28, 2024 in the favor of the Company, the outstanding bank guarantee as of Fiscal 2025 is ₹ 67.80 Lakhs. Where the bank guarantee is invoked against the Company, the working capital, financial condition, results of operations may adversely adverse impact on our business. Further, where in any appeal is filed by the tax authorities against the order of CIT Appeals our Company will be subject to contingent liabilities in the form of disputed tax liabilities.

Our contingent liabilities may become actual liabilities and if a significant portion of these liabilities materialise, it could have an adverse effect on our business, financial condition and results of operations. There can be no assurance that we will not incur similar or increased levels of contingent liabilities in the current Fiscal or in the future and that our existing contingent liabilities will not have material adverse effects on our business, financial condition and results of operations. For details regarding our contingent liabilities, see our “***Restated Financial Statements***” on page 273 of this Second Addendum

76. ***The retail market in India in which we operate in, may be affected by a variety of economic events in India, including inflation in India which could have an adverse effect on our profitability and if significant, on our financial condition.***

The retail market in India in which we operate in may be susceptible to economic events such as economic downturns, recessions, heightened inflationary pressures, geopolitical tensions, potential shifts in government policies and intensified competition. Retail inflation rate (as measured by the Consumer Price Index) in India showed notable fluctuations between August 2023 and March 2025. Inflation rates in India have been volatile in recent years, and such volatility may continue. India has experienced high inflation in the recent past, reducing purchasing power and limiting household spending. However, inflationary pressures impacted post-pandemic spending recovery in FY 2023 but the same is expected to bounce back as inflation exhibited some moderation in FY 2024 and support the overall retail industry growth in FY 2024. . In the light of abovementioned factor, India’s retail market overall retail industry is expected to grow to USD 2 trillion by 2033, growing at 5.22% CAGR between 2024-33 (source: D&B report). Increasing inflation in India could cause a rise in the costs of rent, wages, raw materials and other expenses. High fluctuations in inflation rates may make it more difficult for us to accurately estimate or control our costs. Any increase in inflation in India can increase our expenses, which we may not be able to adequately pass on to our clients, whether entirely or in part, and may adversely affect our business and financial condition. Except for the historical trend of inflation, the Company has no reliable data or sources that can predict the inflation trend in the near future. Accordingly, we may not be able to predict with certainty any inflationary pressure that can have an impact on growth of retail industry. If we are unable to increase our revenues sufficiently to offset our increased costs due to inflation, it could have an adverse effect on our business, prospects, financial condition, results of operations and cash flows. Further, the GoI has previously initiated economic measures to combat high inflation rates, and it is unclear whether these measures will remain in effect. There can be no assurance that Indian inflation levels will not worsen in the future.

The occurrence of any or all of the above economic events in the future could affect our growth trajectory and business performance, which in turn may adversely affect our business, results of operations, financial condition and cash flows.

77. ***The Company faces significant competitive pressure from established e-commerce platforms, which may increase their market share and negatively impact the Company's sales, profitability, and market position. If we fail to successfully implement our e-commerce initiative, our business and results of operations could be adversely impacted.***

E-commerce industry has exhibited significant transformation in terms of scope of products/service delivered over the just a click of button. Indian e-Commerce industry has steadily grown riding on a booming internet subscriber base and smartphone users complimented by better connectivity and availability of cheap data services apart from the country’s favourable demographics. Access to large population base particularly having young aspirational population age between 15-34 years, income

growth, rising urbanization and increasing in working women segment, are few of the favourable demographic factors that have propelled the e-commerce industry growth in India. Before covid-19, only 3% of the overall retail sector was related to e-commerce. But its share increased significantly to 9% during 2022 and is likely to accelerate further to 17% by 2030 as most business is embracing digitization to reach out and service their customers. Quick commerce has notably disrupted traditional shopping patterns in urban areas, with e-grocery commanding two-thirds of online grocery orders and contributing USD 6–7 billion in GMV in 2024. The retail brands are putting conscious effort on increasing their online presence and direct sales as customers continue to shop online. The rise of e-commerce and quick commerce has transformed consumer shopping behavior, particularly during periods of economic uncertainty. These digital channels offer convenience, competitive pricing, and a wide array of choices, posing both challenges and opportunities for traditional offline retailers (source: D&B Report).

For the sale of branded products, our Company may tie up with online marketplaces (D2C). However, for the retail store sales our Company will maintain an omni-channel approach of an off-line and on-line model with the introduction of our mobile application. Our revenue from e-tail sale is ₹124.77 Lakhs, ₹ 95.54 Lakhs and ₹ 104.04 Lakhs resulting to 0.15%, 0.12% and 0.10% from revenue from operations, against an order of 7853, 6056 and 5253 for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. The following table represents the e-tail sales as a percentage of total revenue:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations	Amount (₹ in lakhs)	% of revenue from operations
Revenue from operations	82,069.29	100.00%	81,418.83	100.00%	1,01,854.78	100.00%
Revenue from e-tail sales	124.77	0.15%	95.54	0.12%	104.04	0.10%

The Company's ability to compete effectively with e-commerce platforms depends on several factors viz. ability to integrate its online and offline channels to provide a seamless customer experience, investment in technology to improve customer engagement, and optimize its supply chain, pricing competitiveness, etc. To remain competitive, the issuer company may need to invest significantly in digital marketing, search engine optimization (SEO), and online advertising to drive traffic to its e-commerce channels. These increased marketing and advertising expenses could affect our overall cost structure and financial results. Competing effectively in the e-commerce space requires continuous investment in technology infrastructure, cyber-security measures, and logistics capabilities. The issuer company may face significant costs associated with upgrading its technology and enhancing its online platform to keep pace with competitors, which could strain our financial resources and operational capabilities.

Further, e-commerce transactions often involve higher return rates and fulfilment challenges compared to traditional retail. Increased volume of online orders can strain our logistics and returns handling processes, leading to potential customer dissatisfaction and additional operational costs.

SECTION III- INTRODUCTION

OBJECTS OF THE OFFER

The Offer comprises of the Fresh Issue of upto 85,18,000 Equity Shares having face value of ₹10 each, aggregating to ₹ [●] Lakhs by our Company and an Offer for Sale of upto 10,02,000 Equity Shares having face value of ₹10 each aggregating to ₹[●] Lakhs by the Promoter Selling Shareholders.

Offer for Sale

The proceeds of the Offer for Sale shall be received by the Promoter Selling Shareholders. Our Company will not receive any proceeds from the Offer for Sale. Each of the Promoter Selling Shareholders will be entitled to the Offer Proceeds, to the extent of the Equity Shares offered by them in the Offer, net of their respective share of the Offer related expenses and the relevant taxes thereon. For further details of the Offer for Sale, please see “**The Offer**” on page 82 of the Draft Red Herring Prospectus.

Objects of the Offer

Our Company proposes to utilize the Net Proceeds from the Offer towards funding the following objects:

1. Repayment/prepayment, in full or part, of certain borrowings availed of by our Company;
2. Funding of working capital requirements of the Company; and
3. General corporate purposes.

(collectively, referred to herein as the “**Objects**”)

The main objects clause and objects incidental and ancillary to the main objects as set out in the Memorandum of Association enables our Company to undertake (i) existing business activities; (ii) the activities proposed to be funded from the Net Proceeds; and (iii) the activities towards which the loans proposed to be repaid from the Net Proceeds were utilised.

In addition, we expect to achieve the benefits of listing of the Equity Shares on the Stock Exchanges, including enhancing our visibility and our brand image among our existing and potential customers and creation of a public market for our Equity Shares in India.

Net Proceeds

The following table sets forth details of the Net Proceeds:

Particulars	Estimated Amount (₹ in lakhs)
Gross Proceeds from the Offer [#] (A)	[●] ⁽¹⁾
Less: Offer Related Expenses in relation to the Fresh Issue* (B)	[●] ⁽²⁾
Net proceeds from the Fresh Issue after deducting the Offer related expenses to be borne by our Company (“ Net Proceeds ”) (A-B)	[●] ⁽²⁾

*For details with respect to sharing of fees and expenses amongst our Company and the Promoter Selling Shareholders, please refer to the heading “**Objects of the Offer -Offer Related Expenses**” on page 71.

[#]Subject to finalisation of Basis of Allotment

Note:

⁽¹⁾ A Pre-IPO Placement was undertaken by our Company on November 27, 2024, in consultation with the BRLM, of 500,000 Equity Shares having face value of ₹10 each at a price of ₹300 per share, aggregating to ₹1500.00 lakhs. The Pre – IPO Placement was at a price decided by our Company in consultation with the BRLM and was completed prior to filing of the Red Herring Prospectus. The Equity Shares issued pursuant to the Pre-IPO Placement were reduced from the Fresh Issue, subject to the Offer complying with Rule 19(2)(b) of the SCRR and accordingly the revised Fresh Issue size is upto 85,18,000 Equity Shares having face value of ₹10 each. The Pre – IPO Placement, has not exceeded 20% of the Fresh Issue. Our Company has appropriately intimated the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO

- (2) Placement will be appropriately made in the relevant sections of the Red Herring Prospectus and Prospectus.
To be determined after finalisation of the Offer Price and updated in the Prospectus prior to filing of the RoC.

Utilisation of Net Proceeds

The following table sets forth details of the proposed utilisation of the Net Proceeds:

Particulars	Estimated Amount from Net Proceeds and the Pre-IPO Placement (₹ in Lakhs) [#]	Amount Utilized by the Company from the Pre-IPO Placement (₹ in Lakhs) [§]
Repayment/prepayment, in full or part, of certain borrowings availed of by our Company	5,900.00	Nil
Funding of working capital requirements of the Company	11,500.00	599.98
General corporate purposes ^{*#@}	[●]	319.63
Net Proceeds	[●]	[●]

^{*}To be finalised upon determination of Offer Price and updated in the Prospectus prior to filing with the RoC. The amount to be utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds. Subject to finalisation of Basis of Allotment

[#]A Pre-IPO Placement was undertaken by our Company on November 27, 2024, in consultation with the BRLM, of 500,000 Equity Shares having face value of ₹10 each at a price of ₹300 per share, aggregating to ₹1500.00 lakhs. The Pre – IPO Placement was at a price decided by our Company in consultation with the BRLM and was completed prior to filing of the Red Herring Prospectus. The Equity Shares issued pursuant to the Pre-IPO Placement were reduced from the Fresh Issue, subject to the Offer complying with Rule 19(2)(b) of the SCRR and accordingly the revised Fresh Issue size is upto 85,18,000 Equity Shares having face value of ₹10 each. The Pre – IPO Placement, has not exceeded 20% of the Fresh Issue. Our Company has appropriately intimated the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement will be appropriately made in the relevant sections of the Red Herring Prospectus Prospectus.

[@] The balance proceeds from the Pre-IPO Placement (excluding the expenses for the Pre-IPO Placement) aggregate to ₹580.39 Lakhs shall be utilized towards general corporate purposes.

[§] As certified by our Statutory Auditors – Kanu Doshi Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

Proposed schedule of implementation and deployment of Net Proceeds

We propose to deploy the Net Proceeds towards the Objects in accordance with the estimated schedule of implementation and deployment of funds as set forth in the table below:

(₹ in Lakhs)

Particulars	Amount to be funded from Net Proceeds [^]	Amount Utilized by the Company from the Pre-IPO Placement [^]	Estimated amount to be deployed from the Net Proceeds in Fiscal 2026
Repayment/prepayment, in full or part, of certain borrowings availed of by our Company	5900.00	Nil	5900.00
Funding of working capital requirements of the Company	11,500	599.98 [§]	10,900.02
General corporate purposes ^{(1)^@}	[●]	319.63	[●]
Net Proceeds ⁽¹⁾	[●]	[●]	[●]

⁽¹⁾To be finalised upon determination of Offer Price and updated in the Prospectus prior to filing with the RoC. The amount utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds.

[^] A Pre-IPO Placement was undertaken by our Company on November 27, 2024, in consultation with the BRLM, of 500,000

Equity Shares having face value of ₹10 each at a price of ₹300 per share, aggregating to ₹1500.00 lakhs. The Pre – IPO Placement was at a price decided by our Company in consultation with the BRLM and was completed prior to filing of the Red Herring Prospectus. The Equity Shares issued pursuant to the Pre-IPO Placement were reduced from the Fresh Issue, subject to the Offer complying with Rule 19(2)(b) of the SCRR and accordingly the revised Fresh Issue size is upto 85,18,000 Equity Shares having face value of ₹10 each. The Pre – IPO Placement, has not exceeded 20% of the Fresh Issue. Our Company has appropriately intimated the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement will be appropriately made in the relevant sections of the Red Herring Prospectus and Prospectus.

@ The balance proceeds from the Pre-IPO Placement (excluding the expenses for the Pre-IPO Placement) aggregate to ₹580.39 Lakhs shall be utilized towards general corporate purposes.

§ As certified by our Statutory Auditors – Kanu Doshi Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

The fund requirements, proposed deployment of funds and the intended use of the Net Proceeds set out above is based on our current business plan, internal management estimates, prevailing market conditions and other commercial considerations. However, these fund requirements and proposed deployment of Net Proceeds have not been appraised by any external/independent agency or any bank or financial institution. We may have to revise our funding requirement on account of various factors, such as financial and market conditions, interest rate fluctuations, access to capital, competitive landscape and other external factor such as changes in the business environment or regulatory climate, which may not be within the control of our management. This may also entail rescheduling of the proposed deployment of the Net Proceeds at the discretion of our management and shall be considered as variation in the object of the Offer, which would be subject to compliance with applicable laws. Further, in the event, the Net Proceeds are not utilized (in full or in part) for the objects of the Offer during the period stated above due to any reason, including (i) the timing of completion of the Offer; (ii) market conditions outside the control of our Company; and (iii) any other economic, business and commercial considerations, the remaining Net Proceeds shall be utilized in subsequent periods as may be determined by our Company subject to compliance with applicable laws including seeking necessary approvals. Further, such factors could also require us to advance the utilisation before the scheduled deployment as disclosed above. Please see **Risk Factors-“Our funding requirements and the proposed deployment of Net Proceeds are based on management estimates and have not been appraised by any bank or financial institution or any other independent agency and may be subject to change based on various factors, some of which may be beyond our control. We have not entered into any definitive agreements to utilise certain portions of the Net Proceeds of the Offer.”** on page 35.

Subject to compliance with applicable laws, if the actual utilisation towards the Objects, as set out above, is lower than the proposed deployment, such balance will be used towards general corporate purposes, provided that the total amount to be utilised towards general corporate purposes will not exceed 25% of the Gross Proceeds, in accordance with the SEBI ICDR Regulations. In case of a shortfall in raising requisite capital from the Net Proceeds towards meeting the Objects of the Offer, we may explore a range of options including utilising our internal accruals or undertaking any additional debt arrangements. We believe that such alternate arrangements would be available to fund any such shortfalls.

Our Company proposes to deploy the entire Net Proceeds towards the Objects in the manner as specified and as per the schedule provided in the table above. In the event that the estimated utilization is not completed as per the aforementioned schedule, due to the reasons stated above, such funds shall be utilised in the next Fiscals, as may be determined by our Company, in accordance with applicable law. Depending upon such factors, we may have to reduce or extend the utilisation period for any of the stated Objects beyond the estimated time period, at the discretion of our management, in accordance with applicable law. Further, such factors could also require us to advance the utilisation before the scheduled deployment as disclosed above towards any particular or all Objects. Any such change in our plans may require rescheduling of our expenditure programs and increasing or decreasing expenditure for a particular object vis-à-vis the utilization of Net Proceeds. In case of variations in the actual utilization of funds earmarked for the purposes set forth above, increased fund requirements for a particular purpose may be financed by our internal accruals, additional equity and/or debt arrangements, as required. Subject to compliance with applicable laws, if the actual utilisation towards any of the Objects, including offer related expenses is lower than the proposed deployment such balance will be used for funding other existing Objects, if necessary and/or towards general corporate purposes to the extent that the total amount to be utilised towards general corporate purposes will not exceed 25% of the Gross Proceeds in accordance with the SEBI ICDR Regulations.

DETAILS OF THE OBJECTS OF THE OFFER

1. Repayment/ prepayment, in full or part, of certain borrowings availed of by our Company

Our Company has entered into various financing arrangements with banks and other lenders, which include term loans and working capital facilities, including fund based and non-fund based borrowings. For details of our Company's outstanding financial indebtedness, please see "**Financial Indebtedness**" on page 335

As on May 31, 2025, our Company had sanctioned facilities aggregating ₹ 21,766.68 Lakhs, including non-fund based limit and outstanding facilities aggregating ₹ 16,506.62 Lakhs, including non-fund based limit. Our Company proposes to utilise an estimated amount of ₹ 5,900 lakhs from the Net Proceeds towards full or partial repayment or pre-payment of certain borrowings availed by our Company. Given the nature of these borrowings and the terms of repayment or pre-payment, the aggregate outstanding amounts under these borrowings may vary from time to time and our Company may, in accordance with the relevant repayment schedule, repay or refinance some of their existing borrowings or avail of additional credit facilities. If at the time of the Prospectus, any of the below-mentioned loans are repaid in part or full or refinanced or if any additional credit facilities are availed or drawn down or if the limits under the working capital borrowings are increased, then our Company may utilise the Net Proceeds for part or full pre-payment / repayment of any such refinanced facilities or repayment of any additional facilities obtained by our Company and details of such borrowings will be included in the Prospectus. However, the aggregate amount to be utilised from the Net Proceeds towards repayment or pre-payment of certain of our borrowings (including refinanced or additional facilities availed, if any), in part or full, would not exceed ₹ 5,900.00 Lakhs. We believe that such repayment/ pre-payment will help reduce our Company's outstanding indebtedness and debt servicing costs and enable utilisation of our Company's internal accruals for further investment in our Company's business growth and expansion. Additionally, our Company believes that the leverage capacity of our Company will improve its ability to raise further resources in the future to fund potential business development opportunities and plans to grow and expand our business.

The selection of borrowings proposed to be repaid/ prepaid out of the borrowings provided below, shall be based on various factors including (i) cost of the borrowings to our Company, including applicable interest rates, (ii) any conditions attached to the borrowings restricting our Company's ability to prepay the borrowings and time taken to fulfil such requirements, (ii) receipt of consents for prepayment or waiver from any conditions attached to such prepayment from our respective lenders, prior to completion of the Offer; (iii) terms and conditions of such consents and waivers, (iv) levy of any prepayment penalties and the quantum thereof, (v) provisions of any law, rules, regulations governing such borrowings, and (vi) other commercial considerations including, among others, the amount of the loan outstanding and the remaining tenor of the loan.

The following table provides details of certain of the borrowings availed by our Company, which are currently proposed to be fully or partially repaid (earlier or scheduled) or pre-paid from the Net Proceeds*:

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Sr. No.	Name of the Lender	Nature of Loan	Purpose	Amount sanctioned (₹ in Lakhs)	Date of Sanction	Date of Disbursement	As at May 31, 2025 (₹ in Lakhs)	Rate of Interest/ Commission	Tenor and repayment schedule	Prepayment terms / penalty	Whether loan is for capital expenditure requirements
1.	HDFC Bank Ltd	Cash Credit	Working Capital	8150.00	04.04.2022 & 17.06.2023	04.04.2022 - ₹6,400.00 & 17.06.2023 - ₹1,750.00	4,243.33	8.49%	On Demand	2%	No
2.	HDFC Bank Ltd	Pre-Shipment Credit in Foreign Currency	Working Capital				2,468.43	6.02%	90 Days	2%	No
3.	HDFC Bank Ltd	Working Capital Demand Loan	Working Capital				700.00	8.50%	90 Days	2%	No
4.	YES Bank Ltd	Cash Credit	Working Capital	8170.00	17.03.2023 & 21.07.2023	17.03.2023 - ₹5,670.00 & 21.07.2023 - ₹2,500.00	-	9.60%	On Demand	2%	No
5.	YES Bank Ltd	Pre-Shipment Credit in Foreign Currency	Working Capital				1,748.14	6.01%	120 Days	2%	No
6.	YES Bank Ltd	Working Capital Demand Loan	Working Capital				6,300.00	9.50%	30 Days	2%	No

^Details of loan availed within 1 year before filing the DRHP with SEBI i.e. March 29, 2024 are as below:

Particulars	HDFC Bank Sanction Letter dated April 04, 2022	YES Bank Sanction Letter dated March 17, 2023	Total Limits one year prior to DRHP filing date	HDFC Bank Sanction Letter dated May 07, 2024	YES Bank Sanction Letter dated September 19, 2024	Total Limits as on May 31, 2025
Sanctioned Fund Based Limits: (Cash Credit + Post Shipment Finance + Pre Shipment Finance + Working Capital Demand Loan)*	6,400.00	5,670.00	12,070.00	8,150.00	8,170.00	16,320.00
* The consolidated sanctioned limits of bank facilities are mentioned as the limits are interchangeable within Cash Credit, Pre and Post Shipment Finance & Working Capital Demand Loan.						
Particulars	HDFC Bank As on March 31, 2023	YES Bank As on March 31, 2023	Total As on March 31, 2023	HDFC Bank As on May 31, 2025	YES Bank As on May 31, 2025	Total As on May 31, 2025
Utilised Fund Based Limits:						
Cash Credit	1,815.11	89.58	1,904.69	4,243.33	-	4,243.33
Post Shipment Finance + Pre Shipment Finance	4,291.05	5,500.94	9,791.99	2,468.43	1,748.14	4,216.57
Working Capital Demand Loan	-	-	-	700.00	6,300.00	7,000.00
Total	6,106.16	5,590.52	11,696.68	7,411.76	8,048.14	15,459.90

In accordance with Clause 9(A)(2)(b) of Part A of Schedule VI of the SEBI ICDR Regulations, our Company has obtained the requisite certificate, from peer reviewed independent chartered accountant certified by Kanu Doshi Associates LLP, Chartered Accountants, Statutory Auditors, through their certificate dated June 24, 2025.

For the purposes of the Offer, our Company has obtained the necessary consent from our lenders as is required under the relevant facility documents for undertaking activities in relation to the Offer, including any consequent actions.

Given the nature of these borrowings and the terms of prepayment, the aggregate outstanding amounts may vary from time to time and our Company may, in accordance with the relevant repayment schedule, repay or refinance some of its existing borrowings prior to Allotment. In light of the above, post filing of the Prospectus, any of the abovementioned loans or facilities may be repaid, in part or full, or refinanced.

We believe that the Company have significantly expanded its capacity in line with its future business plan and accordingly, do not foresee any significant increase in expenditure towards property, plant and equipment. Going forward, a major portion of the internal accruals would be deployed towards meeting the incremental working capital requirement and repayment of loan. The incremental working capital requirement will be on account of store expansion and for market penetration of its blended spices brand, which was recently launched by our Company. This push in domestic and export sales under our Non-Retail Business vertical would require us to provide higher credit terms to our customers. Accordingly, the proposed object of repayment of loan in part would help our Company to reduce its debt burden, reduce interest expense, improve its operational and financial ratio and also increase the availability of cash for meeting the aforesaid growth objective. However, our Company may in future depending on its business requirements increase its borrowing.

Further, we may be subject to the levy of pre-payment penalties or premiums, depending on the facility being repaid/prepaid, the conditions specified in the relevant documents governing such credit facility and the amount outstanding/being pre-paid/repaid, as applicable. In the event that there are any prepayment penalties required to be paid under the terms of the relevant financing arrangements, the amount of such prepayment penalties shall be paid by our Company out of our internal accruals. We will take such provisions also into consideration while deciding repayment and/ or pre-payment of loans from the Net Proceeds. In addition to the above, we may, from time to time, enter into further financing arrangements and draw down funds thereunder. In such cases or in case any of the above loans are prepaid, repaid, redeemed (earlier or scheduled), refinanced or further drawn down prior to the completion of the Offer, we may utilise Net Proceeds towards prepayment, repayment or redemption (earlier or scheduled) of such additional indebtedness availed by us.

2. Funding working capital requirements of our Company

Our Company proposes to utilise ₹10,900.02 Lakhs from the Net Proceeds towards funding its working capital requirements in Fiscal 2026. We have significant working capital requirements, and we fund our working capital requirements in the ordinary course of business from our internal accruals/equity and financing facilities from various banks, financial institutions, non-banking financial companies and related parties. Our Company requires additional working capital for funding future growth requirements of our Company. For details of the working capital facilities availed by us, please see “**Financial Indebtedness**” on page 335.

Basis of estimation of working capital requirement

We propose to utilise ₹10,900.02 Lakhs from the Net Proceeds to fund the working capital requirements of our Company in the Fiscal 2026. The balance portion of our working capital requirement will be arranged from existing equity, internal accruals, borrowings from banks, financial institutions, non-banking financial companies and related parties.

The details of our Company’s working capital for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, and the source of funding, derived from the financial statement of our Company, as certified by Kanu Doshi Associates LLP, Chartered Accountants, Statutory Auditors, through their certificate dated June 24, 2025 are provided in the table below:

(₹ in Lakhs)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Current assets			
Trade receivables	12,464.44	9,655.62	10,359.63
Inventories	14,371.97	12,700.16	7,667.65
Fixed deposit towards Bank Guarantee	64.10	69.44	66.23
Other Current Assets including other financial assets (excluding cash and cash equivalents)	1,527.08	1,752.06	3,636.38
Total Current Assets (A)	28,427.59	24,177.28	21,729.89
Current liabilities			
Trade payables	6,039.94	4,747.89	4,282.07
Other financial liabilities, other current liabilities, Provisions and income tax liabilities (excluding current lease liabilities)	433.59	318.24	438.36
Total Current Liabilities (B)	6,473.53	5,066.13	4,720.43
Net working capital (A – B)	21,954.06	19,111.15	17,009.46
Sources of funds			
Borrowings	15,573.82	15,430.76	14,406.41
Internal accruals / Equity	5,780.26	3,680.39	2,603.05
Offer Proceeds*	599.98	-	-
Total Means of Finance	21,954.06	19,111.15	17,009.46

*The above amount has been utilized by our Company for the purpose of working capital requirements out of the Pre-IPO Proceeds of ₹ 1500.00 Lakhs

Expected working capital requirements

Under our retail business, we sell a wide range of goods and merchandise across our product categories i.e., Food, Non-Food (FMCG), general merchandise and apparels. For instance, each of our retail stores offer over 10,000 SKUs. We focus on using our deep knowledge of the clusters and regions in which we operate to customize our product assortment in each store, keeping in mind the local demands and preferences. We majorly procure our store inventories from reputed third-party brands, dealers, APMC markets and also from third party manufacturers, which we purchase under our brands i.e. Patel Essentials, Patel Fresh & Indian Chaska. Our inventory level to store ratio also varies depending on the date on which we open our new stores during the year.

The raw materials required in our Non-Retail Business, such as wheat, chilly, coriander, fennel and mango are seasonal in nature. As a strategy to meet our supply requirements, we procure these raw materials during season and store them in our dry warehouse and cold storage, as the case may be. We also source our raw materials such as peanuts, cumin, mustard, fenugreek, carom, turmeric, sesame and other agri trading produce such as sugar, rice, pulses, oil seeds, edible oils etc. depending on our requirement from local APMC markets, wholesalers and famers from time to time. However, we do not store inventories of our agri trading products such as, sugar, rice, pulses, oil seeds, etc which we procure based on order in hand and prevailing government restrictions. This strategy helps us in maintaining sufficient quantity of raw material at competitive price for meeting the demand requirements of our domestic and export customers.

Our trade receivables primarily comprises of receivables from our Non-Retail Business customers, including domestic and export customers. Further, our trade receivable also includes receivable from some of our Retail Business customers. However, the said trade receivables are nominal as compared to our revenue from operations.

For exports, we sell our finished products on a Cost, Insurance and Freight basis (CIF) or freight on board basis (FOB). Our payment term for exports is either “Documents against Payment (D/P) at sight”, “Collection against Document (CAD) through bank”, “Documents against Acceptance (D/A) 60/90 days credit period” and “payment against proof of shipment i.e., scan copy of bill of lading and other related export documents. Accordingly, the payment is received by us after all necessary documents are delivered to our customer’s bank and where the export is against delivery the payment is released on the goods reaching the destination port.

We normally insist for advance from our new customers to an extent of 10% to 20% of the order value. Our advance from customers stands at ₹ 87.36 Lakhs, ₹ 48.50 Lakhs and ₹ 183.24 Lakhs as on March 31, 2025, March 31, 2024 and March 31, 2023, respectively. The advance received from our customers is accounted under the head “other current liabilities”. Further, we pay advance majorly to the suppliers of agri produce such as sugar, edible oil etc. For instance, our advance paid to suppliers as on March 31, 2025 stands at ₹811.84 Lakhs, ₹ 924.12 Lakhs and ₹ 2913.20 Lakhs as on March 31, 2025, March 31, 2024 and March 31, 2023, respectively. The advance paid to our suppliers is accounted under the head “other current assets”.

For the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our average store inventory, trade receivables from domestic and export customers, advance from customers, advance to suppliers and export revenue is as under:

(₹ in Lakhs)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Average Inventory per store	169.52	139.41	120.22
Trade Receivables – Domestic Customers*	3,292.09	2,538.92	507.12
Trade Receivables – Export Customers*	9,451.48	7,506.70	10,242.52
Advance from Customers	87.36	48.50	183.24
Advance to Suppliers	811.84	924.12	2,913.20
Export Revenue**	27,226.71	40,327.87	66,621.44

* These amounts are gross trade receivables before taking provisioning for expected credit loss amounting to ₹279.13 Lakhs, ₹390 Lakhs and ₹390 Lakhs for Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively.

**net of discount, claims and provisions

Key parameters determining the working capital requirements such as growth in revenue from operations, % of net working capital to revenue are as under:

(₹ in Lakhs, except percentages)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations	82,069.29	81,418.83	1,01,854.78
Net working capital	21,954.06	19,111.15	17,009.46
Percentage of Net working capital to Revenue	26.75%	23.47%	16.70%
Export Revenue from bulk trading of Sugar	Nil	6,390.93	30,881.27
Percentage of Net working capital to Revenue (excluding revenue from Sugar and Sugar inventory)	26.75%	25.47%	23.06%
Growth in revenue	0.80%	(20.06%)	32.94%

* The Percentage of Net working capital to Revenue is lower during Fiscal 2023 on account of significant bulk export trading of sugar as compared to Fiscal 2024 and Fiscal 2025.

As detailed above, we have significant working capital requirement in the nature of trade receivables and inventory of raw material and finished goods, which we fund in the ordinary course of business from our internal accruals/equity and financing facilities from various banks and related parties. The increase in percentage of net working capital to revenue in Fiscal 2025 and Fiscal 2024 is primarily due to reduction in bulk export trading sales of sugar from ₹ 30,881.27 lakhs in Fiscal 2023 to ₹ 6,390.93 lakhs in Fiscal 2024 and Nil in Fiscal 2025, where the inventory holding period is marginal. Further, the increase is also attributable to higher inventory requirement with the change in sales mix from trading to manufacturing & processing sales and increase in number of stores opened during the Fiscal 2025. Our Company would be required to maintain higher inventory for its manufacturing & processing sales as these are assorted and have wide product range which, is in line with the industry requirements. While, the trade receivable is nominal as a percentage of revenue from operations in the Retail Business our Company would be required to provide and, in some cases, increase its credit terms to its customer to push its Non-Retail sales.

Accordingly, on the basis of the existing and estimated working capital requirement of our Company, and assumptions for such working capital requirements, our Board pursuant to its resolution dated June 16, 2025 has approved the estimated working capital requirements as set forth below:

(₹ in Lakhs)

Particulars	Fiscal 2026 (Estimated)*	Fiscal 2025 (Actuals)**	Fiscal 2024 (Actuals)**	Fiscal 2023 (Actuals)**
Current Assets				
Trade receivables	15,509.59	12,464.44	9,655.62	10,359.63
Inventories	18,217.81	14,371.97	12,700.16	7,667.65
Fixed deposit towards Bank Guarantee	90.00	64.10	69.44	66.23
Other Current Assets including other financial assets (excluding cash and cash equivalents)	2,736.99	1,527.08	1,752.06	3,636.38
Total Current Assets (A)	36,554.39	28,427.59	24,177.28	21,729.89
Current Liabilities				
Trade payables	4549.32	6,039.94	4,747.89	4,282.07
Other financial liabilities, other current liabilities, Provisions and income tax liabilities (excluding current lease liabilities)	608.22	433.59	318.24	438.36
Total Current Liabilities (B)	5157.54	6,473.53	5066.13	4,720.43
Net working capital (A – B)	31,396.85	21,954.06	19,111.15	17,009.46
Sources of funds				
Borrowings	8580.00 ¹	15,573.82	15,430.76	14,406.41
Internal accruals / Equity	11,916.83 ²	5,780.26	3,680.39	2,603.05

Particulars	Fiscal 2026 (Estimated)*	Fiscal 2025 (Actuals)**	Fiscal 2024 (Actuals)**	Fiscal2023 (Actuals)**
Offer Proceeds	10,900.02	599.98***	NIL	NIL
Total Means of Finance	31,396.85	21,954.06	19,111.15	17,009.46

*The working capital estimation are certified by our Board of Directors vide their Board Resolution dated June 16, 2025

**As certified by our Statutory Auditors- Kanu Doshi Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

***Includes proceeds from pre-IPO placement used for working capital purpose.

Note:

1. Bank borrowings for working capital purpose after making repayment of borrowing of ₹ 5900.00 lakhs out of the Offer proceeds.
2. Internal accruals /Equity includes Offer proceeds utilised towards loan repayment and balance out of equity and reserves.

The table below sets forth the details of holding levels (in days) for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 as well as the estimated holding levels (in days) for Fiscal 2026:

Days	Fiscal 2026 (Estimated)*	Fiscal 2025 (Actuals)**	Fiscal 2024 (Actuals)**	Fiscal 2023 (Actual)**
Trade receivables	51	55	43	37
Inventories	60	64	57	27
Fixed deposit towards Bank Guarantee	00	00	00	00
Other Current Assets including other financial assets (excluding cash and cash equivalents)	9	7	8	13
Trade payables	15	27	21	15
Other financial liabilities, other current liabilities, Provisions and income tax liabilities (excluding current lease liabilities)	2	2	1	2

*The above details of holding levels as well as projections have been certified by the Board of Directors vide their resolution dated June 16, 2025.

**As certified by our Statutory Auditors- Kanu Doshi Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

Notes:

1. Holding period (in days) is calculated as respective current asset or current liability divided by revenue from operations multiplied by number of days (see note 2 below). Estimated holding days have been rounded to the nearest number.
2. The holding period has been computed over 365 (three hundred sixty five) days for each fiscal year.

Key assumptions for working capital projections made by our Company

The table below sets forth the key assumptions for our working capital projections:

Particulars	Justification
Trade receivables	The holding levels of trade receivables were at 37 days in Fiscal 2023, 43 days in Fiscal 2024 and 55 days in Fiscal 2025. However, our trade receivables days from Retail Business were at around 1 day in Fiscal 2023, Fiscal 2024 and Fiscal 2025. Trade receivables also comprise of receivables from the Non-Retail Business which includes domestic customers and export customers. While our trade receivable days from our export customers is at 54 days in Fiscal 2023, 64 days in Fiscal 2024 and 123 days in Fiscal 2025. Similarly, our trade receivables from our domestic customers (Non-Retail Business) is at 24 days in Fiscal 2023, 84 days in Fiscal 2024 and 69 days in Fiscal 2025. Therefore, the increase in trade receivable days from 37 days in Fiscal 2023 to 55 days in Fiscal 2025 is primarily on account of increase in sales of processed goods, other than export (branded sales), change in mix of export customers and increase in transit time of export goods. On an average our export receivable days for Fiscal 2025 was around 123 days and that from domestic sales was 70 days,

Particulars	Justification
	including trade receivable from Retail Business of 1 day. Fiscal 2026 The Company has reduced its revenue from bulk export of trading goods to 1.51% of our revenue from operations during Fiscal 2025 as compared to 36.81% during Fiscal 2023 and we have estimated it to reduce further during Fiscal 2026. Accordingly, the trade receivables would significantly comprise of receivable from Retail and Non-Retail Business, mainly from domestic and export sale of manufacturing and processed goods. Our export receivable days for Fiscal 2025 was around 123 days and that from domestic sales was 70 days including, trade receivable from Retail Business of 1 day. Accordingly, we have considered trade receivable days of 51 days for Fiscal 2026, while maintaining our trade receivables from Retail Business at 1 day for Fiscal 2026.
Inventories	Our Company had maintained overall inventory holding period of 27 days in Fiscal 2023, 57 days in Fiscal 2024 and 64 days in March 31, 2025. Our inventory comprises of store inventory and non-store inventory i.e. related to our processing and trading activities. The inventory holding days for our Retail Business was around 53 days in Fiscal 2023, 68 days in Fiscal 2024 and 88 days in March 31, 2025. The increase in inventory holding days for our retail business is primarily on account of increase in new stores opened during Fiscal 2025. While our Non-Retail Business inventory was around 19 days in Fiscal 2023, 52 days in Fiscal 2024 and 45 days in Fiscal 2025. The increase in Non-Retail Business inventory days is primarily on account of reduction in trading sales from ₹43,120.98 Lakhs in the Fiscal 2023 to ₹8,317.62 Lakhs in Fiscal 2025. Fiscal 2026 Going forward, the holding days for non-trading inventory will increase on account of increase in sale of processed goods as compared to trading sales during the earlier fiscal. This shift in sale requires us to maintain higher level of inventory. Further, we have assumed to maintain an inventory holding period of 80 days for our Retail Business and 45 days for our non-retail business inventory level. Accordingly, we have maintained overall inventory level around 60 days for Fiscal 2026.
Fixed deposit towards Bank Guarantee	Bank guarantee is provided by our Company to reputed third-party brand companies against goods purchased primarily for our stores. We have estimated that this would be less than 1 day of our revenue from operations.
Other Current Assets including other financial assets (excluding cash and cash equivalents)	Other current assets include prepaid expenses and advance to trade payables. Our other current asset days was at 13 days in Fiscal 2023, 8 days in Fiscal 2024 and 7 days in Fiscal 2025. We expect the holding level to stay around 9 days for Fiscal 2026.
Trade payables	Our trade payables mainly comprise of suppliers of raw materials, traded goods and supplier of various services. We buy our inventory and raw materials from reputed third-party brand manufacturer, dealers, farmers and APMC markets. Our purchase from FMCG companies comprises of ₹25,565.36 lakhs, ₹20,434.93 lakhs and ₹19,431.16 lakhs, resulting in 69.31%, 70.53% and 72.90% of retail sales for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. As we grow the number of stores, our trade payable against such creditors would gradually increase in line with our procurement. Additionally, our trade payable from Non-Retail Business includes payables to

Particulars	Justification
	suppliers of raw materials, such as dealers, farmers and APMC markets. Our APMC market purchase comprises of ₹29,004.11 lakhs, ₹33,981.63 lakhs and ₹57,238.79 lakhs resulting in 35.67%, 42.29% and 56.77% of total sales for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively Our overall trade payable days, including Trade Payable days for bulk trading of Agri commodities was 15 days in Fiscal 2023, 21 days in Fiscal 2024 and 27 days in Fiscal 2025. While our average Trade Payable days were around 21 days for the Fiscal 2023-2025. Fiscal 2026: Reducing the credit term will enable us to avail cash discount from our suppliers. As a market practice lower credit term is encouraged by these suppliers by offering higher cash discounts or by levying interest on delayed payments. For instance, our suppliers offer cash discount of upto 3% for a credit term of less than 4 days which reduce to Nil % discount for a credit term of over 15 days. Since, we would be utilizing part of our issue proceeds towards working capital and repayment of bank borrowings the cash generated in the business would be used to reduce the credit terms to minimum possible period to avail higher cash discounts. Further, we deal in agricultural produce where the supply is seasonal. Reducing the credit term would ensure adequate supply of these raw materials during season which would further reduce our cost of goods sold and add to our margin. Accordingly, we propose to reduce our trade payable days from 27 days in Fiscal 2025 to 15 days in Fiscal 2026.
Other financial liabilities, other current liabilities, Provisions and income tax liabilities (excluding current lease liabilities)	It includes statutory dues and advance from customers. Our Company had maintained holding level of other financial liabilities, other current liabilities, current tax liabilities (net) and provisions (excluding current lease liabilities) at 2 days in Fiscal 2023, 1 day in Fiscal 2024 and 2 day in Fiscal 2025. We consider the holding level to will be maintained at Fiscal 2025 level. Accordingly, the other financial liabilities days will be around 2 days of our revenue from operations for the Fiscal 2026.

We expect that our working capital requirement will correspondingly increase in line with the increase in our revenue from operations, change in sales mix from traded sales to higher sales of processed products and increase in number of stores. Further, our Company has considered that the contribution of export sales as a percentage to our revenue from operations would be in line with Fiscal 2025. This would require us to maintain higher level of inventory days and will also be subject to higher trade receivable days.

Increase in inventory days would increase our working capital requirements and impact our cashflow. The increase in inventory is primarily on account of increase in sale from Non-Retail Business vertical. While, the inventory in stores would be moving and increase in line with the increase in number of stores. Any excess inventory would impact our revenue from operations, profitability and cash flow.

3. General Corporate Purposes

Our Company proposes to deploy the balance of the Net Proceeds aggregating ₹ [●] Lakhs towards general corporate purposes and subject to such utilization not exceeding 25% of the Gross Proceeds of the Offer and the proceeds from the Pre-IPO Placements, in compliance with the SEBI ICDR Regulations. The general corporate purposes for which we propose to utilise the Net Proceeds include expenses towards strategic initiatives, funding growth opportunities, strengthening marketing capabilities and brand building exercises, general corporate contingencies, acquisition affixed assets, capital expenditure, business development initiatives and as approved periodically by our Board or a duly constituted committee thereof from time to time, subject to compliance with applicable law, including the necessary provisions of the Companies Act.

The quantum of utilization of funds towards each of the above purposes will be determined by our Board based on the permissible amount actually available under the head 'General Corporate Purposes' and the business requirements of our Company, from time to time. Our Company's management, in accordance with the policies of our Board, shall have flexibility in utilising surplus amounts, if any. In the event our Company is unable to utilise

the entire amount that is currently estimated for use out of Net Proceeds in a Fiscal, our Company will utilise such unutilised amount in the next Fiscal.

Bridge Financing

Our Company has not raised any bridge loans from any bank or financial institution as on the date of this Red Herring Prospectus, which are proposed to be repaid from the Net Proceeds.

Means of Finance

The entire requirements of the objects detailed above are intended to be funded from the Net Proceeds and internal accruals. Accordingly, we confirm that there is no need for us to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Fresh Issue under Regulation 7(1)(e) of the SEBI ICDR Regulations and Paragraph 9(C)(1) of Part A of Schedule VI of the SEBI ICDR Regulations. Subject to applicable laws, in case of a shortfall in the Net Proceeds or any increase in the actual utilisation of funds earmarked for the Objects, our Company may explore a range of options including utilizing our internal accruals and/or seeking additional debt from existing and/or other lender.

Offer Related Expenses

The total expenses excluding applicable taxes of the Offer are estimated to be approximately ₹ [●] Lakhs. Other than (a) the listing fees, audit fees of the statutory auditors (other than to the extent attributable to the Offer) which will be borne by our Company and (b) fees and expenses in relation to the legal advisor to the Promoter Selling Shareholders which shall be borne by each of the Promoter Selling Shareholders on a proportionate basis, all costs, charges, fees and expenses that are associated with and incurred in connection with the Offer including, amongst other things, filing fees, book building fees and other charges, fees and expenses of the SEBI, the Stock Exchanges, the Registrar of Companies and any other Governmental Authority, advertising, printing, road show expenses, accommodation and travel expenses, fees and expenses of the legal counsel to the Company and expenses of the statutory auditors, registrar fees and broker fees (including fees for procuring of applications), bank charges, fees and expenses of the BRLMs, Syndicate Member, Self-Certified Syndicate Banks, other Designated Intermediaries and any other consultant, advisor or third party in connection with the Offer shall be borne by the Company and each of the Selling Shareholders in proportion to the number of Equity Shares issued and/or transferred by the Company and each of the Selling Shareholders in the Offer, respectively, except as may be prescribed by the SEBI or any other regulatory authority. All such Offer related expenses to be proportionately borne by the Promoter Selling Shareholders shall be deducted from the proceeds from the Offer for Sale, and subsequently, the balance amount from the Offer for Sale will be paid to the Promoter Selling Shareholders *(on a proportionate basis amongst the Promoter Selling Shareholders)*, if the Offer is successful. Also, each of the Promoter Selling Shareholders agrees that it shall reimburse the Company for any expenses in relation to the Offer paid by the Company on behalf of the respective Selling Shareholders directly from the Public Offer Account.

Further, in the event the Offer is withdrawn or is not completed for any reason whatsoever, the Offer related expenses attributable to the Promoter Selling Shareholders shall be shared by the Promoter Selling Shareholders in the manner as mentioned above.

Expenses*	Estimated expense* (₹ in Lakhs)	As a % of the total estimated Offer expenses	As a % of the total Offer Size
Fees payable to the BRLM	[●]	[●]	[●]
Commission/processing fee for SCSBs, Sponsor Bank(s) and Bankers to the Offer and fee payable to the Sponsor Bank for Bids made by RIBs. Brokerage, underwriting commission and selling commission and bidding charges for Members of the Syndicate, Registered Brokers, CRTAs and CDP ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾	[●]	[●]	[●]
Advertising and marketing expenses	[●]	[●]	[●]
Fee payable to auditors, consultants, Advisors to the Company and market research firms, commissions (including underwriting commission, brokerage and selling commission).	[●]	[●]	[●]
Fees to regulators, including Stock Exchanges	[●]	[●]	[●]
Others (i) Listing fees, SEBI, BSE and NSE processing fees, book building software fees and other regulatory expenses;	[●]	[●]	[●]

(ii) Printing and distribution of stationery;			
(iii) Fees payable to the Registrar to the Offer;			
(iv) Fees payable to legal counsels;			
(v) Monitoring Agency; and			
(vi) Miscellaneous.			
Total estimated Offer expenses	[●]	[●]	[●]

*Offer expenses excludes applicable taxes, where applicable. Offer expenses will be incorporated at the time of filing of the Prospectus. Offer expenses are estimates and are subject to change

- (1) Selling commission payable to the SCSBs on the portion for Retail Individual Bidders and Non-Institutional Bidders, which are directly procured by the SCSBs, would be as follows:

Portion for Retail Individual Bidders*	[●] % of the Amount Allotted (plus applicable taxes)
Portion for Non-Institutional Bidders*	[●] % of the Amount Allotted (plus applicable taxes)

* Amount Allotted is the product of the number of Equity Shares Allotted and the Offer Price.

Selling Commission payable to the SCSBs will be determined on the basis of the bidding terminal id as captured in the Bid Book of BSE or NSE. No additional uploading/ processing fees shall be payable by our Company to the SCSBs on the applications directly procured by them.

No processing fees/uploading charges shall be payable by our Company to the SCSBs on the applications directly procured by them. Processing fees payable to the SCSBs for processing the Bid cum Application for the portion of Retail Individual Bidders and Non-Institutional Bidders which are procured by the Syndicate Member/ Sub-Syndicate Members/ Registered Brokers/ RTAs / CDPs and submitted to SCSBs for blocking.

- (2) SCSBs will be entitled to a processing fee for processing the ASBA Form procured by the members of the Syndicate (including their sub-syndicate members), CRTAs or CDPs from Retail Individual Investors and Non-Institutional Bidders and submitted to the SCSBs for blocking as follows:

Portion for Retail Individual Bidders*	₹[●] per valid ASBA Forms (plus applicable taxes)
Portion for Non-Institutional Bidders*	₹[●] per valid ASBA Forms (plus applicable taxes)

*Based on valid ASBA Forms

Notwithstanding anything contained above, the total processing fee payable under this clause will not exceed ₹5.00 Lakhs (plus applicable taxes), and if the total processing fees exceeds ₹ [●] Lakhs (plus applicable taxes), then the processing fees will be paid on a pro-rata basis

- (3) For Syndicate (including their Sub-Syndicate Members), RTAs and CDPs, brokerage, selling commission on the portion for UPI Bidders (using the UPI Mechanism), RIIs and NIIs which are procured by the members of the Syndicate (including their sub-syndicate members), CRTAs, CDPs, RTAs or for using 3-in1 type accounts- linked online trading, demat & bank account provided by some of the brokers which are members of Syndicate (including their sub-syndicate members) would be as follows:

Portion for Retail Individual Bidders*	[●] % of the Amount Allotted (plus applicable taxes)
Portion for Non-Institutional Bidders*	[●] % of the Amount Allotted (plus applicable taxes)

*Amount Allotted is the product of the number of Equity Shares Allotted and the Offer Price

The selling commission payable to the Syndicate/ sub-syndicate members will be determined on the basis of the application form number / series, provided that the application is also bid by the respective Syndicate / sub-syndicate member. For clarification, if a Syndicate ASBA application on the application form number / series of a Syndicate/ sub-syndicate member, is bid by an SCSB, the selling commission will be payable to the SCSB and not the Syndicate/ sub-syndicate member.

For Non-Institutional Bidders (Bids above ₹5,00,000) on the basis of the Syndicate ASBA Form bearing SM Code and the Sub-Syndicate code of the application form submitted to SCSBs for blocking of the fund and uploading on the Stock Exchanges' platform by SCSBs. For clarification, if a Syndicate ASBA application on the application form number/series of a Syndicate / sub-Syndicate Member, is bid by an SCSB, the selling commission will be payable to the Syndicate/sub-Syndicate Members and not the SCSB

The payment of selling commission payable to the sub-brokers / agents of sub-syndicate members are to be handled directly by the respective sub-syndicate member.

The selling commission payable to the CRTAs and CDPs will be determined on the basis of the bidding terminal id as captured in the bid book of BSE or NSE.

- (4) For Non-Institutional Investor Bids using Syndicate ASBA mechanism / using 3- in -1 type accounts, in case the total processing charges payable under this head exceeds ₹ [●] Lakhs, the amount payable would be proportionately distributed based on the number of valid applications such that the total processing charges payable does not exceed ₹ [●] Lakh.

Members of the Syndicate/ RTAs / CDPs (uploading charges)	₹[●] per valid application (plus applicable taxes)
Sponsor Bank	HDFC Bank Ltd -NIL charges upto 4,50,000 application forms (UPI mandates) and from 4,50,001 application forms (UPI mandates successful blocked) ₹ 6.50/-per valid Bid cum Application Form (plus applicable taxes). Axis Bank -NIL charges upto 1,50,000 application forms (UPI mandates) and from 1,50,001 application forms (UPI mandates successful blocked) ₹ 6.50/-per valid Bid cum Application Form (plus applicable taxes).The Sponsor Bank shall be responsible for making payments to the third parties such as remitter bank, NCPI and such other parties as required in connection with the performance of its duties under the SEBI circulars, the Syndicate Agreement and other applicable laws.

The Bidding/uploading charges payable to the Syndicate/Sub-Syndicate Members, RTAs and CDPs will be determined on the basis of the bidding terminal id as captured in the bid book of BSE or NSE

Notwithstanding anything contained above, the total processing fee payable under this clause will not exceed ₹ [●] Lakhs (plus applicable taxes), and if the total processing fees exceeds ₹ [●] Lakhs (plus applicable taxes), then processing fees will be paid on a pro-rata basis.

- (5) Selling commission/Bid uploading charges payable to the registered brokers on the portion for Retail Individual Investors and Non-Institutional Investors which are directly procured by the Registered Brokers and submitted to SCSB for processing would be as follows: Portion for Retail Individual Investors and Non-Institutional Investors: ₹[●]/- per valid ASBA Form (plus applicable taxes) based on valid applications.
- (6) Uploading charges/processing charges of ₹ 10 valid applications (plus applicable taxes) are applicable only in case of Bid uploaded by the members of the Syndicate, Registered Brokers, RTAs and CDPs: (a) for applications made by Retail Individual Bidders using 3-in-1 type accounts; and (b) for Non-Institutional Bids using Syndicate ASBA mechanism / using 3-in-1 type accounts.

For avoidance of doubt, notwithstanding anything mentioned in any of the aforementioned clauses, the total cost to the Company shall not exceeds ₹[●] Lakhs (plus applicable taxes) for uploading and/or processing of the Bids. If the total cost to the Company exceeds ₹[●] Lakhs then the amount of ₹[●] Lakhs (plus applicable taxes) shall be distributed on a pro-rata basis in the manner stipulated above, so that the total cost of the Company shall not exceed ₹[●] Lakhs (plus applicable taxes).

The processing fees for applications made by the UPI Bidders may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI Circular No. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 and SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023 (to the extent applicable).

Interim Use of Funds

Pending utilization of the Offer Proceeds for the Objects of the Offer described above, our Company shall deposit the funds only with one or more 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 Offer as described above, it shall not use the funds from the Offer Proceeds for any investment in equity and/or real estate products and/or equity linked and/or real estate linked products.

Appraising agency

None of the objects of the Offer for which the Net Proceeds will be utilized have been appraised by any bank, financial institution, or any other agency.

Monitoring of utilization of funds

In accordance with Regulation 41 of the SEBI ICDR Regulations, our Company has appointed ICRA Limited as the monitoring agency for monitoring of the utilisation of Gross Proceeds from the Fresh Issue.

Our Audit Committee and the Monitoring Agency will monitor the utilisation of the Gross Proceeds. Our Company undertakes to place the report(s) of the Monitoring Agency on receipt before the Audit Committee without any delay.

Our Company will disclose the utilisation of the Gross Proceeds, including interim use, under a separate head in our balance sheet for such fiscal periods as required under the SEBI ICDR Regulations, the SEBI Listing Regulations and any other applicable laws or regulations, clearly specifying the purposes for which the Gross Proceeds have been utilised. Our Company will also, in its balance sheet for the applicable fiscal periods, provide details, if any, for any amounts that have not been utilised. Our Company will indicate investments, if any, of unutilised Gross Proceeds in the balance sheet of our Company for the relevant Fiscals subsequent to receipt of listing and trading approvals from the Stock Exchanges.

Pursuant to Regulation 18(3) and Regulation 32(3) of the Listing Regulations, our Company shall, on a quarterly basis, disclose to the Audit Committee the uses and applications of the Gross Proceeds. Further, in terms of Regulation 32(6) of the Listing Regulations, our Company is required to submit to the Stock Exchange for any comments or report received from the Monitoring Agency, within 45 days from the end of each quarter. The Audit Committee shall make recommendations to our Board for further action, if appropriate. On an annual basis, our Company shall prepare a statement of funds utilised for purposes other than those stated in this Red Herring Prospectus and place it before the Audit Committee and make other disclosures as may be required until such time as the Gross Proceeds remain unutilised. Such disclosure shall be made only until such time that all the Gross Proceeds have been utilised in full. The statement shall be certified by the statutory auditor of our Company. Furthermore, in accordance with Regulation 32(1) of the Listing Regulations, our Company shall furnish to the Stock Exchanges on a quarterly basis, a statement indicating (i) deviations, if any, in the actual utilisation of the proceeds of the Offer from the objects of the Offer as stated above; and (ii) details of category wise variations in the actual utilisation of the proceeds of the Offer from the objects of the Offer as stated above. The explanation for such variation (if any) will be included in our Director's report, after placing the same before the Audit Committee. *We will disclose the utilization of the Gross Proceeds under a separate head along with details in our balance sheet(s) until such time as the Gross Proceeds remain unutilized clearly specifying the purpose for which such Gross Proceeds have been utilized. In the event that we are unable to utilize the entire amount that we have currently estimated for use out of the Gross Proceeds in Fiscal 2026.*

Variation in Objects of the Fresh Issue

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 Offer from the Fresh Issue without our Company being authorized 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 ("**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 of the Fresh Issue, at such price, and in such manner, as may be prescribed by SEBI, in this regard.

Other Confirmations

No part of the proceeds from the Fresh Issue will be paid by us to the Promoters and Promoter Group, the Directors, Associates, Key Management Personnel, Senior Management Personnel or Group Companies, except in the normal course of business and in compliance with the applicable law. There are no material existing or anticipated transactions in relation to the utilization from the Fresh Issue will be paid by us as consideration to our Promoters, Promoter Group, Directors, Key Managerial Personnel and/or Senior Management Personnel.

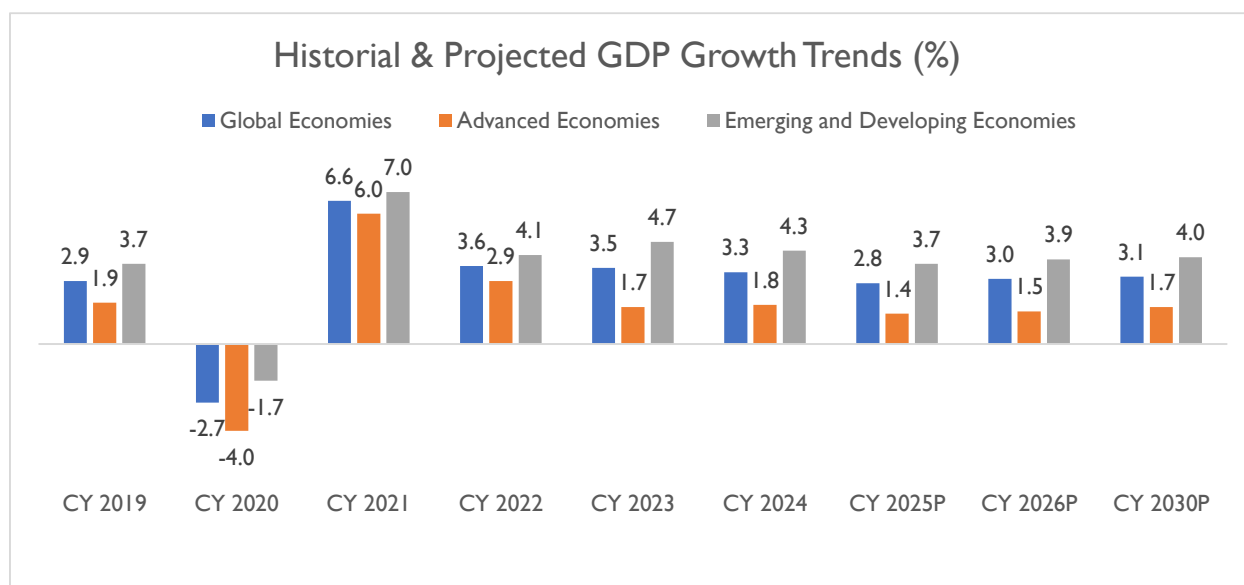
SECTION IV- ABOUT THE COMPANY

INDUSTRY OVERVIEW

Unless otherwise indicated, the information in this section is derived from the industry report titled ‘Food & Grocery Retailing and Food Processing’ updated on June 11, 2025 (“D&B Report”) prepared by Dun & Bradstreet Information Services Private Limited, appointed by our Company pursuant to an engagement letter dated February 12, 2024 and such D&B Report has been commissioned by and paid for by our Company, exclusively in connection with the Offer. We have commissioned and paid for the D&B Report for the purposes of confirming our understanding of the industry exclusively in connection with the Offer. The D&B Report will be available on the website of our Company <https://patelrpl.in/investor-relations/> from the date of this Red Herring Prospectus till the Bid/Offer Closing Date, and has also been included in “Material Contracts and Documents for Inspection –Material Documents” on page 698 of the Draft Red Herring Prospectus. The data included in this section includes excerpts from the D&B Report and may have been re-ordered by us for the purposes of presentation. There are no parts, data or information (which may be relevant for the Offer), that have been left out or changed in any manner. For further details, please see “Risk Factors- Industry information included in this Second Addendum has been derived from an industry report prepared by Dun & Bradstreet, exclusively commissioned and paid for by us for such purpose” on page 54 of this Second Addendum.

Global Economic Overview

The global economy, which recorded GDP growth at 3.3% in CY 2024, is expected to show resilience at 2.8% in CY 2025. This marks the slowest expansion since 2020 and reflects a 0.5%-point downgrade from January 2025 forecast. Moreover, the projection for CY 2026 has also reduced to 3.0%. This slowdown is majorly attributed due to numerous factors such as high inflation in many economies despite central bank effort to curb inflation, continuing energy market volatility driven by geopolitical tensions particularly in Ukraine and Middle East, and the re-election of Donald Trump as US President extended uncertainty around the trade policies as well as overall global economic growth. High inflation and rising borrowing costs affected the private consumption on one hand while fiscal consolidation impacted the government consumption on the other hand. As a result, global GDP growth is estimated to moderation by 2.8% in CY 2025 as compared to 3.3% in CY 2024.

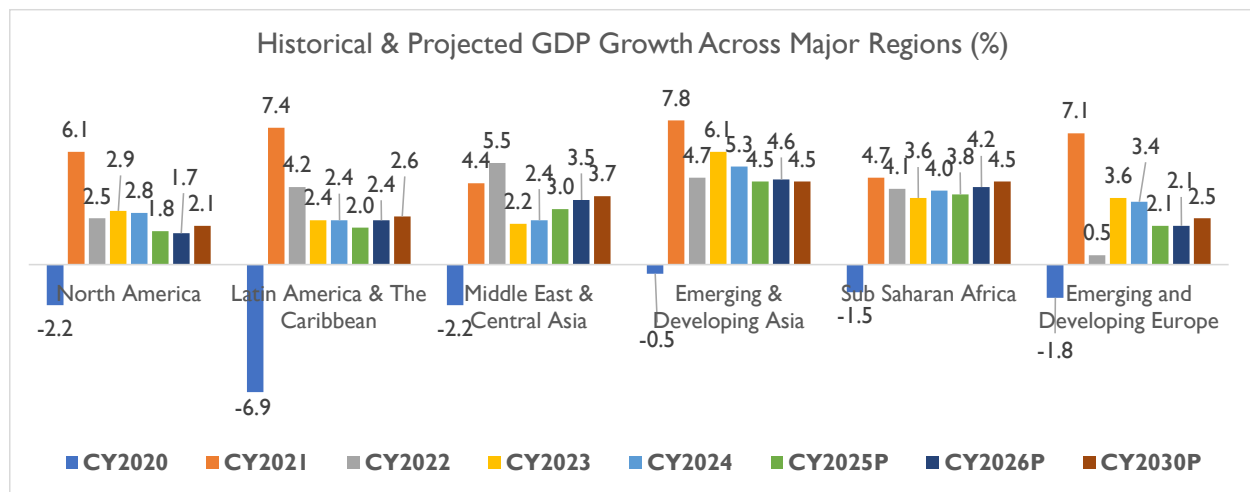


Source – IMF Global GDP Forecast Release April 2025

Note: Advanced Economies and Emerging & Developing Economies are as per the classification of the World Economic Outlook (WEO). This classification is not based on strict criteria, economic or otherwise, and it has evolved over time. It comprises of 40 countries under the Advanced Economies including the G7 (the United States, Japan, Germany, France, Italy, the United Kingdom, and Canada) and selected countries from the Euro Zone (Germany, Italy, France etc.). The group of emerging market and developing economies (156) includes all those that are not classified as Advanced Economies (India, China, Brazil, Malaysia etc.)

Historical and Projected GDP Growth

GDP growth across major regions exhibited a mixed trend between 2022-23, with GDP growth in many regions including North America, Emerging and Developing Asia, and Emerging and Developing Europe slowing further in 2024. In 2025, GDP growth rate in Emerging and Developing Asia (India, China, Indonesia, Malaysia, etc.) is expected to moderate further to 4.5% from 5.3% in the previous year, while in the North America, it is expected to moderate to 1.8% in CY 2025 from 2.8% in CY 2024.



Source-IMF World Economic Outlook April 2025 update.

Except Middle East & Central Asia, all other regions like Emerging and Developing Asia, Emerging and Developing Europe, Latin America & The Caribbean, Sub Saharan Africa and North America, are expected to record a moderation in GDP growth rate in CY 2025 as compared to CY 2024. Further, growth in the United States is expected to come down at 2.71% in CY 2025 from 2.80% in CY 2024 due to lagged effects of monetary policy tightening, gradual fiscal tightening, and a softening in labour markets slowing aggregate demand.

Global Economic Outlook

The global economy is navigating a period of exceptional uncertainty. Policy shifts, particularly those reshaping trade, have alarmed financial markets and bruised business sentiment. The U.S.'s reciprocal tariffs, which represent additional costs for businesses from almost all countries with which the U.S. trades, charge trade partners an import duty at a discounted rate of approximately half the rate that the trade partner currently imposes on the U.S. According to U.S. President Donald Trump, reciprocal tariffs, ranging from 10% to 50%, are meant to address trade barriers limiting U.S. exports. The *effective* tariff rate includes other tariffs imposed at an earlier date and cumulatively may now be higher than duties charged on U.S. imports. It is unclear whether the reciprocal tariffs represent a negotiating tool, and may therefore be temporary, or form part of broader long-term protectionist measures and industrial strategy.

Responses to reciprocal tariffs have been varied, with some economies promising swift countermeasures. More than 50 markets have sought negotiations with the US. While Malaysia is seeking a united response across ASEAN, the Chinese Mainland has retaliated with duties on all imports from the U.S., declaring it will "fight to the end". In early April, the U.S. confirmed the most aggressive steps yet, with a cumulative 145% tariff on some products imported from the Chinese Mainland. Brazil has readied itself by passing a bill allowing for retaliation, Australia has ruled out retaliatory levies, and the EU remains open to negotiation while preparing a package of countermeasures.

Tariffs and their unpredictable application have weighed on consumer and business sentiment, sunk global stock markets, raised recession risks, and made a global slowdown more likely. Our latest Global Business Optimism Insights report for indicates a further decline in business optimism as firms continue to grapple with trade-related policy uncertainty and its broader economic implications. Export-driven sectors reported sharp declines in optimism. Financial risk perceptions remain elevated as businesses contend with high borrowing costs and persistent inflation expectations. More broadly, the uncertainty is reflected in delayed capital expenditure and a pullback in hiring.

Tariffs have begun to exert pressure on central banks by contributing to inflationary pressures and increasing financial market volatility. Central banks are adjusting forward guidance and policy frameworks and may begin to consider the likelihood of softer growth being a bigger priority than high inflation by starting to cut interest rates to support economies. For businesses, this uncertainty translates into unpredictable cost structures, fluctuating credit availability, and the management of operational costs through diversified supply networks.

The latest Dun & Bradstreet Global Business Optimism Insights report reveals a further decline in business optimism, though at a more moderate pace than in the prior quarter, as businesses continued to grapple with trade-related policy uncertainty and its broader economic implications. Export-driven sectors such as automotives, electricals, and metals saw sharp declines in optimism, particularly in the U.S., Mexico, South Korea, and Japan, where rising tariffs and shifting trade policies have fueled cost pressures and demand volatility. Financial risk perceptions remain elevated.

India Macroeconomic Analysis

India emerged as one of the fastest growth economies amongst the leading advanced economies and emerging economies. In CY 2024, even amidst geopolitical uncertainties, particularly those affecting global energy and commodity markets, India continues to remain one of the fastest growing economies in the world and is expected to grow by 6.2% in CY 2025 and 6.3% in 2026.

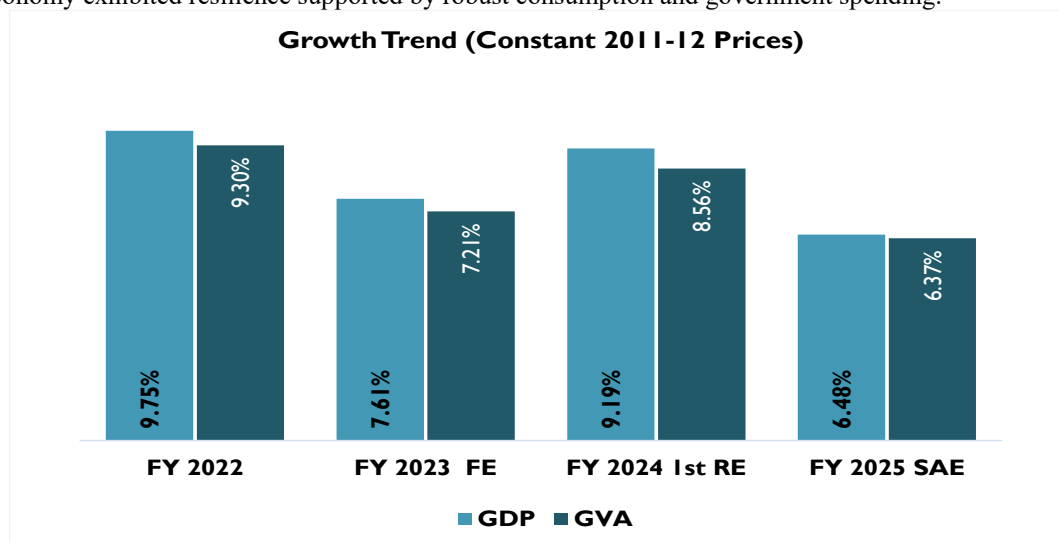
Country	CY 2020	CY 2021	CY 2022	CY 2023	CY 2024	CY 2025	CY 2026 P	CY 2030 P
India	-5.8%	9.7%	7.6%	9.2%	6.5%	6.2%	6.3%	6.5%
China	2.3%	8.6%	3.1%	5.4%	5.0%	4.0%	4.0%	3.4%
United States	-2.2%	6.1%	2.5%	2.9%	2.8%	1.8%	1.7%	2.1%
Japan	-4.2%	2.7%	0.9%	1.5%	0.1%	0.6%	0.6%	0.5%
United Kingdom	-10.3%	8.6%	4.8%	0.4%	1.1%	1.1%	1.4%	1.4%
Russia	-2.7%	5.9%	-1.4%	4.1%	4.1%	1.5%	0.9%	1.2%

Source: World Economic Outlook, April 2025

The Government stepped spending on infrastructure projects to boost the economic growth had a positive impact on economic growth. The capital expenditure of the central government increased by average 26.52% during FY 2023-FY 2024 which slowed to 7.27% in FY 2025 which is expected to translate in moderating GDP growth of 6.5% in 2024. In the Union Budget 2025-2026, the government announced INR 11.21 billion capex on infrastructure (10.12% higher than previous year revised estimates) coupled with INR 1.5 trillion in interest-free loans to states. This has provided much-needed confidence to the private sector, and in turn, expected to attract the private investment.

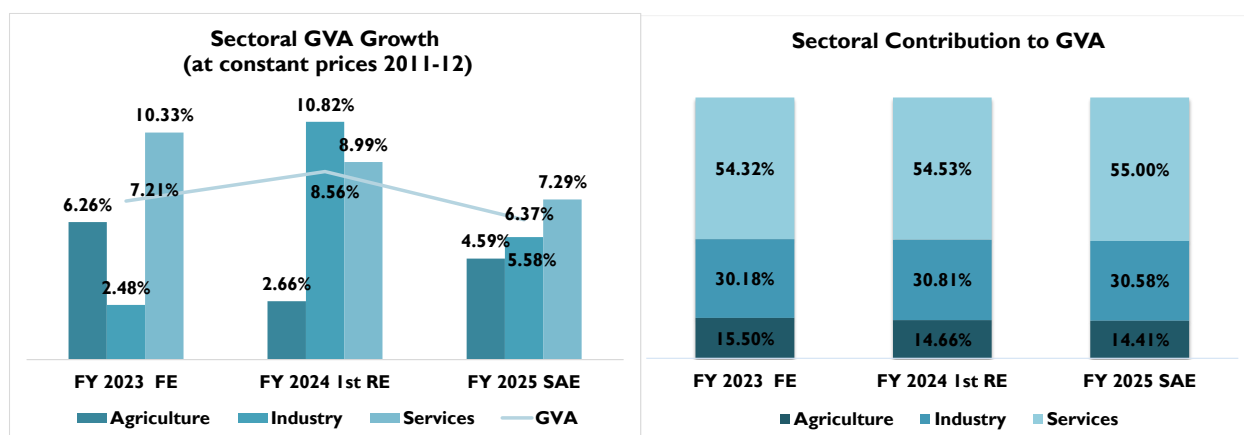
Historical GDP and GVA Growth trend

As per the latest estimates, India's GDP at constant prices is estimated to grow to INR 187.95 trillion in FY 2025 (Second Revised Estimates) with the real GDP growth rates estimated to be 6.48% for FY 2025. Similarly, real Gross Value Added (GVA) growth stood is estimated to have moderated to 6.37% in FY 2025. Even amidst global economic uncertainties, India's economy exhibited resilience supported by robust consumption and government spending.



Source: Ministry of Statistics & Programme Implementation (MOSPI), National Account Statistics: FY2025.
FE is Final Estimates, RE is Revised Estimate and SAE is Second Revised Estimates

Sectoral Contribution to GVA and annual growth trend



Source: Ministry of Statistics & Programme Implementation (MOSPI)
FE is Final Estimates, RE is Revised Estimate and SAE is Second Revised Estimates

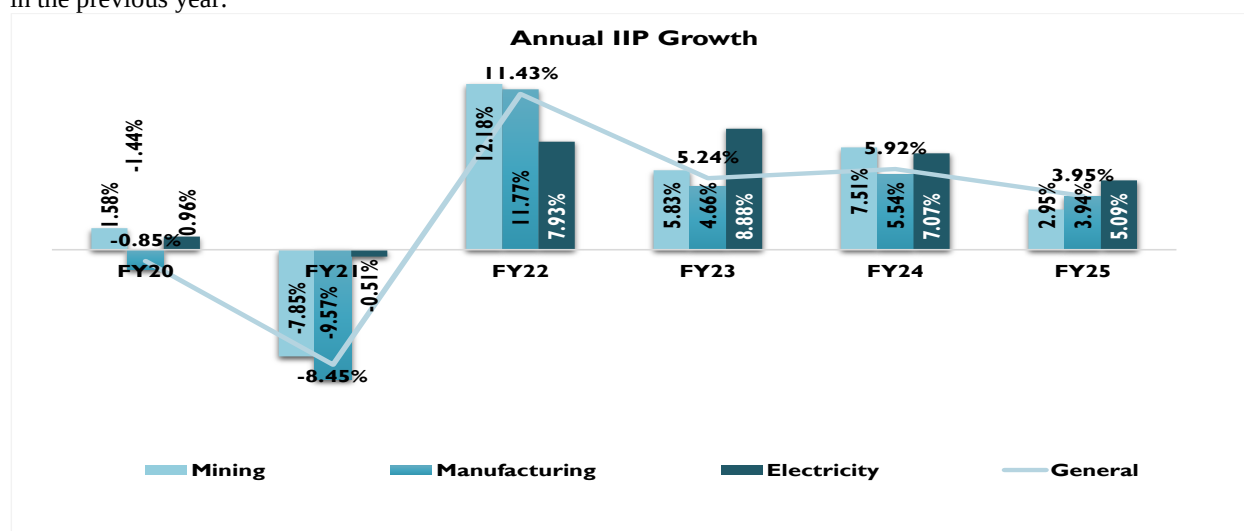
Sectoral analysis of GVA reveals that the industrial sector experienced a moderation in FY 2025, recording a 5.58% y-o-y growth against 10.82% year-on-year growth in FY 2024. Within the industrial sector, growth moderated across sub sector with mining, manufacturing, and construction activities growing by 2.76%, 4.29%, and 8.64% respectively in FY 2025, compared to 3.21%, 12.30%, and 10.41% in FY 2024. Growth in the utilities sector too moderated to 6.03% in FY 2025 from 8.64% in the previous year. The industrial sector's contribution to GVA moderated marginally from 30.81% in FY 2024 to 30.58% in FY 2025.

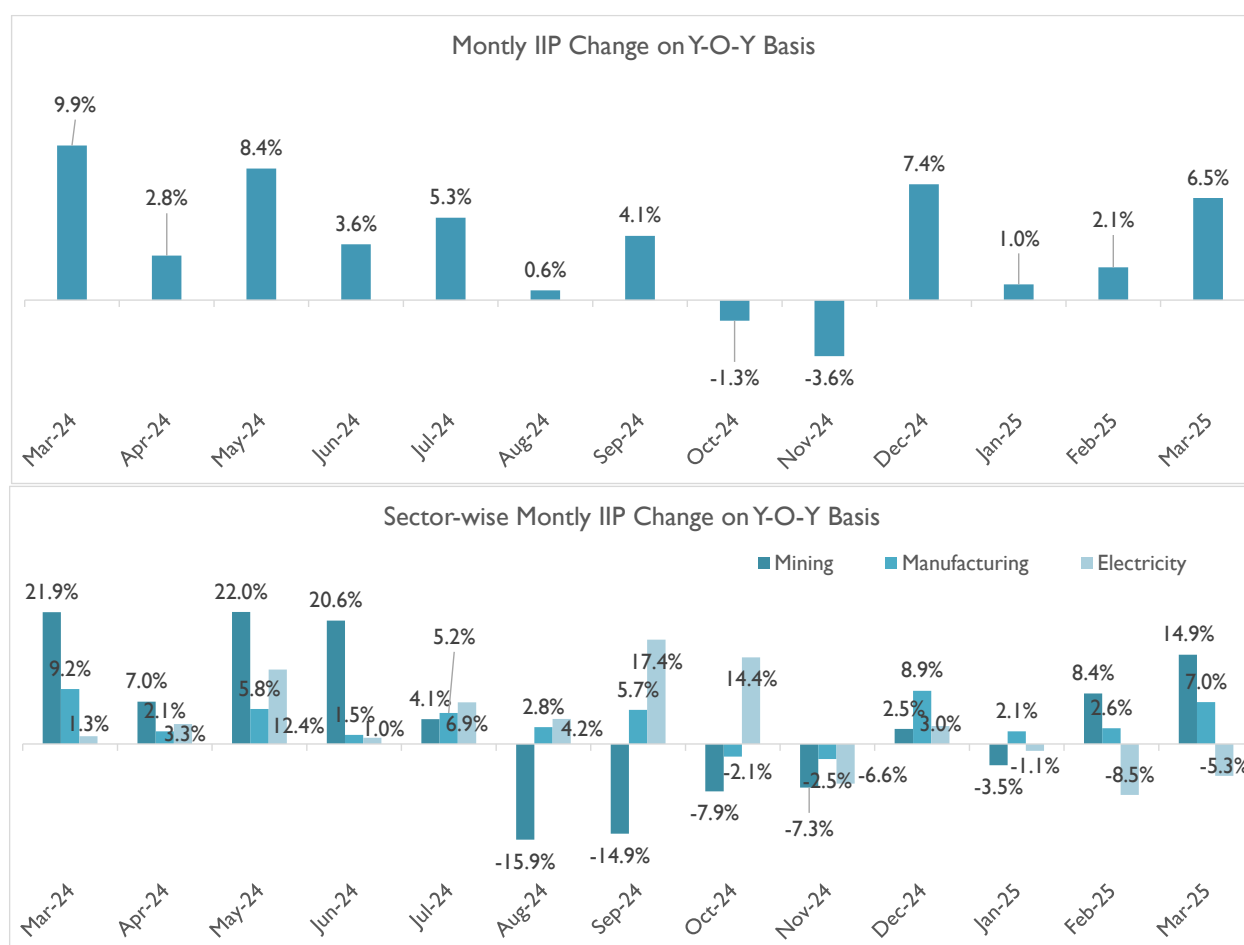
The services sector continued to be the main driver of economic growth, although its pace moderated. It expanded by 7.29% in FY 2025 from 8.99% in FY 2024. The services sector retained its position as the largest contributor to GVA, rising from 54.32% in FY 2023 to 54.53% in FY 2024, with a further increase to 55.00% in FY 2025.

The agriculture sector saw an acceleration, with growth increasing from 2.66% in FY 2024 to 4.59% in FY 2025. However, its contribution to GVA declined marginally from 14.66% in FY 2024 to 14.41% in FY 2025. Overall, Gross Value Added (GVA) growth moderated to 6.37% in FY 2025 from 8.56% in FY 2024

Annual & Monthly IIP Growth

Industrial sector performance as measured by IIP index exhibited moderation in FY 2025, recording a 3.95% y-o-y growth against 5.92% increase in the previous year. The manufacturing index showed moderation and grew by 3.94% in FY 2025 against 5.54% in FY 2024. Mining sector index too moderated and exhibited a growth of 2.95% in FY 2025 against 7.51% in the previous years while the Electricity sector Index, also witnessed moderation of 5.09% in FY 2024 against 7.07% in the previous year.



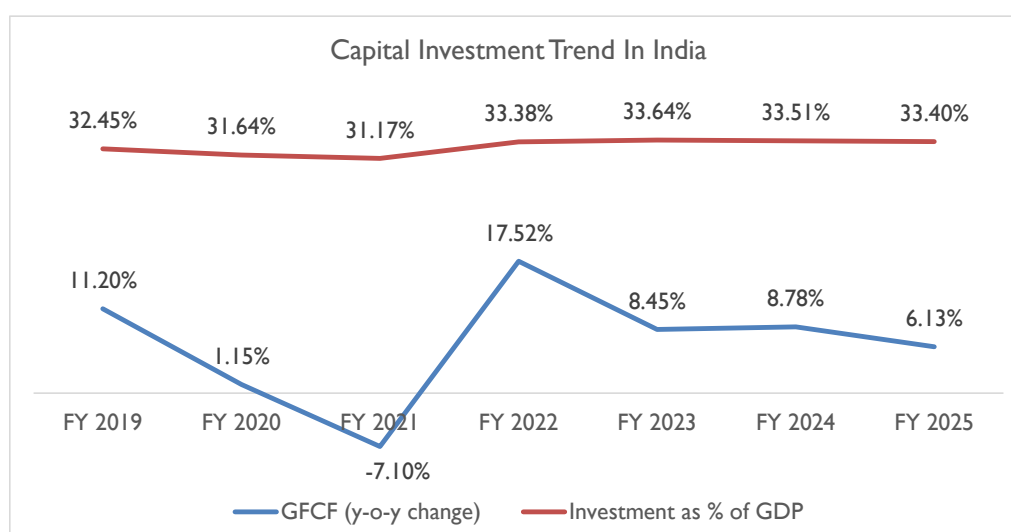


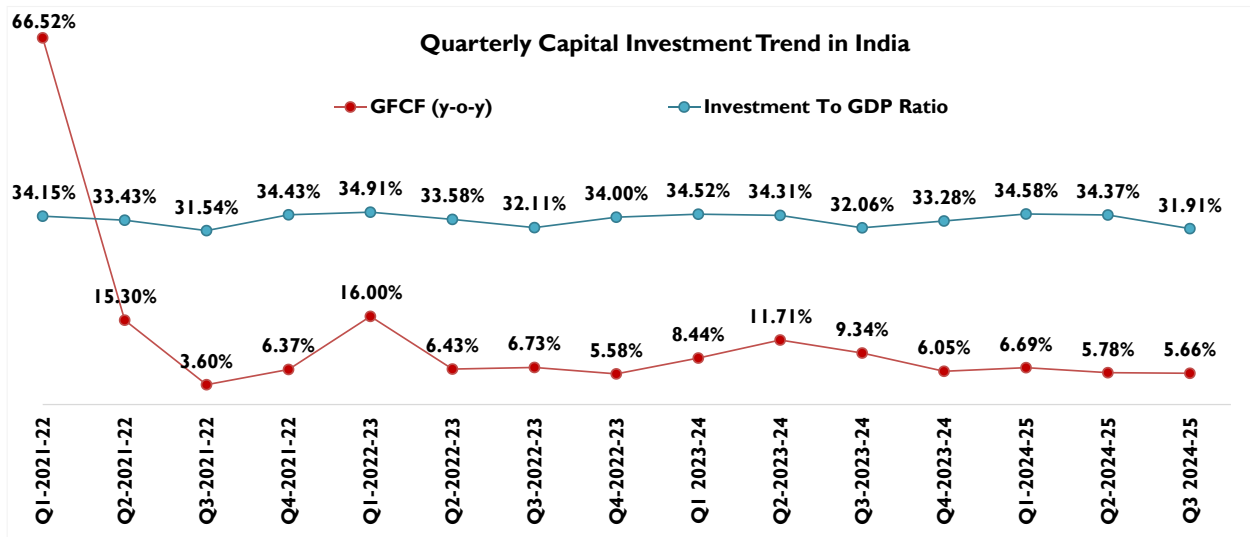
Source: Ministry of Statistics & Programme Implementation (MOSPI)

Overall month IIP index growth grew by 6.5% in March 2025 against 2.1% growth in the February 2025. Both manufacturing and mining index witnessed an improvement in March 2025 over the previous month as well as against January 2025 while electricity Index improved considerably but remained in negative growth trajectory.

Annual and Quarterly: Investment & Consumption Scenario

Other major indicators such as Gross fixed capital formation (GFCF), a measure of investments, has shown fluctuation during FY 2025 as it registered 6.13% year-on-year growth against 8.78% yearly growth in FY 2024, taking the GFCF to GDP ratio measured to 33.40%.

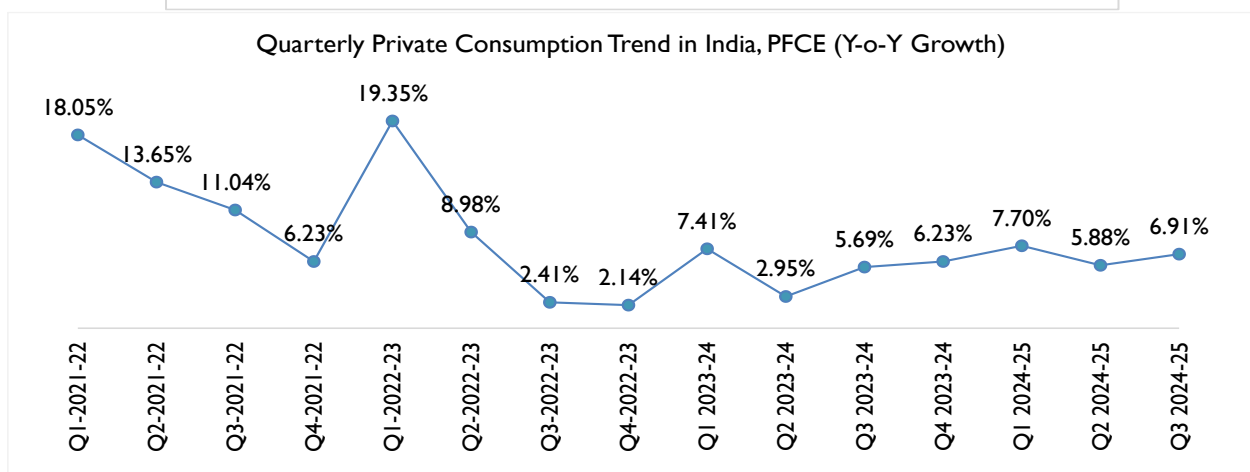
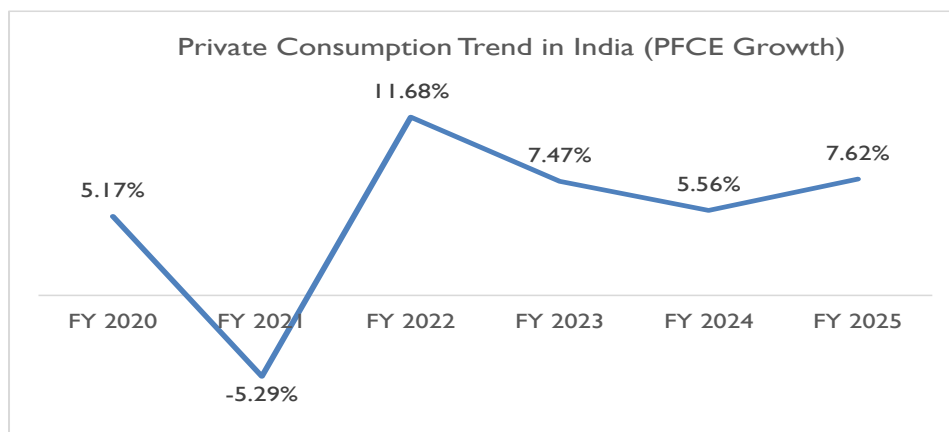




Source: Ministry of Statistics & Programme Implementation (MOSPI)

On quarterly basis, GFCF exhibited a fluctuating trend in quarterly growth over the previous year same quarter. In FY 2024, the growth rate moderated to 6.05% in March quarter against the previous two quarter as government went slow on capital spending amidst the 2024 general election while it observed an improvement in Q1 FY 2025 by growing at 6.69% against 6.05% in the previous quarter and moderated in the subsequent two quarter. On yearly basis, the growth rate remained lower compared to the same quarter in the previous year during FY 2025. The GFCF to GDP ratio measured 31.91% in Q3 FY 2025.

Private Consumption Scenario



Sources: MOSPI

Private Final Expenditure (PFCE) a realistic proxy to gauge household spending, observed growth in FY 2025 as compared to FY 2024. However, quarterly data indicated some improvement in the current fiscal as the growth rate improved over the corresponding period in the last fiscal.

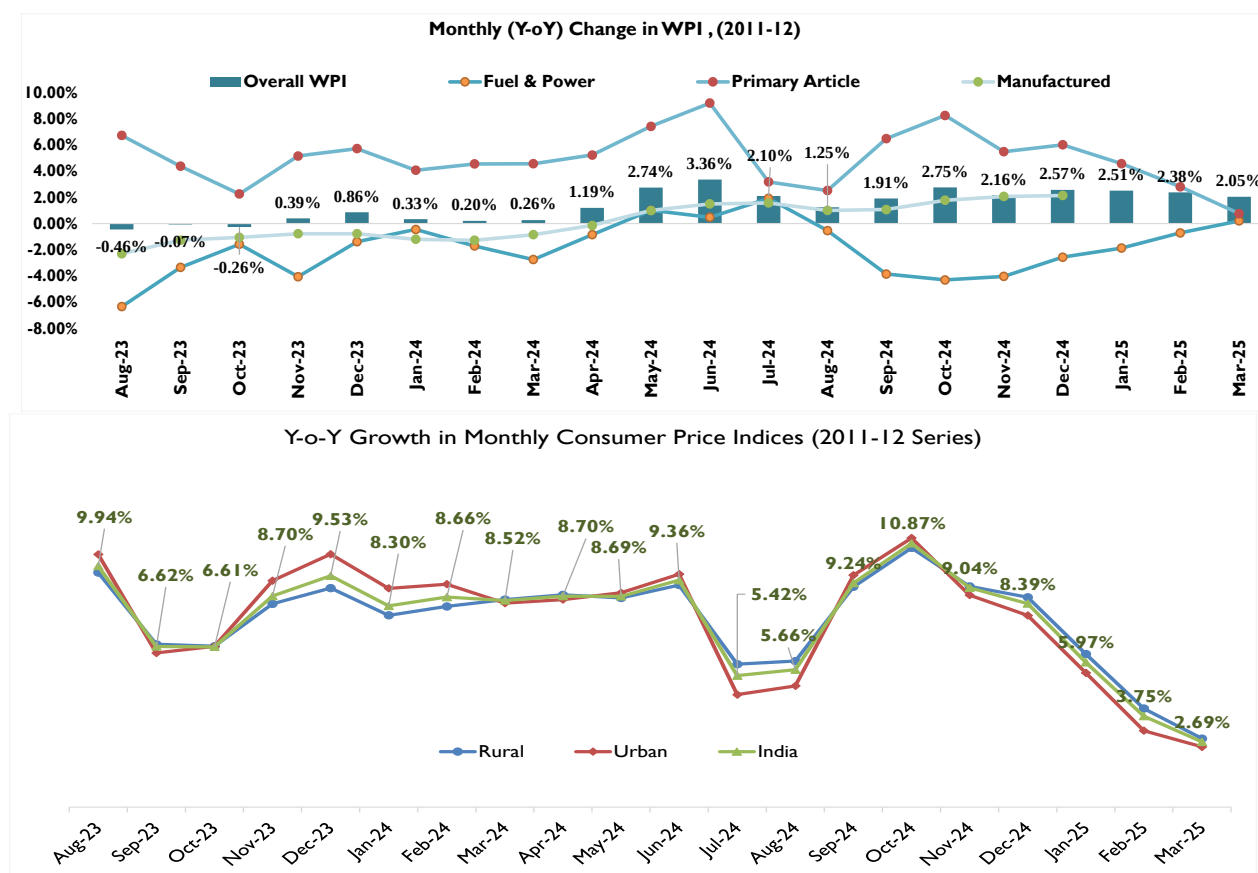
Inflation Scenario

The inflation rate based on India's Wholesale Price Index (WPI) exhibited significant fluctuations across different sectors from August 2023 to March 2025. The annual rate of inflation based on all India Wholesale Price Index (WPI) number is 2.05% (provisional) for the month of March 2025 (over March 2024). Positive rate of inflation in March 2025 is primarily due to increase in prices of manufacture of food products, other manufacturing, food articles, electricity and manufacture of textiles etc.

By March 2025, Primary Articles (Weight 22.62%), The index for this major group decreased by 1.07% to 184.6 (provisional) in March 2025 from 186.6 (provisional) for the month of February 2025. Price of crude petroleum & natural gas (-2.42%), non-food articles (-2.40%) and food articles (-0.72%) decreased in March 2025 as compared to February 2025. The price of minerals (0.31%) increased in March 2025 as compared to February 2025.

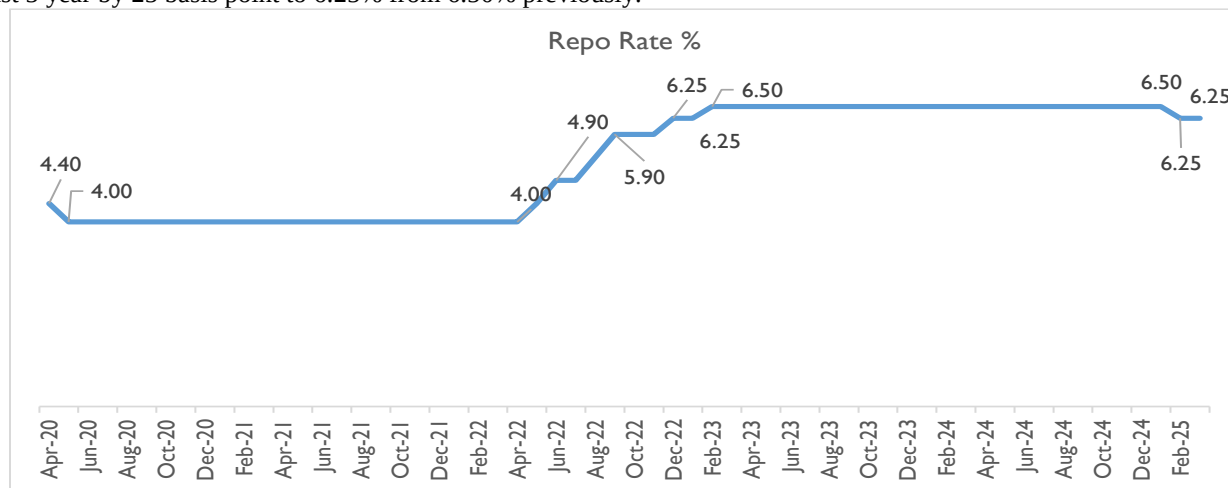
Moreover, power & fuel, the index for this this major group decreased by 0.91% to 152.4 (provisional) in March 2025 from 153.8 (provisional) for the month of February 2025. Price of electricity (-2.31%) and mineral oils (-0.70%) decreased in March 2025 as compared to February 2025. The price of coal remained same as in the previous month.

Furthermore, Manufactured Products (Weight 64.23%), the index for this major group increased by 0.42% to 144.4 (Provisional) in March 2025 from 143.8 (Provisional) for the month of February 2025. Out of the 22 NIC two-digit groups for manufactured products, 16 groups witnessed an increase in prices, 5 groups witnessed a decrease in prices and 1 group witnessed no change in prices. Some of the important groups that showed month-over-month increase in prices were manufacture of basic metals; food products; other transport equipment; other manufacturing and machinery and equipment etc. Some of the groups that witnessed a decrease in prices were manufacture of textiles; chemicals and chemical products; computer, electronic and optical products; printing and reproduction of recorded media and furniture etc in March 2025 as compared to February 2025.



Source: MOSPI, Office of Economic Advisor

Retail inflation rate (as measured by the Consumer Price Index) in India showed notable fluctuations between August 2023 and March 2025. Overall, the national CPI inflation rate moderated to 2.69% by March 2025, indicating a gradual easing of inflationary pressures across both rural and urban areas. Rural CPI inflation peaked at 9.67% in August 2023, declining to 2.82 % in March 2025. Urban CPI inflation followed a similar trend, rising to 10.42% in August 2023 and then dropping to 2.48% in March 2025. CPI measured above 6.00% tolerance limit of the central bank since July 2023. As a part of an anti-inflationary measure, the RBI has hiked the repo rate by 250 bps since May 2022 and 8 Feb 2023 while it held the rate steady at 6.50 % till January 2025. In February, RBI reduced the repo rate for the first time in the last 5 year by 25 basis point to 6.25% from 6.50% previously.



Sources: CMIE Economic Outlook

Growth Outlook

The Union Budget 2025-26 has laid the foundation for sustained growth by balancing demand stimulation, investment promotion and inclusive development. Inflation level is reaching within the central bank's target; the RBI may pursue further monetary easing that will support growth. The medium-term outlook is bright, fueled by the emphasis on physical and digital infrastructure spending. With a focus on stimulating demand, driving investment and ensuring inclusive development, the budget introduces measures such as tax relief, increased infrastructure spending and incentives for manufacturing and clean energy. These initiatives aim to accelerate growth while maintaining fiscal discipline, reinforcing India's long-term economic resilience. The expansion of tax relief i.e zero tax liability for individuals earning up to INR 12 lacs annually under the new tax regime is expected to strengthen household finances and, consequently, boost consumption.

The external sector remains resilient, and key external vulnerability indicators continue to improve. However, tariff-related uncertainty is likely to weigh on exports and investment, prompting us to cut our FY26 GDP growth forecast to 6.3%.

Statistics Summary of Verticals Covered

Retail Industry in India		
Market Size		CAGR
CY 2025	USD 1300 Bn	
CY 2033P	USD 2000 Bn	5.64%
Organised Retail Market in India		
Market Size		CAGR
CY 2024	USD 186 Bn	
CY 2033P	USD 267 Bn	4.13%
Indian Bakery and Snacks		
Market Size		CAGR
CY 2024	INR 129.58 billion	
CY 2030P	INR 242.56 billion	11.01%

Product Segment: Spices		
Spice Production in India		CAGR
FY 2019	10.1 Mn tons	
FY 2025	12 Mn tons	5.00%
Product Segment: Milled Products (Wheat)		
Production of Wheat in India		CAGR
FY 2019	104 Mn Tons	
FY 2025	117 Mn Tons	2.00%
Production of Milled Wheat Products: Wheat Flour		CAGR
FY 2019	1485 thousand Tons	
FY 2024	1285 thousand Tons	-2.85%
Production of Milled Wheat Products: Wheat Bran		CAGR
FY 2019	784 thousand Tons	
FY 2024	842 thousand Tons	1.44%
Indian Food Processing Industry		
Groundnut / Peanut		
Production of Groundnut in India		CAGR
FY 2021	10.24 Mn Tons	
FY 2025	11.90 Mn Tons	3.80%
Fruit Pulp		
Production of Fruits in India		CAGR
FY 2020	102.0 Mn Tons	
FY 2025	113.2 Mn Tons	2.10%
Mango Pulp		
Production of Mango in India		
FY 2021	20.4 Mn Tons	
FY 2025	22.7 Mn Tons	2.70%
Production of mango pulp in India		
FY 2019	358.4 thousand Tons	
FY 2024	372.3 thousand Tons	0.76%
Food & Grocery Retailing Market in India		
Market Size		CAGR
CY 2025	USD 850 Bn	
CY 2030	USD 1000 Bn	3.29%

The Indian retail market valued at INR 1,260 billion in CY 2024, is expected to witness sustained growth, with its size projected to rise to USD 1,300 billion in CY 2025 and further to USD 2,000 billion by CY 2033, translating into a CAGR of 5.27% between CY 2024-33. Within this, the organized retail segment is anticipated to expand at a CAGR of 4.13%, growing from USD 186 billion in CY 2024 to USD 267 billion in CY 2033.

In the product category landscape, India's bakery and snacks segment is experiencing strong momentum, with the market expected to grow at an 11.01% CAGR, increasing from INR 129.58 billion in CY 2024 to INR 242.56 billion by CY 2030.

The spice segment has shown robust agricultural output, with total spice production in India growing from 10.1 million tons in FY 2019 to 12 million tons in FY 2025, registering a CAGR of 5.00%. Conversely, in the milled wheat products category, wheat production grew modestly at a 2.00% CAGR, from 104 million tons in FY 2019 to 117 million tons in

FY 2025. Among its processed derivatives, wheat bran showed marginal growth of 1.44% CAGR, whereas wheat flour production declined at a CAGR of -2.85% during the same period.

In the broader food processing industry, groundnut production increased at a 3.80% CAGR, rising from 10.24 million tons in FY 2021 to 11.90 million tons in FY 2025. Similarly, fruit production climbed from 102.0 million tons in FY 2020 to 113.2 million tons in FY 2025, posting a CAGR of 2.10%. The mango segment registered slightly better performance, with fresh mango output growing at 2.70% CAGR, and mango pulp production seeing a minimal rise from 358.4 thousand tons in FY 2019 to 372.3 thousand tons in FY 2024, at a CAGR of 0.76%.

Lastly, India's food and grocery retailing market is projected to grow steadily from USD 850 billion in CY 2025 to USD 1000 billion by CY 2030, delivering a CAGR of 3.29%.

Retail Industry in India

An Overview

The Indian retail sector is experiencing a significant transformation owing to a range of shifting socio-economic factors, increasing digital and new age technology influence along with a rapidly transforming consumer landscape. Over the year, India has evolved as a thriving consumer-driven economy, making it the 4th largest retail market globally after US, China, and Japan and has thus become one of the most attractive markets for global retailer to expand their footprints in India. The country ranked 1st in Kearney's Global Retail Development Index (GRDI) in 2024 which features 30 key retail markets in developing countries while in Kearney FDI Confidence Index 2024, it ranked 18 and 4th amongst the emerging countries after China UAE and Saudi Arabia.¹

Retail Sector Contribution and Major Highlight²:

- At present the retail sector in India accounts for over 10% of the country's GDP³.
- The sector contributes 8% of the workforce (35+ Mn). The sector is expected to create 25 Mn new jobs by 2030.
- The market size of the Indian retail sector reached USD 1,300 Bn in the year CY 2025 and it is expected to reach USD 1,890 billion by 2030 and USD 2,000 billion by 2033 growing at 5.27% CAGR between CY 2024-33
- Food & Grocery, Apparel & footwear, and consumer electronics are the largest retail segments, constituting 63%, 9% and 7% respectively of the retail market.
- The share of organized retail in the total retail industry is currently estimated at 12%-15%.
- The Indian e-commerce industry was estimated to be worth over USD 70 Bn in Gross Merchandise Value in 2022 and is expected to cross USD 350 Bn mark by 2030, growing at a CAGR of 32% between 2022-30.

For analysis purpose, the Indian retail industry is primarily segmented in *organized* and *unorganized*; based on key product segment it is segmented into *consumer non-durable goods* such as food & grocery and *consumer durable goods* such as Clothing & Footwear, Personal Care product, and Consumer Electronics etc. The industry is also segment based on distribution channel that include *brick and mortar* (B&M) and online (e-commerce). The B&M segment include many formats such as independent convenience store, drug stores, and health & beauty stores, in the unorganized segment as well as hypermarkets, supermarkets etc. and specialized independent store that operate in shopping Centre or mall space under the modern retail format in the organized retail.

Current Scenario and Historical growth review in the past two year

The Indian retail industry is a key driver of the Indian economy, and its contribution is significant in terms of value and its share in country's total workforce. It contributed around 10% to the country's total GDP and employs around 8% of

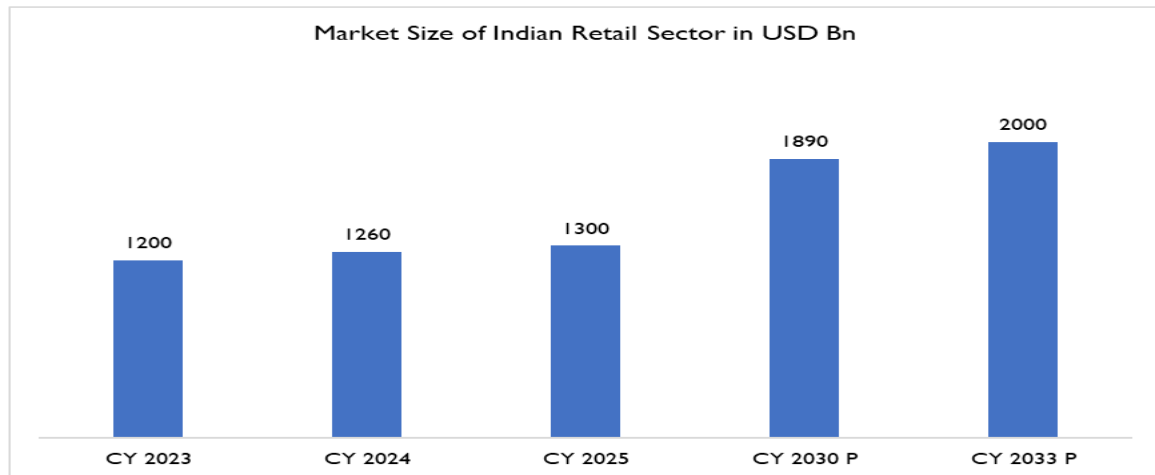
¹The 2024 Kearney Foreign Direct Investment Confidence Index®: Continued optimism in the face of instability | Kearney

² Invest India

³ This data is sourced from multiple industry reports, articles such as Retailers Association of India, Invest India as retail segment has contributed around 10% to country's total GDP consistently over past 2-3 years.

the total workforce⁴. The sector is growing at a brisk pace fuelled by the rapid urbanization, a growing middle class, steady increase in national wages and disposable incomes, and expanding consumer spending. Furthermore, the government steady efforts to improve India's ease of doing business and to strengthen the overall digital ecosystem have facilitated the entry of foreign investors in India which today have better access to the connected rural consumers than before.

The Indian retail sector, valued at USD 1,260 billion in 2024, is expected to grow steadily, reaching USD 1,300 billion by 2025 and further expanding to USD 1,890 billion by 2030 and USD 2,000 billion by 2033. This translates to a robust CAGR of approximately 7% during the 2024-2030 period, driven by rising consumer demand, urbanization, and increasing penetration of organized retail formats. Post 2030, the growth is projected to moderate, with the sector anticipated to reach USD 2,000 billion by 2033, marking a CAGR of around 2% over 2030-2033. This growth trajectory underscores the sector's resilience and long-term potential amid evolving consumption patterns.



Source: Industry Sources, D&B Research estimates

The Indian retail sector experienced a significant disruption in 2020 due to the COVID-19 pandemic. The nationwide lockdown severely impacted consumer spending, leading to a decline in both essential and non-essential goods. This was driven by factors such as reduced disposable income, subdued consumer sentiment, and economic uncertainty.

However, the sector witnessed a strong recovery in the following years. The revival of e-commerce activities during the unlock phases, coupled with pent-up demand, contributed to a gradual resurgence. The government's swift response, including widespread vaccination drives and containment measures, played a crucial role in restoring normalcy.

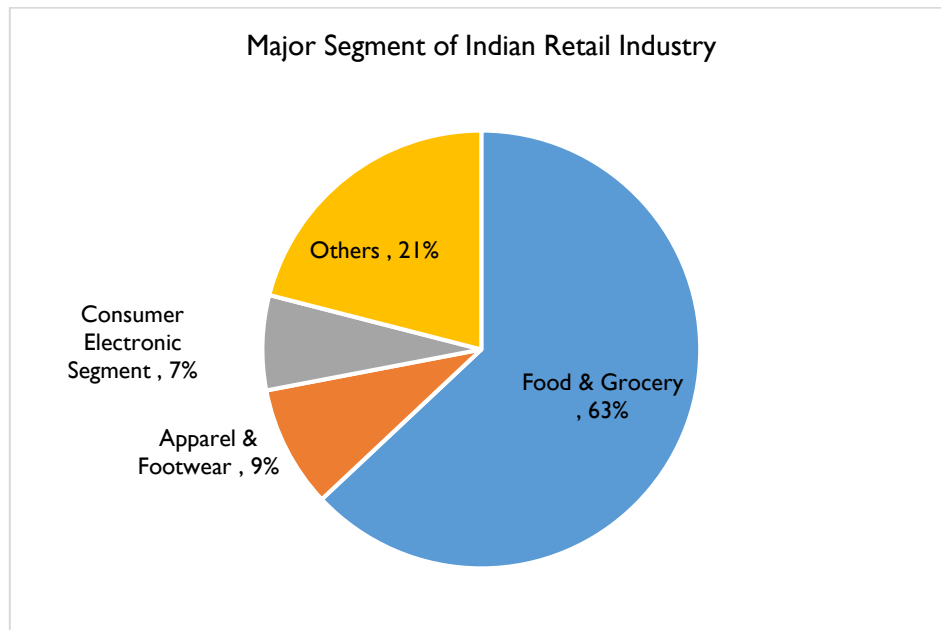
The organized retail sector demonstrated remarkable resilience, with the Retailers Association of India (RAI) reporting a significant growth of 34% in FY2022-23.⁵ This surpassed pre-pandemic sales figures, indicating a strong recovery and a positive outlook for the sector.

Major Market Segmentation

The retail industry comprises of various segments like - Food & Grocery, Jewellery, Apparel, Furniture, Pharmacy, Consumer Electronics and Durables, Beauty & Personal care, Footwear, and others. Amongst all, the food & Grocery is the largest segment of retail sector comprising of 63% share in the total retail industry followed by apparel and footwear, and consumer electronics segments those accounts for 9%, and 7% share, respectively.

⁴ This data is sourced from multiple industry reports, articles such as Retailers Association of India, Invest India as retail segment has contributed around 10% to country's total GDP consistently over past 2-3 years.

⁵ RAI is yet to announce growth rate for organized retail sector for FY 2024



Sources: Invest India Presentation ⁶

Indian Food & Grocery Retail

India's food retail market has undergone a significant transformation over the past decade and is projected to reach approximately USD 850 billion by 2025⁷. This growth has been propelled by rising per capita income, rapid urbanization, the emergence of dual-income households, and the expansion of modern trade channels such as cash-and-carry formats and e-commerce platforms. The country supports a vast distribution network with over 12 million grocery stores and more than one million wholesalers and distributors, catering to the needs of retail, food processing, and food service sectors. Consumer preferences are also evolving, with growing interest in health and wellness products, including organic, vegan, sugar-free, gluten-free, and immunity-boosting items. Simultaneously, there is a rising demand for premium, hygienically packaged, and convenient food options, such as ready-to-cook and ready-to-eat products, reflecting a shift toward quality, safety, and convenience in Indian food consumption habits.

The country's demographic dividend coupled with the higher investment and the favourable regulatory framework are expected to continue fuelling the food and grocery growth in India which is projected to grow 10% CAGR between 2022-2030. The increasing consumption of processed foods, rising demand of quality goods and services, premiumization trends and wider access to rural market will continue to push the Indian food and grocery retail market.

Over the past decade, this sector has undergone rapid expansion and modernization, driven by various factors such as technological advancements, changing consumer preferences, and increasing disposable incomes. In terms of retail formats, India boasts a diverse ecosystem that includes supermarkets, hypermarkets, grocery shops, convenience stores, and specialty shops. These formats cater to a wide range of consumer needs and preferences, offering both convenience and variety. While some retail outlets are part of larger networks, others operate independently, showcasing the *coexistence of traditional kirana shops alongside modern organized retail chains*.

This blend of traditional and modern retail formats reflects the dynamic nature of India's retail sector, where innovation and tradition converge to meet the evolving demands of consumers. The emergence of organized retail complements the longstanding presence of kirana shops, creating a competitive retail landscape that continues to drive growth and innovation across the industry.

⁶ Estimated based on FY23 pattern given by Invest India. FY24 pattern is yet to be released.

⁷ USDA

Food & Grocery sector falls under the broader FMCG sector, which also include personal care as well as household care products.

Food & Grocery Sector in India: Classifications	
Segments	Products
Food and Beverages	Carbonated and Non-carbonated Drinks, Alcoholic Beverages, Dairy products, Confectionery, Meat, Poultry and Seafood, food additives, salts, edible oils, fats, and all processed and packaged foods.
Personal Care	Soap, Cosmetics, Female hygiene products etc.
Household Care	Disinfectants, Toiletries etc.

Food & Grocery sector falls under the broader FMCG sector which is often segmented based on the pricing of the products. These products are divided into low priced, medium priced and premium/ high priced segments. Low priced segment is driven by volume and price sensitive nature while high / premium priced segment is characterized by a price insensitive and brand conscious nature.

The FMCG sector is characterized by strong presence of global MNCs, intense competition between organized players, well established supply chain & distribution networks. During the last decade the FMCG players increased and improved their distribution channels and improved supply chain to enhance the availability of products across the country, especially to the rural region. This contributed to the growth of FMCG sector in India. The sector is primarily fragmented in nature with the presence of global players such as Nestle, Palmolive-Colgate Company, Johnson & Johnson, and P&G; and domestic players such as Hindustan Unilever Limited, Patanjali Ayurveda, Dabur, ITC, and Britannia, amongst others. Overall, the availability of raw materials, cheaper labour costs, and huge consumer base gives India a competitive advantage.

Growth of Food & Grocery Retail in Tier 2 and Tier 3 cities

The Indian retail industry has undergone a remarkable evolution since the liberalization of the economy in 1991, marked by significant developments in organized retail. While various retail models have emerged, "value retail" continues to hold allure for consumers, especially in the grocery segment, which constitutes nearly 63% of the country's retail consumption⁸.

Initially all supermarkets were concentrated in metropolitan areas due to higher population density, greater purchasing power, and the presence of infrastructure and amenities conducive to large-scale retail operations. However, supermarkets recognized the potential for growth beyond metros and leveraged their strengths in offering a modern shopping experience, diverse product range, and competitive pricing to attract consumers. Thus, supermarkets successfully expanded their footprint to smaller towns and cities, reflecting a strategic response to market dynamics and consumer demand.

The growth of supermarkets into tier 2 and tier 3 cities was facilitated by several factors. Firstly, improving infrastructure and connectivity made it feasible for supermarkets to establish a presence in these locations. Secondly, the rising purchasing power and aspirations of consumers in smaller cities drove demand for a modern retail experience, including well-stocked shelves, organized layouts, and a variety of products.

The impact of the COVID-19 pandemic further accelerated the growth of supermarkets and organized retail, with consumers prioritizing hygiene, safety, and convenience. This shift in consumer behaviour led to increased footfall and sales in supermarkets, particularly in smaller towns and cities where organized retail was gaining traction.

Within India's organized grocery retail landscape, intense competition prevails, as major players vie for consumer attention through enticing offers and promotions. These market leaders are focused on delivering a distinctive shopping experience characterized by well-stocked shelves, meticulously organized spaces with ample lighting, and a diverse array of products strategically displayed to entice and encourage consumer purchases.

The number of Organised Food & Grocery Retailers in India increased at a CAGR of 4.6% between FY 2017 – FY 2023.

⁸ This refers to 63% of the current retail market size.

During 2020, some retailers shut down due to the severe impact of Covid-19 on businesses. However, since then, there have been continuous increases in number of retailers in the F&G segment in India, with 2022 observing an increase of nearly 10% over the previous year. This growth continued in 2023 with a further increase of 4.6%.

Policy support, such as the 100% FDI allowance in food retail for domestically produced products, also encouraged investment and expansion in the retail sector, including supermarkets. This policy framework facilitated market entry and growth opportunities in tier 2 and tier 3 cities, contributing to the overall expansion of supermarkets across India.

Further, as employment opportunities improve, agricultural advancements occur, and the rural workforce returns, rural areas are projected to see an increase in consumption levels, referred to as volume growth, presenting significant untapped potential for growth in the Indian retail sector, prompting major retail players to invest heavily in this burgeoning market.

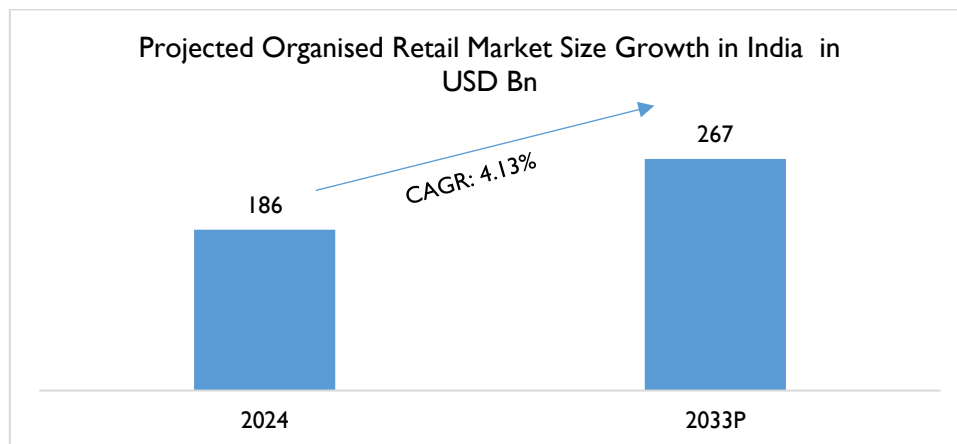
Organised Vs Unorganised retail in India and Growth trend in organized retail in India

Currently⁹, the traditional and unorganized retail segment is still the dominant one in the country accounting for nearly 85-88% share while organized retail account for the balance share. The unorganized retail sector includes local kirana stores, owner-operated general stores, convenience stores etc. The unorganized retailing is a highly fragmented segment with per unit space relatively low. However, this segment is too experiencing a significant transformation after the digitization push.

On the other hand, the organized retailers include corporate backed hyper markets / super markets and privately owned large retail businesses which operate with modern retailing format both in offline and online mode. The major factors supporting and accelerating the growth of the organized sector are increasing levels of internet penetration, digital maturity, and developing infrastructure to back online transactions.

The organized retail is gaining ground at a brisk pace in India where a balance is emerging across shopping format that include hypermarkets, supermarket, and other large retail format like specialty store. Major retail chains are expanding their presence beyond metros and Tier-1 cities to tier-2, tier-3 cities and even in tier-4 cities owing to lower rental rates and operating costs. This is translating in to overall increase in nation's consumer power and benefitting the growth of organised retail in India.

The organised retailing segment is estimated to be valued at USD 186 Bn in 2024 and is projected to grow to USD 267 Bn by 2033.



Source: Dun & Bradstreet Desk Research

Malls are the largest format of organized retail available today. Since it is equipped with presence of dedicated multi-level parking, multi-brand retail outlet and exclusive retail outlet, hypermarket/supermarket, large food courts, restaurants, entertainment zone and many more, it precisely offers multiple convenience to consumer all under common roof. Beyond their retail offerings, malls and high streets provide safe and secure environments for social interaction and quality time with loved ones.

On demand side, today's consumers seek a more engaging retail experience, prioritizing personalized service, interactive displays, and innovative approaches that go beyond the simple product transaction. Thus, the evolving customer

⁹ Referring to FY24

preferences for a safe, contactless, and sophisticated technology enable shopping experience is driving the growth of experiential retail, where the shopping experience is equally important to product sale. Beside above, underlying factor such as rapid urbanization, increasing disposable income, transforming lifestyle, increasing consumerism and supportive regulatory environment are few additional prominent factors that are propelling the growth of organized retail in India. As per, Deloitte India and the Shopping Centre Association of India (SCAI), malls and shopping centres play is projected to grow at 17% CAGR from 2022 to 2028, outpacing the overall growth of the retail industry.

On supply side, the retailers are paying greater attention to this noticeable shift in consumer preferences and thus making increasing investment to offer a wide range of services and improved shopping experiences to them. Owning or renting a space in a shopping mall may help retailer with better positioning and reach amongst a diversified consumer segment. Access to Hi-tech surveillance and security; elevators, parking, and other common areas; and lesser maintenance fees, are other added advantage that may help businesses with reduced operational cost and improved operational efficiency.

Organized Retail Leasing Space Growth in India

India remains one of the most promising destinations for retail investment, with the organized retail sector experiencing record-breaking leasing activity. As per Cushman & Wakefield, leasing in Tier-I cities reached 6.4 million sq. ft. in 2024, driven largely by Bengaluru, Hyderabad, and Delhi-NCR, which together accounted for 58% of the total absorption. The momentum carried into early 2025, with Q1 alone seeing 2.4 million sq. ft. of leasing, a significant 55% year-on-year jump. High streets dominated preference, contributing nearly two-thirds of this activity, while malls accounted for the rest. Among segments, fashion and apparel led the charge with a 37% share, followed by entertainment (14%), food & beverage (12%), luxury (9%), and consumer electronics (6%). While early 2025 saw limited new mall supply, nearly 9 million sq. ft. of Grade-A space is expected to enter the market this year, with recently completed malls already absorbing strong leasing demand, highlighting continued strength in physical retail.

This growth is occurring alongside the rapid expansion of e-commerce, which is reshaping consumer behaviour across India. The country is projected to reach 400 million unique online shoppers by 2027, up from 312 million in 2022. Quick commerce has notably disrupted traditional shopping patterns in urban areas, with e-grocery commanding two-thirds of online grocery orders and contributing USD 6–7 billion in GMV in 2024. Meanwhile, digital payments have surged, with UPI now handling over INR 15 trillion in monthly transactions, underscoring deep digital penetration. The direct-to-consumer (D2C) model has also gained momentum, accounting for around 15% of total e-commerce sales and growing at a rapid 40% annually.

Despite the digital boom, organized retail is far from losing ground. Instead, it is embracing transformation through an omnichannel strategy, elevated in-store experiences, and a stronger focus on food, entertainment, and premium offerings. This hybrid evolution reflects India's unique consumer dynamics, where both physical and digital retail are poised to grow in tandem.

Major Advantages of E-commerce

Disintermediation: E-commerce has reduced the role of intermediaries. Using online platforms, manufacturers can now directly sell their product to end users, bypassing the traditional retail chain. Disintermediation has brought several benefits to buyers & sellers. It helps sellers in eliminating operation & infrastructure cost of selling through channels while buyers can make hassle-free purchases at comparatively lesser prices due to disintermediation.

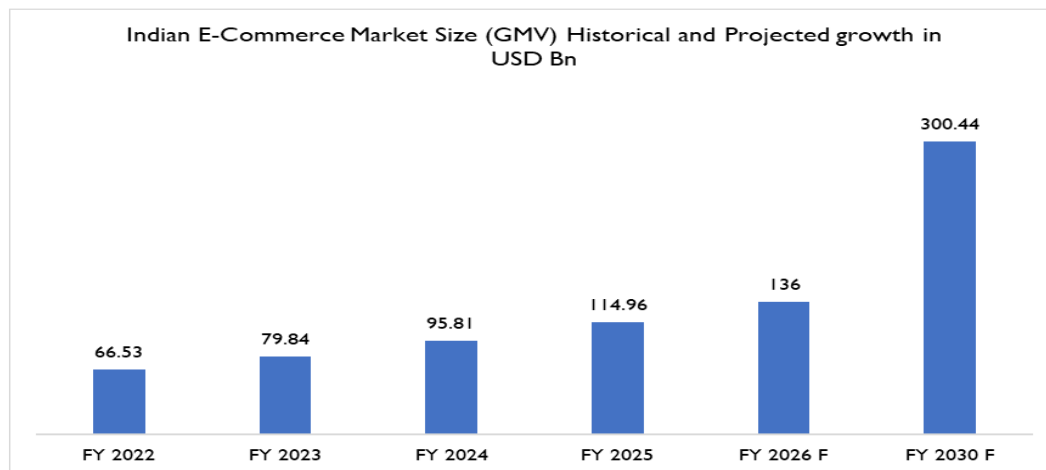
Greater Convenience & Wider Reach: Convenience is one of the most important advantages of e-commerce industry. Millennial population's changing perspective towards "Anytime / Anywhere" is pushing the e-commerce sales in India. E-commerce's round-the-clock accessibility broadens the customer base to encompass a vast majority of internet users, geographically transcending traditional limitations. Furthermore, advertisement & promotions on online platform allows e-commerce portal to have better & wider reach from even global customers.

Access to diverse inventory & Easy Product Comparison: A wider range of choices in all categories such as electronics, apparels, footwear, books, food & groceries, etc. is available at a single website. Moreover, better inventory management and cataloguing of product on online portal attract customer's attention and even leads to impulsive buying too. Use of e-commerce platform is not just restricted to buying or selling activities, but it also has unique business offering that provides for information gathering, product/services comparison in terms of pricing, product review, customer rating, availability etc. All these factors have transformed customer's preferences towards e-commerce industry.

Improved Efficiency: As the orders are processed digitally, buying efficiency is improved for stakeholder in the value chain including manufacturers, distributors, wholesalers, and retailers. Large scale procurement/ sale, information sharing

is possible just at a click of button which is time saving and more transparent in nature as comparatively less human interaction is involved. Furthermore, technology advancement (e.g., mobile apps), varied facilities (i.e., payment platforms, transport options, etc.), paperless & cashless transactions, artificial intelligence and a host of other new innovations are being brought about to deal with rapidly changing business needs.

Driven by the rising internet penetration, smartphone usage, and rapid adoption of digital payments, the Indian e-commerce market has seen robust expansion over recent years. The industry has grown from USD 66.53 billion in FY 2022 to an estimated USD 114.96 billion in FY 2025, registering a healthy CAGR of approximately **20%** over the period. This upward trajectory is expected to continue, with the market projected to reach **USD 300.44 billion by FY 2030**, reflecting a CAGR of **16.9%** between FY 2025 and FY 2030.



Sources: International Trade Administration, Industry Sources, D&B Estimates

Innovation and customization to align with changing customers expectation and dynamic operating environment has supported the growth of e-commerce in diversified business segment including *retail*. The Indian retail sector has been evolving steadily, both in terms of *format* and *platform*, paving the way for modern retail format which gives unique shopping experience to the customer. The noticeable surge in internet users, conducive ICT infrastructure, increasing time poverty¹⁰, convenience of online purchase and exciting discounts running throughout the year, have pushed the e-commerce penetration in the retail sector. Furthermore, efficient customer servicing policies offered by retailers such as cash on delivery, good replacement policy, etc are other factors that have boosted the trust and comfort of customers opting for online shopping. Further, the growth of logistics & reverse logistic to ensure speedy & safe delivery even for precious and delicate items is aiding growth of online retail in India.

The Covid-19 pandemic brought some long-lasting changes in consumer landscape to which retail sector is still adjusting. It has altered their preferences and transformed the purchasing behaviour of consumers such as how they consume, shop, use technology etc. Major emerging changes that have accelerated after Covid are listed below:

Omni-channel strategies	Experiential shopping	Micro-retailing-	Technology and Digital Adoption
•Retailers must be present at all touchpoint (both offline and online) where customer want to be served	•Despite growing e-retailing, the Indian customer's in-store experience plays a decisive role in the final product purchase. For this reason, retailers are must keep quality of service tailored in the physical store.	•During pandemic, the need for "convenience retail" grew substantially encouraging the concept of micro retailing with hyper local store so that retailers are as close to the customer as possible	•Retail sector has been a major proponent digital push in India. It is pushing innovative technology tools right from inventory planning and supply chain to POS, delivery and digital payment app,

¹⁰ Increasing Time poverty refers to the shortage of time amongst the working group segment which holds significant share in total potential customer segment.

E-commerce's share in India's overall retail landscape is accelerating, as retailers increasingly leverage digital platforms not just for selling, but also for building brand visibility and consumer engagement. Traditional brick-and-mortar brands are intensifying efforts to expand their online presence through D2C (Direct-to-Consumer) channels, while simultaneously partnering with leading marketplaces such as Amazon, Flipkart, Myntra, Snapdeal, and others. Additionally, M-commerce (mobile commerce) is driving growth as e-commerce players launch and upgrade mobile apps to boost user engagement. The wave of digital adoption has also reached India's vast network of Kirana stores, which are being digitally integrated into the retail value chain through collaborations with platforms like Blinkit, BB Now, Swiggy Instamart, and Dunzo. These partnerships are reshaping the consumer experience, offering doorstep delivery and transforming India's grocery ecosystem.

Based on various industry estimates, Dun & Bradstreet expects the Indian **e-grocery market** to be valued at **USD 9.68 billion in 2024**, is projected to grow to **USD 50.3 billion by 2030**, recording an impressive **~31.6% CAGR**, making it one of the fastest-growing sub-segments in Indian e-commerce.

Overall, the Indian e-commerce industry is evolving into a dynamic, omni-channel retail ecosystem, driven by both consumer demand for convenience and businesses' strategic digital pivots.

Impact of Inflation on Food Products and Retail Dynamics

Effect of Inflation on Food Products

Inflation significantly affects the food sector, influencing prices, consumer behavior, and overall market dynamics. The impact varies across different segments, such as essential staples, processed foods, and premium products.

- **Rising Input Costs:** Inflation increases the cost of raw materials like grains, vegetables, and dairy products. Factors such as fuel price hikes, supply chain disruptions, and global commodity market volatility contribute to cost inflation. This rise in production and transportation costs is often passed on to consumers, leading to higher retail prices.
- **Food Price Increases:** As of October 2024, food inflation reached 10.87%, marking a 15-month high. Key contributors include substantial price hikes in:
 - o Vegetables: Prices surged 42.18%, driven by adverse weather conditions affecting supply chains.
 - o Fruits: Prices increased by 8.43%, reflecting similar supply challenges.
- **Price Sensitivity and Shifting Consumption Patterns:** Consumers become more price-sensitive during inflationary periods, leading to changes in buying habits:
 - o Staples vs. Premium Products: Demand for essential staples like rice, wheat, and vegetables remains relatively stable, while sales of premium or discretionary food products (like organic and specialty foods) may decline.
 - o Brand Switching: Consumers may shift from branded products to private labels or cheaper alternatives.
- **Impact on Producers and Suppliers:** Small and medium-sized food producers face increased financial strain due to higher production costs. Large manufacturers might have more capacity to absorb costs, but smaller players may struggle with reduced margins.
- **Food Security Concerns:** Inflation can exacerbate food insecurity, particularly in developing economies where a significant portion of household income is spent on food. Governments may need to intervene through subsidies or price controls to stabilize the market.

Impact of E-commerce and Quick Commerce on Offline Sales

The rise of e-commerce and quick commerce has transformed consumer shopping behavior, particularly during periods of economic uncertainty. These digital channels offer convenience, competitive pricing, and a wide array of choices, posing both challenges and opportunities for traditional offline retailers.

- **Convenience and Speed Advantage**
 - o Quick Commerce: Quick commerce (Q-commerce), with its promise of ultra-fast delivery (within 10-30 minutes), has become particularly popular in urban areas. This model appeals to consumers seeking immediate gratification, especially groceries, essential food items, and personal care products.
 - o Impact on Offline Retail: Traditional brick-and-mortar stores face reduced foot traffic as consumers increasingly opt for online platforms that provide home delivery and attractive deals.
- **Competitive Pricing and Promotions**

- o E-commerce platforms leverage data analytics to offer personalized discounts and dynamic pricing strategies. During inflation, consumers are more inclined to hunt for the best deals online, affecting offline sales.
- o Loyalty Programs: Online platforms often have robust loyalty programs and cashback offers, which can divert customers from physical stores.

- **Changing Consumer Expectations**

- o Omnichannel Experience: Consumers now expect seamless shopping experiences across both online and offline platforms. Offline retailers must adapt by integrating digital technologies (like QR codes, digital payments, and inventory tracking) to remain competitive.
- o In-Store Experience: Physical stores are focusing on enhancing the in-store experience through personalized services, in-store events, and exclusive products that are not available online.

- **Inventory and Supply Chain Management**

E-commerce platforms typically maintain extensive inventories and employ advanced supply chain technologies. Offline retailers face challenges in competing with this efficiency, particularly during inflation when maintaining stock at competitive prices becomes difficult.

- **Impact on Local Kirana Stores**

Quick commerce has directly impacted local Kirana stores. While many consumers still rely on these stores for small, everyday purchases, digital players like Zepto, Swiggy Instamart, and Blinkit are capturing a growing share of this market. However, some Kirana stores are collaborating with e-commerce platforms (like Amazon Local Shops) to stay relevant. Inflation creates a complex environment for food products, affecting pricing, consumer choices, and market stability. The sharp rise in food prices, particularly in vegetables and fruits, highlights the sector's vulnerability to external factors like adverse weather. Simultaneously, the rapid growth of e-commerce and quick commerce reshapes retail dynamics, presenting both challenges and opportunities for offline stores. Adapting to these changes requires a strategic approach that focuses on innovation, customer experience, and digital integration to remain competitive in an evolving market.

Key Growth Driver

Below mentioned are the major underlying factors that are likely to propel the growth of Organized and e-retailing and overall Retail Sector in India:

Urbanization

India, boasting a staggering population exceeding 1.46 billion in 2025, represents about 17.2% of the world's total inhabitants, with a consistent 1.39% annual growth rate over the past 25 years. Furthermore, according to the Handbook of Urban Statistics 2022, India's urban population continues its rapid growth trajectory. As of mid-2025, an estimated 542.7 million people, or approximately 37.1% of India's population, reside in urban areas. This urbanisation rate has increased from 36.0% in 2023 to 36.9% in 2024 and 37.1% in 2025, with a steady annual growth of about 2.3%. Looking ahead, projections based on UN and national estimates indicate that by 2030, over 40% of India's population, around 607 million people, are likely to live in urban areas. By 2035, this figure is expected to rise further to approximately 675 million, representing an urban share of about 42.8%. These trends underline the swift pace of urbanisation in India and signal significant implications for infrastructure planning, urban governance, and future socio-economic policies.

As the country experiences rapid urban growth, with more people migrating from rural to urban areas, there is a fundamental shift in consumer behaviour and preferences. Urban dwellers typically lead fast-paced lifestyles characterized by hectic work schedules and limited time for traditional shopping practices. This demographic segment values convenience, efficiency, and a seamless shopping experience.

Economic Growth	•Excluding the Pandemic years (FY2020-21), India's GDP is growing at 7-7.5% rate annually since FY 2014 favouring growth in consumption and investment demand.
Income Growth	•The country's Per capita income has increased from INR 68,572 in FY 2014 to INR 106,744 in FY 2024 (PE).
Access To Large Market	•With over 1.42 Bn population, India emerged as the world most populous country in April' 23. India's population is projected to reach 1.54 Bn by 2032.
Demographics Advantage	•More than two-thirds of its population or 68% comprises people between the ages of 15 and 64 while with a median age of 31 by 2030, India will remain one of the youngest nations in the world.
Urbanisation	•The share of Urban population to total population in India grew from 27.8% to 31% between 2001-2011 and is further estimated to grow to 41.7% by 2030.
Per Capita Consumption	•Rural per capita consumption to grow 4.3 times by 2030, compared to 3.5 times in urban India
Rising Consumerism	•India's consumption expenditure to grow from USD 1.5 trillion in 2021 to USD 6 Trillion by 2030 backed by the 370 Mn aspirational consumer age between 0-25 who will have grown up in India which have relatively better digital reach than before.
Increasing Millennial Population	•By 2030, India will have nearly 90 Mn new households headed by millennials
Affluent and Elite to drive spending	•India's affluent population and elite population is expected to grow by 2.1 X and 2.3X between 2019-2030
Digital Economy Growth	•India's digital economy is expected to reach USD 1 Tn by 2030 from USD 90 Bn
Internet User Growth	•India has second largest Internet users base which reached 944 Mn as on 30th Sep 2024.
Increase in Digital Payment	•Digital payments gross transaction value is expected to grow from USD 0.6 Tn in 2022 to USD 3.1 Tn (2030)
Government Initiatives	•Digital India, Demonetization, GST reform, FDI relaxation, Aadhaar, UPI and changes in MSME definition to include wholesale and retail trader favour the retail sector growth

Organized retail stores cater precisely to these urban consumer needs by offering a modern and structured shopping environment. These stores are strategically located in urban centres, making them easily accessible to a large population base. Additionally, organized retail outlets leverage their scale and operational efficiencies to stock a wide range of products, from daily essentials to specialty items, thereby providing consumers with a one-stop destination for their shopping needs.

Changing consumer preferences

Changing consumer preferences play a crucial role in driving the demand for organized food and grocery retail stores in India. One of the key aspects of these changing preferences is the shift towards cleanliness, hygiene, and well-organized shopping environments. Organized retail stores excel in this aspect by maintaining high standards of cleanliness, ensuring neat and tidy aisles, and providing a pleasant ambiance for shopping. This focus on cleanliness is particularly important in the current global context, where health and safety considerations have become paramount.

Additionally, Organized retail stores are designed to optimize space, display products attractively, and provide clear

signage for easy navigation. This organized layout enhances the overall shopping experience, making it more convenient and enjoyable for consumers. Moreover, organized stores often categorize products logically, making it easier for shoppers to find what they need quickly.

Furthermore, the availability of a wide range of products under one roof is another aspect of changing consumer preferences driving demand for organized retail. Consumers today value convenience and efficiency in their shopping trips. Organized stores fulfil this need by offering a diverse selection of products, including branded and premium options, thus saving consumers time and effort in visiting multiple stores for their shopping needs.

Increase in disposable income.

Higher disposable incomes among consumers in India have a significant impact on the demand for organized retail shops and supermarkets. As people's incomes rise, they have more money available for discretionary spending, including on groceries and other retail items. This increase in disposable income enables consumers to afford the convenience and premium offerings often found in organized retail outlets.

With higher incomes, consumers place greater value on time-saving benefits and convenience. Organized retail shops and supermarkets offer a wide range of products under one roof, saving customers the time and effort of visiting multiple stores. Additionally, these outlets often provide services like home delivery, online ordering, and loyalty programs, further enhancing convenience for busy consumers.

Quality Assurance

Quality assurance is a crucial factor that drives demand for organized retail shops and supermarkets in India. Consumers are increasingly concerned about the authenticity, safety, and overall quality of products they purchase. Organized retail outlets play an important role in meeting these expectations by implementing robust quality control measures throughout their supply chains.

One key aspect of quality assurance is the sourcing of products from reputable suppliers and brands. Organized retail shops and supermarkets often have partnerships with well-known manufacturers and distributors, ensuring that the products they offer are genuine, of high quality, and compliant with industry standards and regulations. This gives consumers confidence in the products they buy and reduces the risk of purchasing counterfeit or substandard items.

Furthermore, organized retailers invest in maintaining the freshness and integrity of perishable goods such as fruits, vegetables, dairy products, and meats. They adhere to strict storage, handling, and refrigeration standards to preserve the quality and nutritional value of these items. This focus on freshness and quality sets organized retail apart from traditional unorganized stores, attracting discerning consumers who prioritize product quality.

In addition to product quality, organized retail outlets also prioritize customer service and satisfaction. They often have well-trained staff who can provide information about products, assist with inquiries or issues, and ensure a pleasant shopping experience. This emphasis on customer-centric services enhances the overall perceived quality of the retail outlet and encourages repeat business from satisfied customers.

Growing demand from Tier 2 and Tier 3 cities

The growing demand from tier 2 and tier 3 cities is a significant driver of the increased popularity and demand for organized retail shops and supermarkets in India. Tier 2 and tier 3 cities are experiencing rapid urbanization, economic growth, and improvements in infrastructure, leading to changes in consumer behaviour and preferences.

One key factor contributing to the demand from these cities is the rising middle-class population with increasing disposable incomes. As incomes rise in tier 2 and tier 3 cities, consumers have more purchasing power and a growing appetite for branded products, convenience, and a modern shopping experience. Organized retail outlets are well-positioned to meet these evolving consumer needs by offering a wide range of branded products, superior quality, and convenient services under one roof.

Moreover, the expansion of organized retail chains into tier 2 and tier 3 cities has bridged the gap between urban and rural shopping experiences. Consumers in these cities now have access to a diverse range of products, including FMCG goods, electronics, apparel, and household items, which were previously limited to larger cities or urban areas. This accessibility and availability of products contribute significantly to the growing demand for organized retail in tier 2 and tier 3 cities. Additionally, the presence of organized retail outlets brings modern retail practices, such as digital payments, loyalty

programs, and online shopping options, to tier 2 and tier 3 cities, enhancing the overall shopping experience for consumers. This adoption of modern retail practices aligns with the preferences of younger demographics in these cities, who are tech-savvy and value convenience and efficiency in their shopping journeys.

Regulatory Scenario

Key Initiatives & Policy Changes

- **Reforms to attract Foreign Direct Investment (FDI):** The Government of India has introduced reforms to attract Foreign Direct Investment (FDI) in the retail industry. Recent policy changes allow:
 - 100% FDI under the automatic route for:
 - Cash & carry wholesale trading.
 - E-commerce (B2B & marketplace for B2C)
- **Cashless Payments:** The Government's efforts to promote cashless payments are expected to facilitate modern/online retail.
- **Priority Sector Status:** Retail has been accorded the status of a priority sector by the government in the National Skill Development Mission. Retailers Association of India is the nodal agency for training the manpower. This would make available the required trained manpower for the growth of the sector.
- **Model Shops and Establishments Bill 2016:** Introduced by the Centre, one of the provisions of this bill allows retailers to operate 24-hour, which is expected to provide a boost to the retail market, especially in the metros.
- **Abolishment of the Foreign Investment Promotion Board:** Following the abolishment of the Foreign Investment Promotion Board in 2017, the FDI clearance process has become convenient for investors. The move removes an extra layer of procedures, making the overall process more efficient. FDI proposals are now transferred to concerned individual ministries, which decide on their clearance.
- **Open Network for Digital Commerce (ONDC):** This government initiative aims to create an open e-commerce ecosystem, promoting a level playing field for all sellers and reducing dependence on large online marketplaces. The ONDC is expected to empower small and medium businesses (SMBs) to participate effectively in online retail, fostering greater competition and consumer choice.
- **Government Initiatives:** Schemes like "Pradhan Mantri Gramin Digital Stores" are being launched to establish rural e-commerce points facilitated by local kirana shops. These initiatives aim to bridge the digital divide and provide rural consumers with access to a wider range of products and services.

Regulatory Landscape in Maharashtra

The Maharashtra Retail Trade Policy, 2016: aimed to bolster the state's position as a retail leader within India.

Objectives:

- **Strengthen Leadership:** The policy aimed to solidify Maharashtra's position as a frontrunner in the national retail sector.
- **Attract Investment:** It was intended to incentivize investments in the retail sector, particularly in underdeveloped regions of the state.
- **Boost Employment:** Job creation across the retail sector was a primary focus.
- **Empowerment & Skill Development:** The policy envisioned skilling and empowering youth to participate effectively in retail trade.
- **Support for Unorganized Sector:** The policy aimed to strengthen existing unorganized small retailers to help them compete with the organized sector.

Key Initiatives:

- **Relaxations under the Shops and Establishment Act:** The policy proposed simplified registration processes and reduced regulatory burdens for small and medium retailers with less than nine employees.
- **Online Registration:** It aimed to introduce online registration facilities for various licenses and approvals, streamlining the process for businesses.
- **Relaxation from APMC regulations:** This provision (potentially repealed) exempted retailers from certain regulations of the Agricultural Produce Market Committee (APMC), allowing them to potentially source produce directly from farmers, reducing costs and inefficiencies.
- **Single Window Clearance:** The policy advocated for a centralized system for obtaining clearances and permits, potentially saving time and resources for retailers.
- **Focus on Training & Skill Development:** Initiatives to equip the workforce with relevant retail skills were envisioned.

Potential Impact:

- **Increased Investment & Growth:** The policy could have spurred investments in retail infrastructure and expansion, particularly in underdeveloped areas.
- **Job Creation:** Streamlined regulations and a more vibrant retail sector could have led to more job opportunities.
- **Empowering Small Retailers:** Reduced compliance burdens and potential benefits like direct sourcing from farmers could have strengthened the position of unorganized small retailers.
- **Improved Consumer Choice & Convenience:** A more robust retail sector could benefit consumers with a wider range of options and potentially lower prices.

Threat & Challenges

- **Unorganized Markets:** The predominance of unorganized retail in India, lacking standard processes and scalability, poses a significant challenge to large retailers. Small and medium-sized outlets continue to attract customers due to their accessibility and personalized services.
- **High Supply Chain Costs:** A fragmented supply chain, compounded by the involvement of middlemen, escalates costs for organized retailers. This affects their pricing competitiveness, especially when local stores offer similar products at lower prices.
- **Maintenance Expenses:** Organized retail incurs high operational costs, including rent, utilities, and salaries for large teams, which smaller retailers manage more efficiently. This cost disparity can impact profitability.
- **Consumer Mindset:** Indian consumers exhibit strong loyalty toward neighbourhood stores, which offer a sense of trust and familiarity. Changing these ingrained preferences requires sustained engagement and superior value delivery.
- **Lack of Personalization:** While small retailers excel in offering personalized recommendations, larger retail formats often lack this human touch, diminishing their appeal to customers who value customized shopping experiences.
- **Technological Adaptation:** The rise of e-commerce has transformed retail, and brands need to adopt a strong digital presence to remain competitive. Integrating technology in production processes, inventory management, and digital marketing is essential, but smaller brands may lack the resources for such investments. Moreover, the fast-evolving tech landscape requires ongoing innovation, pushing companies to continuously invest in new tools, from customer analytics to augmented reality experiences, to keep up with consumer expectations.

Despite these challenges, the Indian retail sector holds immense potential for growth, driven by technological adoption, evolving consumer behaviour, and government support. Addressing these hurdles will be key to sustaining growth and fostering a balanced ecosystem that benefits both organized and unorganized retail players.

Competitive Landscape

The Indian retailing space particularly FMCG is a captivating blend of tradition and transformation, where established giants like kirana stores face off against the rising tide of modern trade and innovative e-commerce players. Currently, traditional stores like kirana shops, with over 11.5 million outlets account for a whopping 80-85% of FMCG sales. These small, family-run businesses offer a convenient and familiar shopping experience for many consumers. They are known for their local presence, credit facilities, and personalized customer service. However, limitations in product variety, space constraints, and outdated inventory management remain challenges.

While traditional retail holds a strong position, modern retail formats like supermarkets, hypermarkets, and e-commerce platforms are rapidly growing. They offer a wider product range, a more organized shopping experience, and attractive promotions. Major players include Reliance Fresh, More Retail, Avenue Supermarkets (DMart), Max Hypermarket (Spar), Spenser's retail, and Star Bazaar, to name a few. This segment is expected to capture 30-35% of the market share within the next 3-5 years. This growth is driven by:

- **Focus on Pricing:** Modern retailers leverage economies of scale to offer competitive pricing, attracting budget-conscious customers.
- **Wider Selection:** They provide a wider range of brands and merchandise, catering to diverse consumer preferences.
- **Convenience:** Strategic locations and online shopping options offer greater convenience for customers.

E-commerce while still a smaller player, online retail is witnessing significant growth, especially in urban areas. Players like Amazon, Flipkart, and BigBasket are offering convenience, competitive pricing, and faster deliveries. E-commerce disrupts the landscape by offering a wider product variety than both traditional and modern trade, often at lower prices. However, challenges like logistics costs and the inability to cater to the immediate needs of consumers remain.

Direct-to-Consumer (D2C) Brands are bypassing traditional channels and selling directly to consumers through their websites and social media platforms. This trend is driven by the growing preference for niche and personalized products. D2C brands can offer more competitive pricing by eliminating middlemen, but building brand awareness and reaching a wider customer base can be a challenge.

The Indian FMCG retail space has undergone a significant transformation:

- Rise of Modern Trade: Modern retailers are offering a compelling alternative, attracting consumers with a wider variety of products and a more pleasant shopping experience.
- Tech Integration: Both traditional and modern players embrace technology. This includes digital payments, loyalty programs, and data analytics to improve inventory management and customer targeting.
- E-commerce Boom: Increasing internet penetration and smartphone usage fueling the growth of online FMCG sales.

Several factors are shaping the competitive landscape in the Indian FMCG retail space:



The Indian FMCG retail space promises continued growth. Retailers who can successfully adapt to the evolving needs of consumers, leverage technology effectively, and build robust supply chains will emerge as leaders. The future is likely to be dominated by an omnichannel approach, where consumers seamlessly switch between online and offline channels for their FMCG purchases. Retailers who can offer a unified and convenient shopping experience across all channels will be best positioned to thrive in this dynamic market.

Profiling of key players

D-Mart



Company Profile

- DMart, operated by Avenue Supermarts Limited, is a prominent supermarket chain in India, recognized for its focus on value pricing and private label brands.
- Founded in 2002 by Radhakishan Damani
- Headquarters: Mumbai, Maharashtra
- Publicly Traded: Listed on the National Stock Exchange and Bombay Stock Exchange in March 2017

Business Model

- DMart thrives on a value-driven strategy. They offer everyday essentials at competitive prices through a combination of:
 - ✓ **Negotiating bulk deals:** This allows them to offer lower prices to customers.
 - ✓ **Private label brands:** DMart offers its own brands alongside national ones, providing a budget-friendly alternative with good quality.
 - ✓ **Focusing on essentials:** By stocking essential household items, they ensure consistent customer demand.

Store Presence

- **Nationally:** As of December 2023, DMart boasts a vast network of 341 stores across 12 states and union territories in India, catering to a diverse customer base
- **E-commerce:** DMart Ready launched in December 2016, allowing customers to order groceries and household products online in select locations

Strengths

- Strong brand recognition and reputation for value pricing
- Efficient supply chain management
- Large customer base
- Focus on private label brands

Reliance Retail



Company Profile

- Reliance Retail, a subsidiary of Reliance Industries Limited, is the undisputed leader in the Indian retail landscape.
- Founded in 2006
- Headquarters: Mumbai, Maharashtra
- Publicly Unlisted: Currently a subsidiary of Reliance Industries, a publicly traded company.

Business Model

- Reliance Retail thrives on a multi-pronged strategy to dominate the Indian retail market:
 - ✓ Widespread Reach: They offer value and convenience through a massive network of stores with different formats catering to various needs.
 - ✓ Strong Foundation: Reliance leverages its parent company's resources for efficient supply chain management and product availability.
 - ✓ Budget-Friendly Options: Private label brands alongside national ones provide customers with a variety of choices at competitive prices.
 - ✓ Digital Integration: JioMart complements their physical stores by offering online shopping options.

Store Presence

- Widespread Network: As of 2023, Reliance Retail boasts a massive network of over 18,000 stores across 7,000 towns and cities in India.
- Multiple Formats: Reliance Retail operates a variety of retail formats to cater to different needs, including:
 - ✓ Neighborhood stores (Reliance Fresh)
 - ✓ Supermarkets (Reliance Smart)
 - ✓ Hypermarkets (Reliance Hypermarket)
 - ✓ Wholesale cash-and-carry stores (Reliance Market)
 - ✓ Electronics stores (Reliance Digital)
 - ✓ Fashion and lifestyle stores (Reliance Trends, Reliance JioMart)

Strengths

- Widespread presence across various formats
- Strong brand recognition
- Efficient supply chain
- Integration with Reliance ecosystem (including Jio)

Spencer Retail



Company Profile

- Spencer's Retail Limited is a prominent player in India's retail sector, operating across various formats.
- Founded in 1899
- Headquarters: Kolkata, West Bengal
- Publicly Traded: Listed on the National Stock Exchange and Bombay Stock Exchange

Business Model

- ✓ **Focus on Value:** Spencer's strives to offer competitive prices on a range of products, attracting budget-conscious customers.
- ✓ **Private Label Brands:** They offer their own private label brands alongside national and international brands, providing customers with more affordable options.
- ✓ **Online Presence:** Spencer's operates an online grocery shopping platform (Spencer's Online) in select locations, allowing customers to order groceries for home delivery.

Store Formats

- **Multi-format Approach:** Spencer's operates a variety of retail formats to cater to different customer needs and spending capacities. These formats include:
- ✓ **Department Stores:** Large stores offering a wide selection of products, including groceries, apparel, homeware, electronics, and personal care items.
- ✓ **Supermarkets:** Smaller stores focusing primarily on groceries, fresh produce, and household essentials.
- ✓ **Hypermarkets:** Large-format stores combining supermarket offerings with a wider variety of non-food items like clothing, electronics, and furniture. (Limited Presence)
- **Geographic Reach:** Spencer's has a presence in over 35 cities across India, with a concentration in major metros and Tier-I cities.

Strengths

- Established brand presence in India
- Multi-format approach catering to diverse customer segments
- Strong focus on food and FMCG products
- Private label brands for budget-conscious shoppers

More Retail



Company Profile

- More Retail Private Limited, formerly known as Aditya Birla Retail Limited, is a prominent player in India's food and grocery retail sector.
- Founded in 2007 with the acquisition of Trinethra Super Retail
- Headquarters: Mumbai, Maharashtra
- Parent Company: RKN Retail Private Limited
- Acquisition: Acquired by Samara Capital and Amazon in 2019

Business Model

- Predominantly Food & Grocery: More Retail focuses primarily on groceries, fresh produce, and daily essentials.
- Multiple Formats: Operates supermarkets and hypermarkets catering to different customer needs:
 - ✓ More Supermarkets: Smaller stores located in residential areas, offering a convenient selection of daily necessities.
 - ✓ More Hypermarkets: Larger stores in commercial areas, providing a wider variety of groceries, household items, and personal care products.
- Private Labels: Offers private label brands alongside national and international brands, catering to budget-conscious customers.

Store Presence

- More Retail has a network of 878 Supermarkets in 30 cities and 42 Hypermarkets in 12 cities across India, for a total of over 900 stores as of 2022, with a concentration in South India.
- Omnichannel Strategy: Launched an online grocery shopping platform (More Online) to complement their physical stores.

Strengths

- Strong Brand Recognition: Especially in South India, where it has established a loyal customer base.
- Multiple Formats: Caters to diverse customer needs through supermarkets and hypermarkets.
- Focus on Quality & Service: Strives to provide high-quality products and a pleasant shopping experience

Big Bazaar, once a dominant player in India's hypermarket space, has undergone significant changes in recent years. Founded in 2001 by the Future Group, Big Bazaar became synonymous with the hypermarket format in India. At its peak, Big Bazaar boasted over 300 stores across the country, offering a wide variety of groceries, apparel, consumer durables, and electronics under one roof catering to budget-conscious and value-seeking customers. Big Bazaar offered competitive prices and loyalty programs.

Future Group faced financial difficulties in recent years. In February 2022, Reliance Retail acquired the majority of Future Group's retail assets, including Big Bazaar. The future of Big Bazaar stores remains uncertain. Some stores have been rebranded as Reliance's "Smart Bazaar" format, while others continue to operate under the Big Bazaar name for now. Reliance Retail hasn't officially confirmed the future of all Big Bazaar stores.

While Reliance Retail and DMart, are the undisputed big two in India's organized FMCG retail sector, several other players contribute to the diverse retail landscape. Supermarkets like More Retail, Spencers, Star Bazaar, Hypercity are prominent contenders, offering a one-stop-shop experience for groceries, household items, and more. These retailers focus on a curated product selection, often including well-known national and international brands, alongside private label options to cater to budget-conscious customers.

Competitive Landscape in Food & Grocery Retail Sector

In India's organized grocery retail landscape, intense competition prevails among major players, each striving to capture consumer attention and loyalty through enticing offers and promotions. The market is divided between modern grocery retailers and traditional grocery retailers, each with its unique strategies and market positioning.

Unorganised / Traditional Grocery Retailers: While traditional grocery retailers still hold a substantial market share, their growth rate has been more modest, with a CAGR of 0.5% between 2017 and 2023. These retailers include neighbourhood kirana stores, small grocery shops, and local markets. While they cater to specific consumer segments seeking proximity and personalized service, they face challenges in competing with modern retailers' extensive product offerings and enhanced shopping experiences.

Organised / Modern Grocery Retailers: These retailers, including supermarket chains and hypermarkets, have seen significant growth in recent years. They focus on providing a distinctive shopping experience characterized by well-stocked shelves, organized layouts with ample lighting, and a diverse array of products strategically displayed to attract and encourage consumer purchases. The modern grocery retail segment has experienced a CAGR of 4.6% between 2017 and 2023, showcasing strong market expansion and consumer preference for the convenience and variety offered by these outlets.

Competition within the organised segment

- Modern retailers differentiate themselves by offering a wide range of products, including fresh produce, packaged goods, gourmet items, and household essentials. They constantly update their product mix to align with changing consumer preferences and market trends.
- Price competitiveness is fierce, with retailers employing promotional strategies, discounts, loyalty programs, and bundle offers to attract price-conscious consumers. Modern retailers often leverage economies of scale and supply chain efficiencies to offer competitive pricing while maintaining quality standards.
- Additionally, retailers focus on providing a seamless omnichannel experience, integrating online platforms with physical stores for convenient shopping options such as click-and-collect or home delivery services. Personalization plays a crucial role, with retailers leveraging data analytics to understand customer behaviour and offer personalized promotions, recommendations, and loyalty programs.
- Store ambiance and layout are also significant, with a focus on creating inviting and well-organized spaces that enhance the overall shopping experience. Furthermore, sustainability initiatives, ethical sourcing practices, and community engagement efforts contribute to building a positive brand image and attracting environmentally conscious and socially responsible consumers.

Key players presence in the organised F&G retail segment

Store Name	No. of Stores in MMR	No. of Stores PAN India
D-Mart	33	415
Reliance SMART	15	NA
Reliance Fresh	10	2700
Reliance SMART Bazaar, previously Big Bazaar	14	244
Star Bazaar	10	48
Hypercity	4	20
Nature's Basket	19	34
Spencer's Retail	NA	120

More Retail Supermarket	2	920
Patel Retail	43	43

Source: D&B Research, Industry Sources, *Note: The store count of supermarkets (both pan India and region – MMR) was compiled basis information available in the public domain. D&B have relied on website of respective companies, as well as other public information to compile this. However, D&B has not conducted any primary survey / physical checks to verify the store presence. The data captured here is basis information on public domain.*

Growth Outlook in Retail Sector

The resumption in retail activity – as the spread of pandemic was brought under control – have helped in reviving the sale of various consumer product. With restrictions being lifting, demand for all consumer products witnessed revival as pent-up demand kicked. However, inflationary pressures impacted post-pandemic spending recovery in FY 2023 but the same is expected to bounce back as inflation exhibited some moderation in FY 2024 and support the overall retail industry growth in FY 2024.

In long term, harnessing the advantage of a large and diverse population base, India is steadily evolving as a consumer driven economy where such large population base of 1.43 Bn is hard to ignore by global and domestic retailers. As the country socio-economic transformation continues, India is witnessing an expanding presence of leading international and consumer retail brand making their way in organized retail segment These brands are continuously striving for innovations, supported by data-driven insights of consumer preference analysis.

Traditionally, the Indian retail basket has been dominated by essentials like food and groceries. Future growth in this segment growth hinges on personalization, with retailers leveraging data analytics and prescriptive algorithms to enhance customer experiences. Tailored services such as personalized cart preparation, streamlined checkout processes, and direct delivery of out-of-stock items are crucial for customer retention. Moreover, agility, adaptability, and investment in omnichannel capabilities are imperative for success in the rapidly evolving grocery retail landscape. Retailers must prioritize upskilling, digital infrastructure development, and building robust supply chain networks to thrive, remain competitive, and ensure long-term profitability in the dynamic retail environment.

Additionally, supportive regulatory landscape and several schemes launched by the government to enhance the farm income have made consumer retail product especially FMCG products more affordable and finding increasing penetration in rural sector. In FMCG sector, Government's initiatives to improve supply chain for transportation of perishable commodities, reduce wastages and increase processing level of food products will also help the Food and retail sector to grow.

Going forward, a study by Deloitte indicates a shift towards discretionary spending on categories like apparel, electronics, and personal care products. The retail basket will see an increase in discretionary spending categories. This presents an opportunity for retailers to cater to evolving consumer preferences and introduce new product lines. India's young population (over 65% under 35) is driving a rise in disposable incomes. According to industry report, household spending in India is expected to reach USD 3.6 trillion by 2025. This growing disposable income will translate into increased consumer spending, creating a larger market for the retail sector. Additionally, the expanding middle class will fuel demand for a wider variety of products beyond necessities.

In the light of abovementioned factor, India's retail market overall retail industry is expected to grow to USD 2 trillion by 2033, growing at 5.22% CAGR between 2024-33.

Product Segment: Spices

Overview

India continues to strengthen its position as the global hub for spice production, contributing approximately **42% of global spice output** and producing over **109 varieties of spices**. This vast diversity, combined with traditional farming knowledge and favourable agro-climatic conditions, makes India not just the **largest producer**, but also the **leading exporter** of spices. The country exports around **225 types of spices and spice products** to more than **180 countries**, underlining its global relevance. While spices are commonly used in cooking for flavouring and preservation, their

importance extends beyond the culinary realm into **pharmaceuticals, cosmetics, and aromatics** due to their medicinal properties.

Spices are made up of some simplest natural ingredients like flowers, leaves, seeds, roots and bark. It is used in multiple forms - in its raw form (Whole spices), powdered form (grounded spices) as well as extracts that include essential oils and oleoresins.

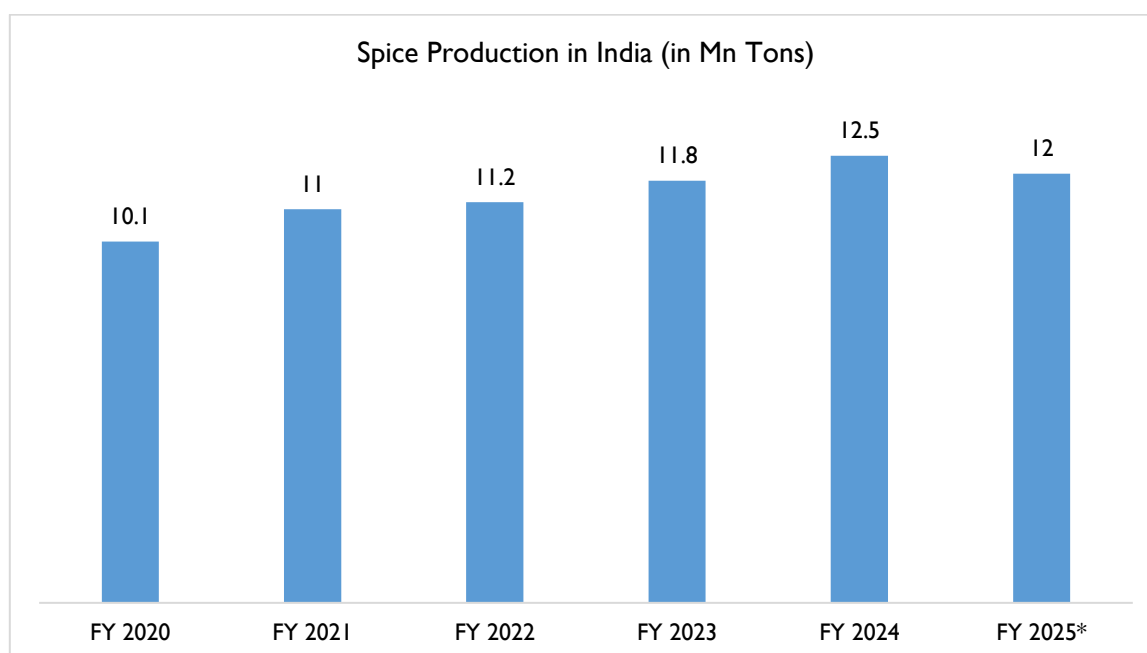
In FY 2025, spice production in India remained geographically diverse, with distinct states specializing in different spice crops based on agro-climatic advantages. Madhya Pradesh led the country with 3.77 million tonnes, producing a wide variety including garlic, coriander, and fennel seeds. Gujarat followed, known for cumin, fennel, and fenugreek seeds. Andhra Pradesh, Telangana, and Rajasthan were major producers of chillies and turmeric, while Karnataka and Tamil Nadu stood out for high-value spices like pepper, cardamom, and cloves. Eastern states like Odisha and Assam contributed significantly to ginger, turmeric, and coriander production, showcasing the regional diversity and specialization that underpins India's position as a global spice leader.

Spice Production in India (FY 2025*)		
State	Production (000 tonnes)	Major Spices Produced
Madhya Pradesh	3,769	Ginger, Turmeric, Coriander seeds, Fennel Seeds, Chilli, Fenugreek seeds, Garlic
Gujarat	1,230	Cumin Seeds, Fennel Seeds, Fenugreek Seed, Garlic, Chilli, Ginger, Turmeric
Andhra Pradesh	1,150	Chilli, Turmeric, Tamarind, Coriander Seed
Rajasthan	1,039	Coriander Seed, Cumin seed, Fennel seed, Fenugreek Seed, Garlic, Chilli
Telangana	862	Chilli, Tamarind, Ginger, Turmeric
Karnataka	772	Pepper, Cardamom, Chilli, Ginger, Nutmeg, Turmeric, Cloves, Tamarind
Maharashtra	496	Chilli, Ginger, Turmeric, Garlic, Tamarind
Odisha	398	Ginger, Chilli, Turmeric, Garlic, Coriander Seed
Assam	394	Chilli, Coriander Seed, Fennel Seed, Garlic
Uttar Pradesh	312	Chilli, Ginger, Turmeric, Coriander Seed, Garlic
Tami Nadu	282	Cardamom, Ginger, Chilli, Turmeric, Garlic

Source: Spices Board of India
 *FY 2025 are first advanced estimates

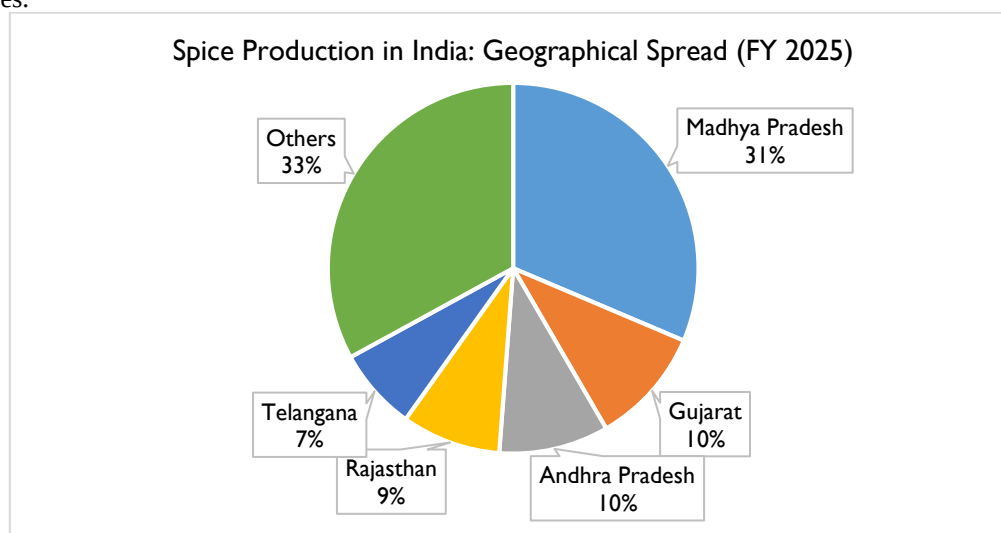
Spice Production in India

India's total spice production has shown a steady upward trajectory, rising from **10.1 million tonnes in FY 2020** to a peak of **12.5 million tonnes in FY 2024**. Though initial estimates suggest a marginal decline to **12 million tonnes in FY 2025**, the overall trend remains positive, with a **CAGR of nearly 5%** over the last six years. This growth has been supported by increased demand, improved seed varieties, and expanded cultivated area, which grew at a **CAGR of 3%**, reaching **4.7 million hectares** by FY 2024. The spice sector also plays a critical role in enhancing rural livelihoods and promoting exports.



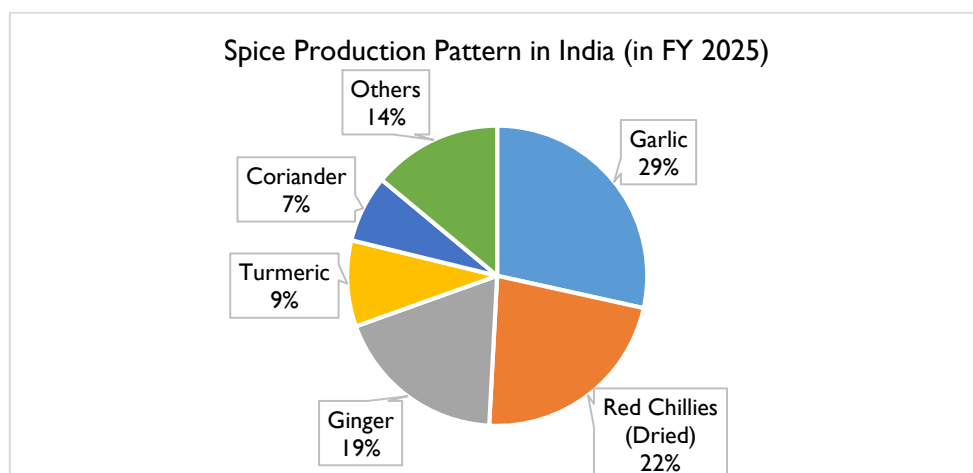
Source: Spices Board of India, FY 2025 * - 1st advance estimate

In FY 2025, spice production in India remains highly concentrated, with five states collectively accounting for nearly 70% of the country's total output. Madhya Pradesh leads the production landscape with 3.77 million tonnes, contributing 31% to the national total, primarily driven by large-scale cultivation of garlic and coriander. Gujarat and Andhra Pradesh follow closely, each contributing 10% to the overall production, while Rajasthan and Telangana add another 9% and 7%, respectively. The remaining 33% of the output comes from other key spice-producing states such as Karnataka, Tamil Nadu, Maharashtra, and West Bengal. This distribution highlights the regional specialization and dominance of certain states, enabled by favourable agro-climatic conditions, targeted cultivation practices, and historical expertise in specific spice varieties.



Source: Spices Board of India

In FY 2025, India's spice production continues to be dominated by four major crops, garlic, red chillies, ginger, and turmeric, which together form the backbone of the country's spice economy. Garlic leads with a production volume of 3.42 million tonnes, accounting for 29% of the total output. Red chillies follow at 2.69 million tonnes, contributing 22%, while ginger and turmeric make up 19% and 9% of the total production, respectively. Coriander also plays a significant role, representing 7% of the output. The remaining 14% is distributed among various other spices. This concentration in a few key crops reflects prevailing domestic consumption preferences as well as strong global demand, especially for dried chillies, turmeric, and ginger, which continue to drive India's position as a global leader in spice exports.



Source: Spices Board of India

Bulk of the spice harvested in India is consumed domestically, given the spice rich cuisine. As per FAOSTAT, per capita spice consumption in India has reached 3.83 Kg in 2021. Per capital consumption volume has been steadily increasing. The domestic market for spices is estimated to be worth INR 700-750 billion, the bulk of which is concentrated in the unorganized segment. At present the branded spice segment is estimated to account for 30- 40% of the total market. However, the industry is undergoing a transition in favour of the organized segment and is estimated to account for 50% of the total spice market by 2025, with a value contribution of approximately INR 500 billion.

The increasing demand for readymade spice mix, primarily from urban home makers is providing the much-needed push towards the growth of branded spice segment. This growth in branded spices is a positive for the industry, due to the higher profit margins when compared to loosely sold spices. This higher demand for packaged & branded spices is expected to demand the share of organized segment by the end of this decade.

Branded Spice Market in India

Branded spice comprises of both packed whole ground spice as well as spice blends (combination of different spices & herbs). Today, the branded & packaged spice segment is estimated to account for 30-40% of the total spice market in India¹¹. According to World Spice Organisation (WSO)¹², the branded spice market in India is estimated to be worth INR 35,000 Crore.

Although the branded segment comprises of the less than 40% of total spice industry in India, the prominence of the sector is expected to growth in the coming years. The Indian spice industry is undergoing a transition in favour of the organized segment and is estimated to account for nearly half of the total spice market in the next three to four years.

The increasing demand for readymade spice mix, primarily from urban home makers is providing the much-needed push towards the growth of branded spice segment. This growth in branded spices is a positive for the industry, due to the higher profit margins when compared to loosely sold spices. This higher demand for packaged & branded spices is expected to demand the share of organized segment by the end of this decade.

Recent Developments in Branded Spice Market in India

Blended spices, which is made by a combination of different spices & herbs has become an integral part of Indian cuisine. Although a small part of the overall spice market the packaged blended spice is fast becoming a key ingredient in Indian kitchens. The higher demand is fuelled by factors ranging from convenience, superior packaging (that promises retention of aroma & taste), and expanding consumer palate for different cuisines.

The consumption pattern of blended spice is not uniform but varies with rural and urban markets. Unbranded and loose spice blends accounts for bulk of consumption in rural markets and smaller towns while the penetration of branded &

¹¹ As per multiple industry sources / insights by industry stakeholders & industry associations

¹² WSO is a not-for-profit organization and technical partner of All India Spice Exporters Forum. WSO is involved in various initiatives to promote sustainable development of spice sector, and works with national & international organizations like Spice Board of India, Indian Institute of Spice Research, Rainforest Alliance, GIZ (Germany), and IDH (The Sustainable Trade Initiative – Netherlands), among others.

packaged spice blends is comparatively higher in urban markets. Higher receptiveness of urban consumers, together with the trend to switch to packaged food products in urban market is playing a key role in the increasing preference for branded & packaged spice blend in urban markets. In addition, higher awareness level (ability to retain aroma & taste for longer period), ease of access and convenient packaging have also helped increase the popularity of branded & packaged spice blend in urban markets.

The branded spice blend market in India is comprised of a large number of regional players, with the preference of brands shifting from one region to next. Although few national players have entered into the market, the industry is yet to see the emergence of a pan India spice brand. This dominance of regional brand, and shifting preference with region could be attributed to the wide variation in taste preferences. Despite the urbanization that has prompted widespread movement of people and intermingling of cultures, there are distinct food preferences that varies from region to region. Regional brands initially emerged offering a single / limited spice blends that are native to that region and build up a leadership position. However soon these brands became association strongly with their native blends and were unable to replicate the same success in spice blends which were not native to the region.

Due to this peculiar market structure, the strategy of national players has been to expand to region markets through acquisition of regional brands. Last couple of years have seen this trend with few pan India brands, and few global brands acquiring regional players to gain foothold in the packaged spice blend market in India. Some of the major deals that has happened in this space include:

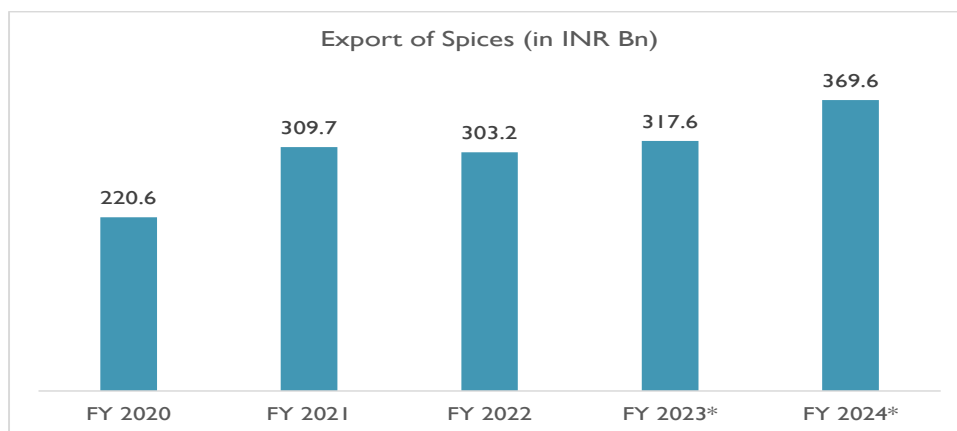
- Acquisition of Badshah Masala by Dabur India Limited in 2022. Dabur acquired 51% stake in Badshah Masala for INR 587.5 Crore. Badshah Masala has a strong brand recall in Western market, especially Gujarat, Maharashtra and Rajasthan. This acquisition gives Dabur an automatic entry into the lucrative blended spice market in Western India.
- Kerala based spice brand Eastern Condiments was acquired by Norwegian company Orkla in 2021. Orkla acquired approximately 68% stake in Eastern condiments for INR 1,356. The Norwegian company executed the deal through its Indian subsidiary MTR Foods. Orkla had acquired MTR in 2007 for approximately INR 450 crore.
- FMCG conglomerate ITC limited acquired Kolkata based Sunrise food in 2020 for INR 2,150 crore.

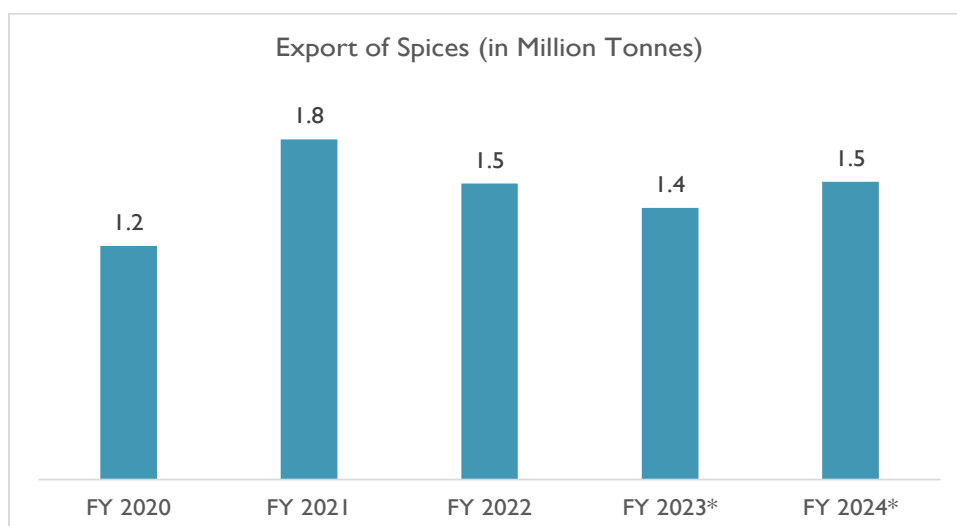
The above three major acquisition points to the strategy adopted by large players to enter the fast-growing branded spices segment. Given the nature of the branded spice blend industry, inorganic expansion would continue to remain a key strategy.

Export Scenario

Spice Exports from India

India remains the largest exporter of spices globally, with exports valued at INR 369.6 billion in FY 2024. Key spices driving these exports include chilli, cumin, turmeric, coriander, pepper, nutmeg, and spice oils and oleoresins. Over the past few decades, the value of Indian spice exports has grown nearly 15-fold, while volumes have expanded from 47,000 tonnes in 1960-61 to 1.5 million tonnes in FY 2024. Despite fluctuations in recent years, exports rebounded in FY 2024, reflecting strong global demand for Indian spices due to their diverse flavours, culinary applications, and medicinal properties.





Source: Spice Board of India *Provisional for FY 2023 & FY 2024

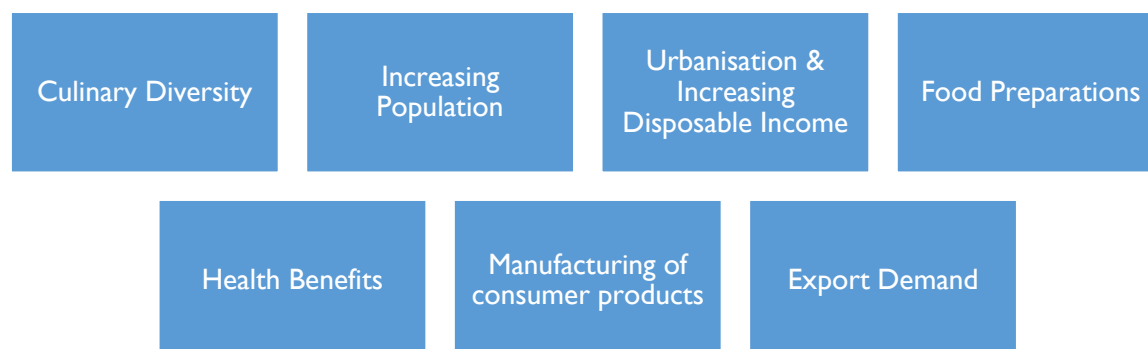
In FY 2022, spice exports saw a decline, falling to INR 303.2 billion from INR 309.7 billion in FY 2021, with volume shrinking from 1.8 million tonnes to 1.5 million tonnes. This was primarily driven by reduced production and lower quantities of key spices like chilli and cumin. FY 2023 continued the trend, with volume declining further to 1.4 million tonnes, though the export value rose to INR 317.6 billion due to higher domestic prices. The deferred demand in importing nations, exacerbated by economic stress in regions like Europe and the Middle East, contributed to these volume challenges.

Spice exports in FY 2024 showed signs of recovery, with volumes increasing to 1.5 million tonnes and value climbing to INR 369.6 billion. Chilli, cumin, turmeric, and nutmeg continue to dominate, comprising nearly 65% of total export volume. The increasing global popularity of Indian cuisine, the health benefits associated with spices, and growing demand in major markets like North America, Europe, and the Middle East are key drivers. The government's ambitious target of achieving USD 10 billion (approximately INR 830 billion) in spice exports by FY 2027 will require a compounded annual growth rate of 19.5%, compared to the current CAGR of 13% between FY 2019 and FY 2023. Strengthening production, ensuring quality standards, and expanding market reach will be crucial to meeting this target.

Demand Drivers

Spices are an integral part of human diet as it enhances flavour, taste and possess medicinal values. Usage as a seasoning in food production is the largest end use of spices in the country. Apart from direct human consumption, spices demand is also increase in non-food application such as nutraceuticals, cosmetics, perfumery, and dyeing application. Demand from medical / healthcare sector could be attributed to its antimicrobial properties. In addition to domestic demand, export demand too supports the overall spice industry growth.

Key factors driving demand for spices are:



Culinary Diversity

As global cuisine continues to evolve, people are increasingly exploring and incorporating diverse flavours and cooking

techniques into their meals. This culinary diversity has been facilitated by factors such as travel, migration, and the sharing of recipes through various media platforms. As a result, there is a growing demand for spices that can enhance the authenticity and richness of these global dishes.

Individuals experimenting with Indian, Thai, or Middle Eastern cuisine at home often seek out specific spices like turmeric, cumin, coriander, or sumac to replicate traditional flavours. Similarly, restaurants and food manufacturers are constantly innovating to offer unique flavour profiles that appeal to a broad audience, incorporating spices from around the world into their recipes.

This demand for spices is not limited to specific regions or demographics but is rather a global phenomenon driven by a shared interest in exploring new culinary experiences and embracing cultural diversity. As a result, the spice industry continues to thrive, with producers, distributors, and retailers meeting the growing demand by offering an extensive array of spices from various origins and flavour profiles.

Increasing Population

In India, the demand for spices is strongly tied to its cultural heritage, population growth, and culinary preferences. With its population exceeding 1.428 billion individuals in 2023, India is home to the largest populace, constituting approximately 17.2% of the world's total inhabitants.

As populations increase, so does the need for food, and spices play a crucial role in making meals more flavourful, appealing, and culturally relevant. In India, spices are deeply intertwined with culinary traditions, religious practices, and social gatherings. As a result, the demand for spices tends to rise in parallel with population growth, as people continue to incorporate them into their daily cooking routines.

Spices like cumin, coriander, turmeric, and cardamom are essential ingredients in Indian cooking, adding flavour and authenticity to dishes across the country. This demand is fuelled by a desire to maintain culinary traditions and create delicious meals that reflect regional tastes.

Further, as incomes rise and lifestyles change, there's a shift towards convenient food options, leading to increased demand for spice blends and ready-to-use mixes, especially in urban areas. Additionally, the younger generation's curiosity for global flavours and fusion cuisine contributes to the demand for a diverse range of spices.

Urbanisation & Increasing Disposable Income

India is the third largest economy in the world in terms of purchasing power, next to China and USA. As more people move to urban areas and experience lifestyle changes, there is a notable shift in dietary preferences and culinary habits. With urbanization comes greater exposure to diverse cuisines and culinary influences. As a result, urban consumers are increasingly seeking out spices to recreate authentic flavours at home, driving up the demand for a variety of spices.

Moreover, the rise in disposable income among urban households further fuels this demand. As people have more money to spend, there is a greater willingness to invest in high-quality ingredients to enhance the taste and appeal of their meals. This propensity to spend on food and beverages is directly correlated with the increase in personal disposable income.

Food Preparations

In Indian cuisine, spices are widely used for seasoning and as flavouring agent in food preparations. Compared to other cuisines the usage of spices in Indian cuisine is relatively high which has made food sector as the largest consumer of spices in the country. Spending on food and beverages in the country is increasing rapidly as per capita income and population base increase. This has benefitted all products and services related to food sector.

Changes in consumption pattern in the country, especially in urban markets too have benefitted food sector. Consequently, demand for spices from households as well as restaurants have gone. With spices being an integral part of Indian cuisines, large population base and income growth will continue to drive food consumption translating in higher demand for spices in food preparation.

Apart from food, preparation spices and extracts from spices (Essential Oils & Oleoresins) are used in the preparation of processed and packaged foods like canned meat, sauces, bakery and confectionary products, as well as flavouring agent in beverages. Demand for processed and packaged food has increased steadily, driven by changing consumption and consumer profile in urban markets. Higher demand for processed and packaged food has increased the demand for spices

and extracts from food product manufacturers.

Health Benefits

The increasing awareness of health benefits associated with spices is a significant factor driving their demand. Spices do not act as only flavour enhancers; they are also valued for their potential positive impact on health and well-being. Many spices, such as turmeric, ginger, cinnamon, and cloves, contain bioactive compounds with antioxidant properties. These compounds help combat oxidative stress in the body, which is linked to various chronic diseases like heart disease, cancer, and diabetes, thereby being increasingly incorporated into regular diets.

Other spices such as ginger and turmeric are well-known for their anti-inflammatory effects, which can help alleviate symptoms of inflammation-related conditions. These spices are used in both traditional medicine and modern dietary practices.

Additionally, spices are often praised for their role in promoting digestive health. Many spices, such as fennel, coriander, and peppermint, have been traditionally used to aid digestion, alleviate bloating, and relieve gastrointestinal discomfort. This aspect is particularly appealing to consumers seeking natural remedies for digestive issues and looking to improve their gut health.

As the demand for natural and holistic approaches to health and wellness continues to grow, so does the popularity of spices as functional foods. Consumers are increasingly turning to spices not only for their culinary value but also for their potential health-promoting properties. This trend is driving the incorporation of spices into various food and beverage products, including teas, functional beverages, snacks, and supplements, further fuelling the demand for these flavourful and healthful ingredients.

Manufacturing of consumer products

The infusion of spices into a myriad of consumer products, ranging from soap and toothpaste to perfumes, is triggering a surge in the demand for spices in India. The incorporation of spice extracts into personal care items, like soap and toothpaste, is gaining popularity due to the perceived health and wellness benefits associated with certain spices. Consumers are drawn to products that not only offer traditional fragrances but also boast natural and therapeutic qualities, leading to an uptick in the demand for spice-infused formulations.

Similarly, the fragrance industry has witnessed a growing inclination towards incorporating spice extracts in perfumes and scented items. Spices contribute unique and exotic notes, adding depth and character to various fragrances, thereby amplifying their appeal in the market.

As per capita incomes increase, there is a parallel rise in the demand for FMCG products, driving manufacturers to explore innovative formulations that leverage the aromatic and therapeutic properties of spices. This synergy between consumer preferences for diverse, spice-infused products and the expanding FMCG market is playing a pivotal role in propelling the demand for spices and spice extracts in India.

Export Demand

India is the largest producer as well as exporter of spices. Value of spices exported from the country has increased by a CAGR of ~14% during the period FY 2020- FY 2024 to reach INR 369.6 billion. Large variety of spices and a wide production base ensures that Indian would continue its dominance in international spices trade. As international markets increasingly seek out diverse and authentic flavours, Indian spices have emerged as sought-after commodities.

The demand for Indian spices abroad is fuelled by several factors. Firstly, the rich and varied culinary heritage of India, with its aromatic and flavourful spices, has garnered global appreciation. This has led to a consistent demand for spices such as cardamom, cumin, turmeric, and black pepper in kitchens worldwide.

Secondly, the perceived health benefits associated with many Indian spices have amplified their appeal on the international stage. Spices like turmeric, known for its anti-inflammatory properties, and cumin, valued for its digestive benefits, have become staples in health-conscious markets, contributing to sustained export demand.

Additionally, the globalization of food habits has led to a growing interest in international cuisines, further boosting the demand for Indian spices. As chefs and home cooks around the world experiment with diverse flavours, Indian spices play a crucial role in creating authentic dishes.

Growth Forecast

Spices being an integral seasoning and flavouring agent would continue to see constant demand growth from food and beverage sector. With shift in consumption pattern towards processed and packaged foods, consumption of spices from food & beverage sector would continue to increase. India is already a production hub for pharmaceutical products and production volume is only going to strengthen as domestic and export demand for pharmaceutical product increase. In industrial sector, demand from pharmaceutical sector is expected to play a vital role in increasing industrial consumption of spices.

On the export front, India is evidently expected to maintain its dominance as the leading spice exporter in the world. The Indian spices industry envisions to become an international processing hub for supply of high-quality spices to meet the global consumption demand for spices. Various steps have been initiated by Spices Board to enhance India's share in global spice trade. The Government has set a target of increasing its spice export revenue to USD 10 billion by FY 2027. Given the prominence of exports in Indian spice industry, achieving this target would ensure strong growth in industry revenue.

In addition, the share of branded & packaged spices (mostly ready-to-use spice mix) is expected to witness strong demand in the coming years, on the back of changing consumption patterns. As per WSO, the branded spice market in India is expected to grow from the current size of INR 35,000 crores to nearly INR 50,000 crores over the next three years (by 2027).

Product Segment: Milled Products (Wheat)

Overview

Wheat, a vital grain and dietary staple for much of the world's population, plays a crucial role in global agriculture. Being extensively cultivated and consumed, wheat serves as a key source of nutrition for billions of individuals, contributing significantly to diverse diets worldwide. Its ability to thrive in various climates and its versatility make it an essential component of the agricultural sector.

Traditionally, wheat cultivation in India has been concentrated in the northern region, particularly in the states of Punjab and Haryana Plains. These areas have been highly productive in wheat farming, with India accounting for 12.5% of the world's total wheat production over the past two decades, making it the second-largest wheat-producing country globally.¹³

India consumes a substantial amount of wheat primarily due to its integral role in traditional diets and culinary customs across the country. As a staple food, wheat is deeply embedded in Indian cuisine, forming the basis of various dishes. Its affordability, widespread availability, and extensive cultivation ensure consistent access to this grain for a large portion of the population. Additionally, wheat serves as a vital source of carbohydrates and essential nutrients, particularly in rural areas where it constitutes a significant part of daily meals. Its nutritional value and cultural importance contribute to its widespread consumption throughout India. Wheat is further processed to create Wheat Flour and Wheat Bran.

Production Scenario

India's agricultural output is susceptible to fluctuations in climate patterns. The unusual rise in both maximum and minimum temperatures throughout 2022 adversely affected various crops, fruits, vegetables, and livestock in several states, including Punjab, Haryana, Rajasthan, Jammu & Kashmir, Himachal Pradesh, Uttar Pradesh, Madhya Pradesh, Bihar, and Maharashtra. This heatwave coincided with the critical grain filling and development phase of wheat, leading to symptoms such as grain yellowing and shrivelling, and premature maturation, ultimately causing yield reductions ranging from 15% to 25%.

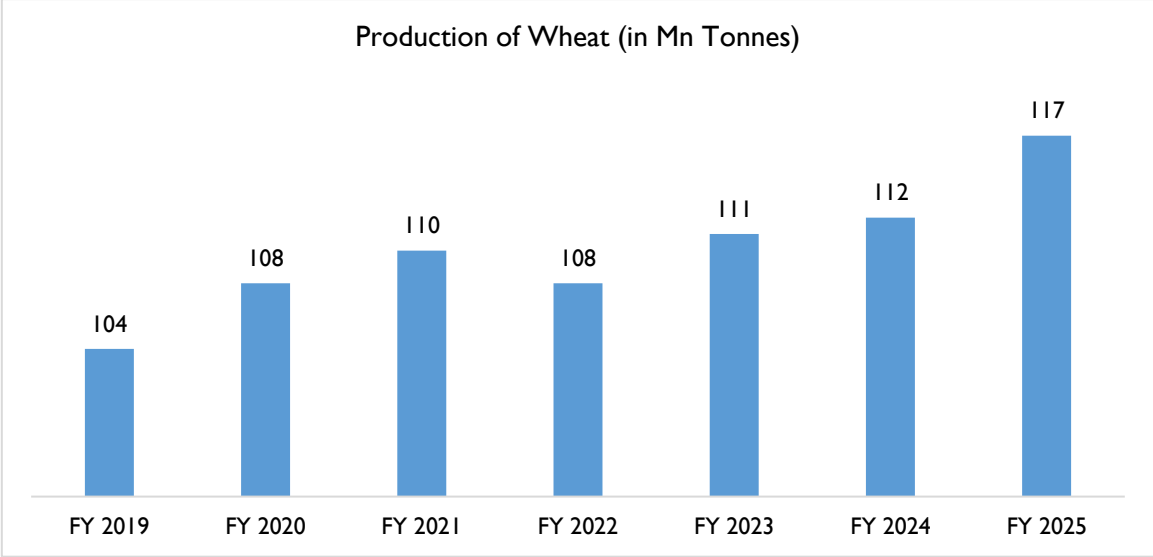
The production of Wheat in the FY 2025 season reached 117 million tonnes. The by-products of wheat processing, namely Wheat Flour and Wheat Bran, recorded production at 1,285 thousand tonnes and 842 thousand tonnes respectively in FY 2024.

¹³ World Economic Forum

**Historical Trend
Wheat Production**

Over the span of seven fiscal years, from FY 2019 to FY 2025, wheat production in India has shown a generally positive trajectory, rising from 104 million tonnes in FY 2019 to 117 million tonnes as per the third advance estimates for FY 2025. This reflects a compound annual growth rate (CAGR) of approximately 2.0%, indicating steady progress despite periodic setbacks.

During FY 2019 to FY 2021, production steadily increased, reaching 110 million tonnes. However, FY 2022 saw a decline to 108 million tonnes, largely due to intense heatwaves across key wheat-producing states like Punjab and Haryana, which affected grain quality and yield. This disruption led to concerns about food security and export commitments.



Source: Department of Agriculture, Cooperation & Farmers Welfare
**Data for the year FY 2025 is of the 3rd Advance Estimates.*

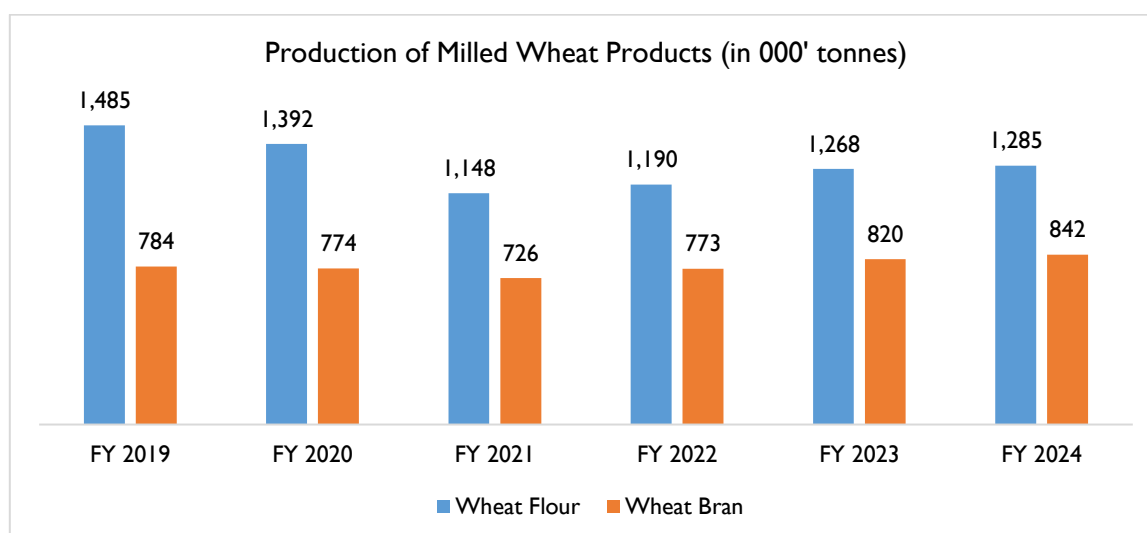
In FY 2023, despite lingering climate challenges, production rebounded slightly to 111 million tonnes, supported by improved farm-level practices and early adoption of climate-resilient seed varieties. Building on this, FY 2024 recorded a moderate increase to 112 million tonnes, indicating a return to normalcy.

Looking ahead, the third advance estimates for FY 2025 peg wheat production at 117 million tonnes—the highest in recent years. This recovery is underpinned by proactive measures such as scaling the adoption of heat-tolerant varieties across nearly 60% of the total wheat-growing area (~32 million hectares), better agronomic planning, and favourable weather conditions during key growing periods. These strategic interventions position India to strengthen its self-reliance and buffer stocks in the face of rising demand and climate uncertainty.

Production of Milled Wheat Products

Wheat flour, rich in essential minerals such as iron, magnesium, and zinc, as well as dietary fibre, is commonly used in various culinary applications.

In FY 2024, the production of wheat flour stood at 1,285 million tonnes, down from 1,485 million tonnes in FY 2019. This downfall is attributed to the overall decrease in the production of wheat due to severe weather conditions. Wheat production in FY 2021 declined by 17.58% and has been slow to recover since. While FY 2022 and FY 2023 showed signs of growth with 3.70% and 6.57% increase in production, the below-par wheat flour production caused by climate disruptions has still not reached FY 2020 levels.



Source: CMIE

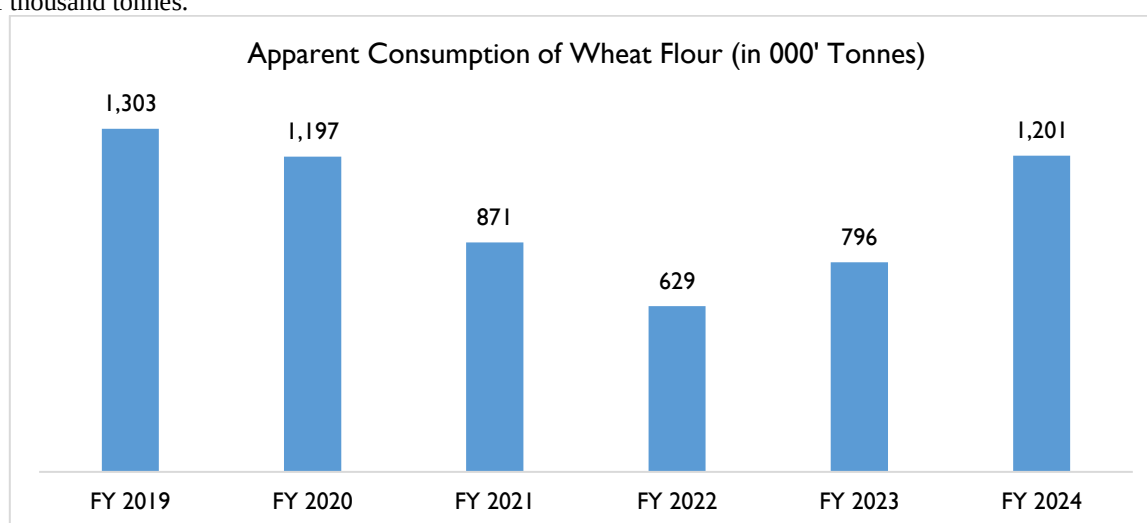
A similar trend was observed in the production of Wheat Bran. This commodity, too, observed a decline of 6.17% in the FY 2021 season. The consecutive years of FY 2022 and FY 2023 showed increases in production by growing at 6.37% and 6.06% annually. However, the overall production of Wheat Bran showed healthy growth between FY 2019 to FY 2023, with production at 820 thousand tonnes in FY 2023, up from 784 thousand tonnes in FY 2019, growing at a CAGR of 1.13% in the given period. In FY 2024, wheat bran production reached 842 thousand tonnes.

Government measures to mitigate future risk from climate disruptions are likely to support the production of Wheat Flour and Wheat bran in the coming years. Efforts to reduce crop failure are underway. This is likely to enable a better yield in the coming years, thereby supporting the production of Wheat and Milled Wheat Products.

Apparent Consumption

Apparent Consumption¹⁴ of Wheat Flour declined from 1,303 thousand tonnes in FY 2019 to 796 thousand tonnes in FY 2023. The major decline was observed in FY 2021 & FY 2022 on the back of increasing exports, by approximately 40% and 103% respectively in the given period, and declined production by nearly 18% in FY 2021, which marginally increased in FY 2022.

The consumption increased in FY 2023, with a decline in exports by approximately 16% due to a government-imposed ban and an increase in production of close to 6% in the same period. This growth trend continued in FY 2024 to reach 1,201 thousand tonnes.



Source: CMIE, D&B Estimates

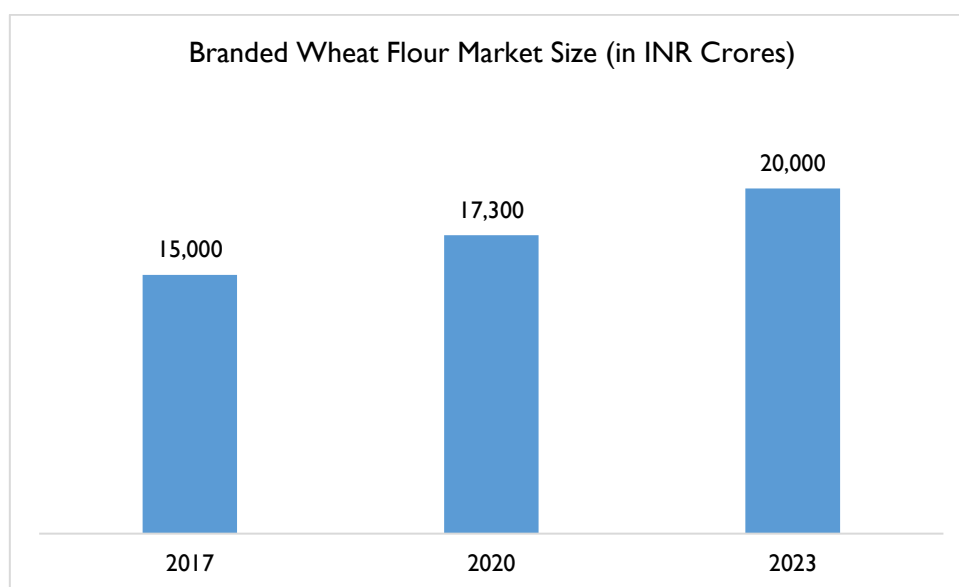
¹⁴ Apparent Consumption = Production + Imports - Exports

Packaged wheat flour market in India.

Estimated market size of packaged wheat flour market in India

Traditionally, India has been a market where consumers predominantly purchased open wheat flour from local mills rather than opting for packaged and branded varieties. However, in recent years, there has been a notable shift in consumer preferences towards packaged wheat flour. With a large population and a growing middle class, there is a rising demand for packaged wheat flour as it offers convenience, consistency, and longer shelf life compared to traditional flour milling. Moreover, the penetration of organized retail chains and e-commerce platforms has further fuelled the market's expansion by enhancing distribution channels and reaching consumers in remote areas.

As per the Foreign Agricultural Service (FAS) of the USDA, India's organized milling sector encompasses around 1,300 medium-to-large flour mills, collectively capable of processing approximately 25 million to 28 million tonnes of wheat annually. These mills generally operate at a capacity utilization rate of 55% to 60%, milling about 15 million to 16 million tonnes of wheat per year. Further, the majority of wheat milling activities are conducted in small-scale neighbourhood flour mills across the country.



Source: D&B Research Estimates

Between 2017 and 2023, the branded wheat flour market in India witnessed a CAGR of 4.9%, with its market size expanding from roughly INR 15,000 crores to INR 20,000 crores within the given time period.

This transition is attributed to several factors, including urbanization, changing lifestyles, and increasing awareness about food safety and hygiene. Consumers are now gravitating towards packaged wheat flour due to its convenience, consistent quality, and longer shelf life compared to the open variety. Furthermore, the growing penetration of organized retail chains and e-commerce platforms has facilitated easier access to branded flour products, thereby catalyzing the shift away from traditional milling.

As a result, the packaged wheat flour market in India is experiencing robust growth, with both domestic and international players vying to capture a larger share of this evolving market landscape through innovation and strategic marketing initiatives.

Changing wheat flour consumption trend in India

Wheat flour consumption in India has long been a staple of the Indian diet, deeply ingrained in cultural and culinary traditions. However, in recent years, there has been a noticeable shift in consumption patterns, with an increasing preference for packaged flour over the traditional loose or unpackaged variants. This trend reflects is due to:

- Changing Consumer Preferences
- Changing Dietary Habits and Health Consciousness
- The influence of Urbanization and Modern Retail Formats

- Branding and Marketing Strategies

Key factors driving demand for wheat flour.

Population Growth

Population growth is a significant driver of demand for wheat flour. Wheat flour, being a staple ingredient in many diets around the world, experiences a proportional increase in demand to meet the dietary needs of growing populations. This demand is particularly pronounced in regions where wheat-based foods are dietary staples, such as in countries across Europe, North America, and parts of Asia.

India, with its staggering population exceeding 1.46 billion individuals as of May 2025¹⁵, represents a significant fraction of the global population.

This rapid population growth directly impacts the demand for wheat flour, as India is one of the largest consumers of wheat-based products globally. With more mouths to feed, the demand for staple foods like wheat flour rises correspondingly to meet the dietary needs of the expanding Indian population.

Urbanization

Urbanization is a key factor driving the demand for wheat flour.

In urban areas, convenience and accessibility play a significant role in food choices. Wheat-based products like bread, pasta, pastries, and snacks are readily available in supermarkets, bakeries, and fast-food outlets, catering to the fast-paced lifestyles of urban dwellers. The convenience of purchasing these ready-made foods saves time and effort compared to preparing meals from scratch, making them a preferred choice for many urban consumers.

According to the Periodic Labour Force Survey (2020-21), **18.9% of internal migrants in India moved from rural to urban areas**, highlighting a significant trend in urbanization¹⁶. This movement reflects the ongoing search for better livelihood opportunities, infrastructure, and access to services in urban centres. As more people migrate from rural areas to urban centres in search of opportunities and a higher standard of living, the demand for convenient and processed foods, including those made with wheat flour, escalates. In Indian cities, the proliferation of supermarkets, bakeries, and fast-food outlets offers a wide array of wheat-based products to cater to the preferences of urban consumers.

Moreover, urbanization often leads to changes in dietary habits and cultural preferences. As people from diverse backgrounds converge in cities, culinary traditions blend, leading to the adoption of new food preferences and consumption patterns. In many urban centres, Western-style diets, which prominently feature wheat-based foods, become increasingly popular due to their perceived status and influence from global food trends.

Furthermore, the proliferation of fast-food chains and restaurants in urban areas further drives the demand for wheat flour-based products. Burgers, pizzas, sandwiches, and other fast-food items rely heavily on wheat flour for their doughs, batters, and crusts, contributing to the overall consumption of wheat flour.

Increasing consumer awareness of the health benefits

As people become more informed about the nutritional advantages of wheat flour, they are actively choosing it over other flour options for their dietary needs.

The perception of wheat flour as a healthier choice stems from its inherent qualities, such as its high fibre content, complex carbohydrates, and essential nutrients. Consumers recognize that opting for wheat flour can contribute to better digestive health, improved blood sugar regulation, and reduced risk of chronic diseases like heart disease and diabetes.

Furthermore, the rise in health-conscious consumer trends has led individuals to seek out products that align with their wellness goals. With increased access to information through various media channels, consumers are learning about the importance of incorporating whole grains like wheat into their diets for overall health and well-being.

Food manufacturers and retailers are responding to this demand by offering a wider range of wheat flour-based products,

¹⁵ Industry Sources

¹⁶ Ministry of Statistics & Programme Implementation, Press Information Bureau

from whole wheat bread and pasta to cereals and snacks. Marketing efforts highlighting the health benefits of wheat flour, such as labels indicating "whole grain" or "high fibre," further reinforce consumer preferences and drive purchasing decisions.

Demand from Food Processing Industry

The demand for wheat flour in the food processing industry has experienced a notable surge due to its widespread use in the manufacturing of various products such as bread, biscuits, and other bakery items. This heightened demand is largely driven by the increasing consumer preference for processed foods, which has led to a greater reliance on wheat-based ingredients by food and beverage manufacturers.

Additionally, India's evolving consumer landscape, characterized by a growing middle-class population, a younger demographic, and higher disposable incomes, has significantly influenced consumption patterns in the country. This demographic shift has resulted in an increased demand for packaged and processed foods among consumers, further bolstering the need for input materials like wheat flour. Consequently, this has contributed to the growth of the wheat milling sector as suppliers strive to meet the rising demand for wheat-based products in the market.

Growing demand for bakery and confectionery companies

The global consumption of bakery products has been steadily increasing in recent years, driven by factors such as population growth, changing lifestyles, rising disposable incomes, and the increasing popularity of convenience foods. Another key driver of growth in the bakery industry is the increasing demand for healthy and natural products. Increasing awareness about healthy consumption among consumers has driven the demand for bakery products made with whole grains, organic ingredients, and natural sweeteners. The surge in online marketing and mobile app-based delivery services globally, especially in the wake of COVID-induced lockdowns, has also improved distribution channels to consumers. The global bakery products market is projected to grow from an estimated USD 655.46 billion in 2025 to USD 854.63 billion by 2030, registering a CAGR of 5.45% during the forecast period. This growth reflects rising global demand for convenient, ready-to-eat bakery items driven by changing lifestyles and evolving consumption patterns.¹⁷

The Indian bakery and snacks market has shown steady growth, rising from INR 10,906.7 crore in CY 2022 to INR 11,877.4 crore in CY 2023. This upward momentum is expected to continue, with the market projected to reach INR 12,958.2 crore in CY 2024¹⁸. The sector is witnessing increasing demand driven by changing consumer preferences, rising urbanization, and expanding retail penetration. This growth trend highlights the strong potential for both organized and emerging players in the segment. The market is estimated to grow up to INR 24,256.5 crore by CY 2030 with 11.01% CAGR from CY 2024.¹⁹

This growth in demand for bakery products, both internationally and in India, directly contributes to the increased demand for wheat flour. Wheat flour is a fundamental ingredient in the production of various bakery items such as bread, cakes, pastries, and cookies. As the bakery industry expands to meet the growing consumer demand for these products, the demand for wheat flour as a primary ingredient rises in tandem.

The nutritional benefits and versatility of wheat flour, demanded by conscious consumers, make it an essential component in producing a wide range of baked goods, further driving its consumption. Consequently, the growth in demand for bakery products acts as a catalyst for the increased utilization of wheat flour by bakery and confectionery companies in both domestic and international markets, fuelling growth in the wheat flour industry.

Export Scenario

Wheat or meslin flour exports witnessed notable volatility in both volume and value from FY 2020 to FY 2025, reflecting the impact of global events, domestic policy shifts, and climatic challenges. The export volume rose sharply from 199.3 million kgs in FY 2020 to a peak of 564.5 million kgs in FY 2022, while the export value surged from INR 7.6 billion to INR 18.1 billion over the same period. This growth was largely fuelled by increased demand during the COVID-19 pandemic and a global supply crunch triggered by the Russia-Ukraine conflict, which disrupted major wheat supply chains and opened new opportunities for Indian exporters.

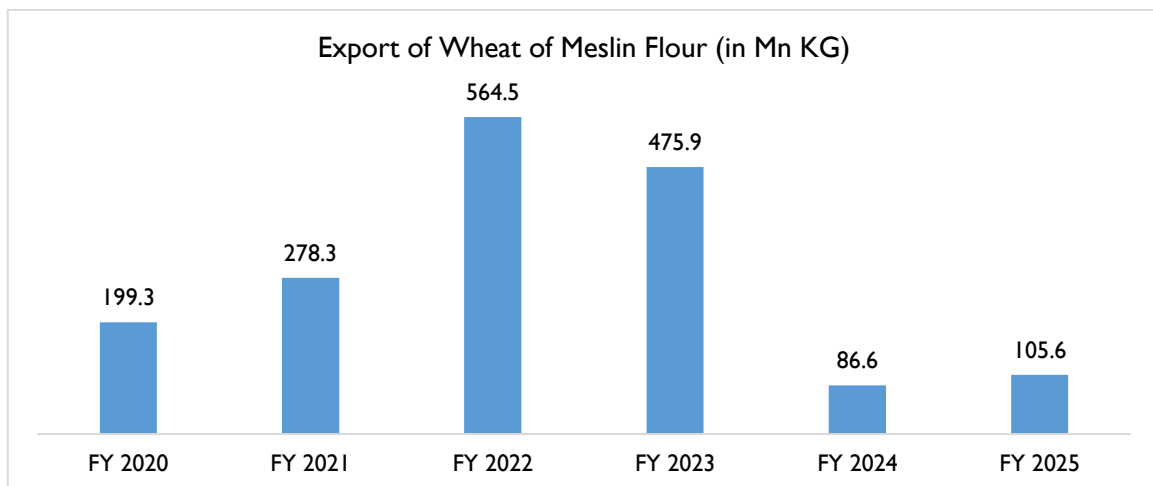
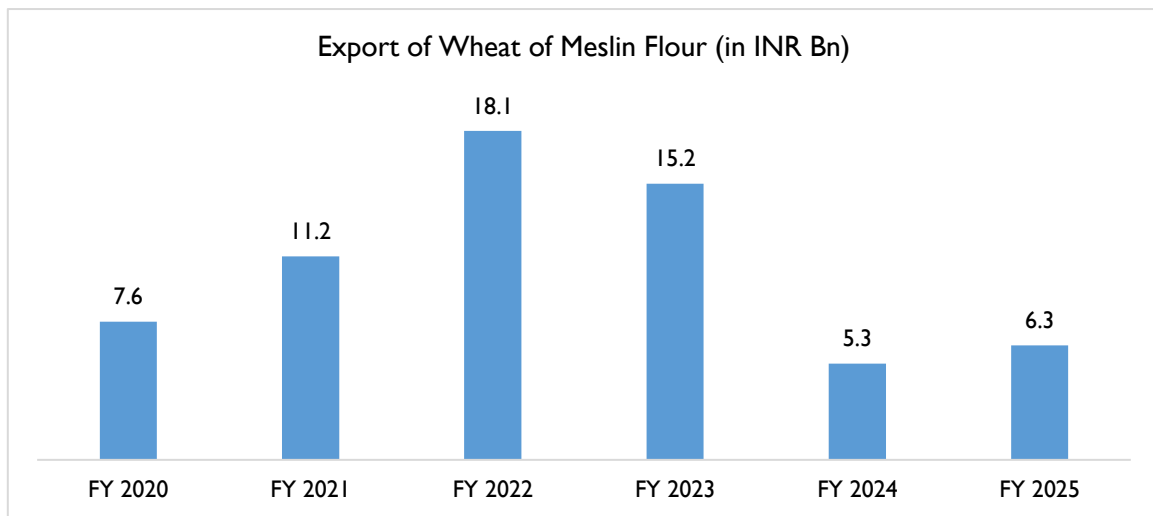
However, the Indian government responded with caution, prioritizing domestic food security. In May 2022, it imposed a

¹⁷ Industry Sources

¹⁸ D&B Research Estimates

¹⁹ USDA

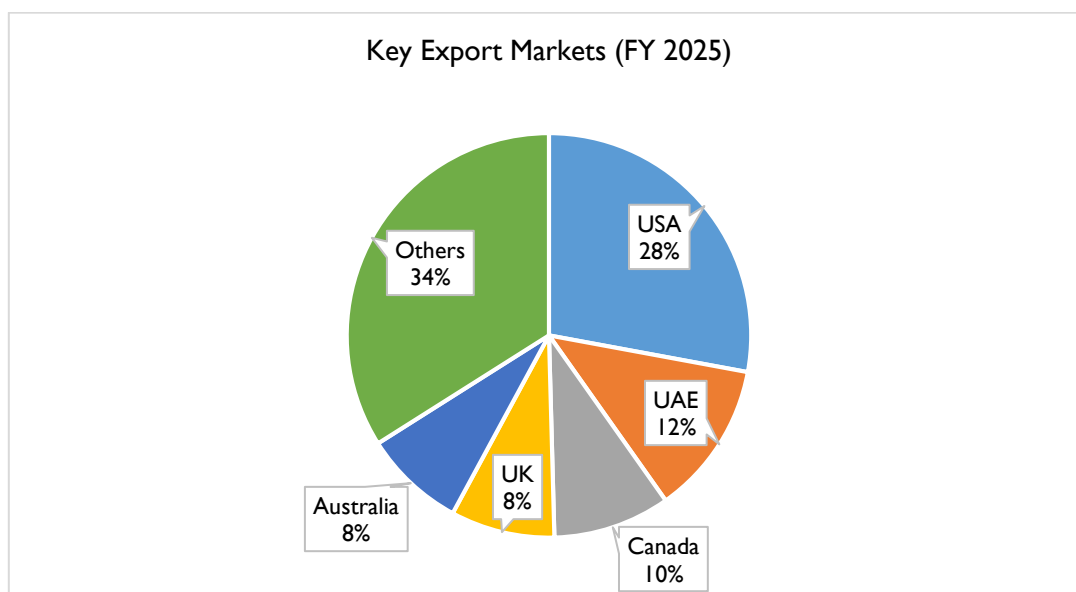
ban on wheat exports, followed by the August 2022 restriction on wheat flour, maida, semolina, and wholemeal atta, citing concerns about rising domestic prices and potential shortages. The Directorate General of Foreign Trade (DGFT) mandated that exports could only proceed under special provisions such as the Advance Authorisation Scheme, allowing exporters to use imported wheat for manufacturing export products.



Source: DGCI&S

The impact of these regulatory actions became evident in FY 2023, with export volume falling to 475.9 million kgs and value declining to INR 15.2 billion. This decline continued into FY 2024, with volume dropping drastically to 86.6 million kgs and value to just INR 5.3 billion. The restrictions came amid poor domestic harvests caused by extreme weather conditions, particularly the severe heatwave in March 2022, which significantly reduced wheat yields, estimated at over a 5% drop. These developments pushed the government to prioritize domestic supply and contain food inflation, especially with wheat being a dietary staple.

As of FY 2025, the downward trend persisted, with the full-year export volume reaching only 105.6 million kgs and value at INR 6.3 billion. The first half of FY 2025 had already shown subdued performance, with just 55.6 million kgs exported, amounting to INR 3.3 billion in value. Despite criticism that India lost out on leveraging high global prices during a period of international supply constraints, the government's cautious stance was rooted in the need to ensure food affordability and availability for its population. Overall, the export trajectory of wheat or meslin flour over these years underscores the tension between tapping into global market opportunities and safeguarding national food security in times of climatic and geopolitical volatility.



Source: DGCI&S

In FY 2024, the USA emerged as the leading export destination for wheat or meslin flour from India, accounting for 28% of total exports. This was followed by the UAE at 12%, Canada at 9%, the UK and Australia each at 8%, while the remaining 34% was distributed across other countries.

Competitive Landscape

The wheat flour market in India is driven by intense competition from numerous small and large players. In India, traditional local chakki mills still dominate the wheat flour market, but there's a rising trend towards branded and packaged options. This shift is evidenced by the increasing popularity of products like multigrain atta and fortified atta. Companies are tapping into consumer demands for nutrition, hygiene, and convenience, particularly in urban areas. With numerous brands offering distinct quality and varieties, competition in the market is fierce. Key factors that are shaping the competition are:

Market Players and Brand Presence

Numerous players operate in the wheat flour market, ranging from large multinational corporations to small-scale regional mills. Established brands such as Aashirvaad, and Patanjali dominate the market with their strong brand presence and extensive distribution networks. Regional brands also play a significant role, catering to local preferences and tastes. The presence of multiple players contributes to competitive pricing strategies and innovative product offerings to capture market share.

Quality and Product Differentiation

In a highly commoditized market like wheat flour, quality and product differentiation are critical factors driving competition. Manufacturers differentiate their products through various means such as grain quality, nutritional value, milling processes, and packaging innovations. Brands focusing on premium quality, organic, or specialty flour variants command higher prices and attract discerning consumers. Additionally, value-added products such as fortified flour with added vitamins and minerals appeal to health-conscious consumers, providing a competitive edge to manufacturers.

Distribution Channels and Market Reach

Efficient distribution networks and market reach are essential for gaining a competitive advantage in the wheat flour market. Brands with extensive distribution channels, including supermarkets, hypermarkets, convenience stores, and online platforms, can effectively reach consumers across urban and rural areas. Additionally, partnerships with wholesalers, retailers, and institutional buyers contribute to expanding market penetration and increasing sales volumes. Companies invest in strengthening their distribution infrastructure and logistics capabilities to enhance market access and visibility.

Price Competitiveness and Promotional Strategies

Price competitiveness is a key determinant influencing consumer purchasing decisions in the wheat flour market. Manufacturers adopt competitive pricing strategies to attract price-sensitive consumers while maintaining profitability. Discounts, promotional offers, and bundled deals are commonly employed tactics to stimulate sales and gain market share. Furthermore, advertising and promotional campaigns, including television commercials, print media, and digital marketing, play a crucial role in brand visibility and consumer engagement, influencing brand preference and loyalty.

Regulatory Environment and Compliance

Compliance with regulatory standards and food safety regulations is non-negotiable in the wheat flour industry. Manufacturers must adhere to stringent quality control measures, hygiene standards, and labelling requirements set by regulatory authorities such as the Food Safety and Standards Authority of India (FSSAI). Ensuring product safety, purity, and nutritional integrity builds consumer trust and credibility, contributing to competitive advantage and market leadership.

Key Players

Company Names	Brief
ITC Ltd - Aashirvaad	Aashirvaad, owned by ITC Ltd., has been a household name since its launch in 2002, offering staple foods and kitchen essentials like atta flour, spices, and dairy products. Aashirvaad Atta, introduced in Bengal and Chandigarh in 2002, has become the country's leading branded packaged atta. Backed by ITC Limited, a leading multi-business Indian enterprise, Aashirvaad benefits from the conglomerate's diverse portfolio spanning FMCG, Paper, Packaging, Agribusiness, Hotels, and IT sectors. Over the years, ITC has cultivated a vibrant portfolio of 25+ world-class Indian brands, including Aashirvaad, Sunfeast, Yippee!, Bingo!, and B Natural, among others.
Adani Wilmar Limited (Fortune Foods)	Fortune Foods by Adani Wilmer is a leading food brand recognized for its commitment to quality and innovation. Offering a diverse range of products, including cooking oils, rice, flour, meals, snacks, sauces, and condiments, Fortune Foods serves customers globally. Their dedication to superior quality, innovation, and customer satisfaction drives them to continually improve and innovate. Fortune Foods prioritizes responsible sourcing and sustainability initiatives, aiming to make a positive impact on society and the environment.
Patanjali Ayurved Limited	Patanjali Ayurved Limited, founded in 2006, is an Indian multinational conglomerate holding company headquartered in Haridwar. Spearheaded by Ramdev and Balkrishna, the company has a presence in Delhi and manufacturing units in Haridwar. Patanjali Ayurved Limited has received accolades for its commitment to food safety, including the Certificate for Significant Achievement in Food Safety and the Certificate for Strong Commitment to Food Safety at the 14th CII Food Safety, Quality, and Regulatory Summit in December 2019. With a consumer reach of 50 million and products available in over 300,000 stores, Patanjali offers a diverse portfolio of over 1,000 items. In addition to Ayurvedic Medicine, Foods, Nutraceuticals, Personal Care, and Health Care products, Patanjali is also recognized for its packaged wheat flour, catering to the dietary needs and preferences of consumers across India.
Radha Soami Food Products Pvt. Ltd	Established in 1986 in Jaipur, Radha Soami Food Products has been a trusted name in the Rajasthan market, offering the finest quality Atta, Besan, Suji, Dalia, and Maida under the renowned brand name Laxmi Bhog. As pioneers in the field of Packaged Atta in Rajasthan, they have built a strong retail-marketing network, becoming a household name in the region. With a significant presence in the capital city, they dominate the branded staple food category in Jaipur, boasting a majority market share. Their extensive retail channel comprises

	approximately 7,000 kirana shops, ensuring widespread accessibility and availability to their valued consumers across the city.
Ahaar Consumer Products Pvt. Ltd.	Ahaar Consumer Products Pvt. Ltd. is a prominent player in the food industry, offering a diverse range of high-quality products. With a manufacturing capacity of 300 metric tonnes per day for wheat flour, the company emphasizes hygiene and quality throughout the production process. Stringent quality control measures are implemented, supported by state-of-the-art laboratories at all production plants. Ahaar Consumer Products Pvt. Ltd. holds ISO , HACCP, and FSSAI certifications, highlighting its commitment to international standards.

Product Segment: Indian Food Processing Industry

Industry Overview

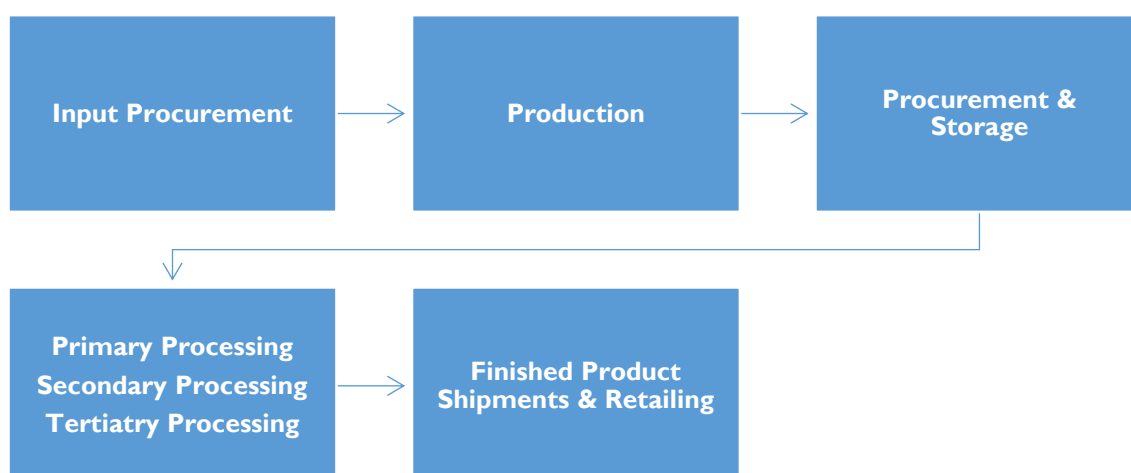
Food processing involves any value addition activities applied to produces right from harvesting stage to making it available as a usable food product to either to the end user or as an industrial raw material (intermediary product) to manufacturing industries. Transformation of raw food ingredients into food or various forms of food is referred as Food Processing. It helps in increasing the shelf life of the products. Processed foods can be classified into three types viz. Primary, Secondary and Tertiary.

Primary Processing: Primary processing refers to conversion of raw agricultural produce, milk, meat and fish into a commodity that is fit for human consumption and it includes basic cleaning, grading and packaging as in case of fruits and vegetables.

Secondary processing: This involves alteration of the basic product to a stage just before the final preparation as in case of milling of paddy to rice.

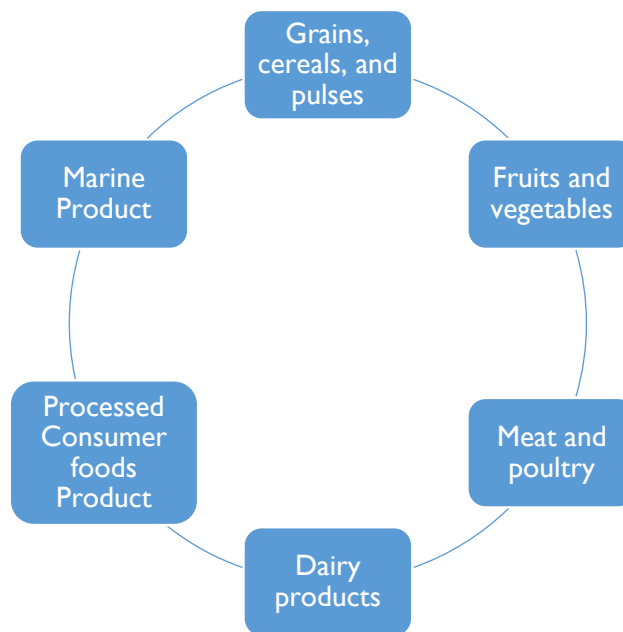
Tertiary processing: This include processing activity that leads to a high value-added ready-to eat food like bakery products, instant foods, health drinks, etc.

Value Chain of food processing industry involves following key processes as illustrated below:



The food processing industry has undergone a sea of change over a period. The food product we consume passes through several processes before reaching our plate. The raw products from agriculture, dairy, plant based/poultry meat, etc. undergo processing such as harvesting, cleaning, packaging, grading, preserving, storage, and transportation. They are processed using cutting-edge technology that enhances shelf life of food products.

India's food processing sector covers fruit and vegetables; spices; meat and poultry; milk and milk products, alcoholic beverages, fisheries, plantation, grain processing and other processed consumer product groups like confectionery, chocolates and cocoa products soya-based products, mineral water, high protein foods, etc.



Grains, cereals, and pulses

India stands as the world's largest producer of rice, wheat, and various grains like corn, sorghum, and millets. The country boasts a significant grain processing sector, wherein a substantial portion of the produced grains is directed towards processing. This industry encompasses the transformation of cereals and pulses into diverse forms, including flakes, puffed cereals, and ready-to-eat snacks. Additionally, the milling of grains is integral to the sector, resulting in the production of flour, rice, and various other products.

Fruits and vegetables

India plays a crucial role as a substantial producer of diverse fruits and vegetables, ranking as a 2nd largest producer of fruit and vegetable globally. Given the perishable nature and limited shelf life of these items, the food processing industry assumes a vital role in their processing and preservation. Within this sector, activities range from the preparation of fruit and vegetable juices, jams, and pickles to the processing of both fresh and frozen fruits and vegetables.

Dairy products

India holds the title of the world's largest producer of milk, and the dairy sector plays a crucial role in the nation's food processing landscape. This industry encompasses the conversion of milk into a diverse array of dairy products, such as butter, cheese, yoghurt, and various others.

Processed foods.

The Indian processed food sector is prolific, generating an extensive array of food products, ranging from convenience foods to ready-to-eat meals and snacks. This industry benefits from a resilient supply chain, encompassing primary processors and food processing companies.

Different Techniques of the Food Processing Industry

Techniques	Details
Preservation	This food processing technique, encompassing methods like canning, freezing, drying, and fermenting, is employed to extend the shelf life of food products. These approaches effectively inhibit the growth of bacteria and other microorganisms that could potentially spoil the food.

Preparation	Methods involved in readying food products for consumption, such as cooking, baking, and grilling, fall under this category of food processing. These techniques play a role in enhancing the flavor, texture, and overall presentation of the food.
Packaging	Processes for preparing food products for consumption, such as cooking, baking, and grilling, are part of this food processing type. These approaches contribute to improving the taste, texture, and presentation of the food products.
Enrichment	Within this food processing method, nutrients such as vitamins and minerals are added to food products to enhance their nutritional content. It is commonly applied to foods that may lack certain nutrients naturally, such as bread and cereals.
Fortification	This form of food processing involves the addition of nutrients to meet specific dietary requirements, like fortifying flour with folic acid or breakfast cereals with iron. Fortification is often used to address public health concerns or fulfill the dietary needs of specific populations, such as children or pregnant women.
Extraction	This technique in food processing involves isolating a component or ingredient from a food product, such as extracting oil from seeds or protein from milk.
Concentration	This food processing method entails reducing the water content or other ingredients in a food product. Examples include concentrating fruit juice or producing tomato paste.
Processing aids	In this food processing category, chemicals or other substances are utilized to enhance the processing or preservation of food products. This can involve the use of acids or enzymes to improve fermentation or preservatives to extend shelf life.

Government Initiatives

The food processing sector plays an important role in increasing farm income and creating off-farm jobs, reducing post-harvest losses in agriculture and allied sector production through on- and off-farm investments in preservation and processing infrastructure. Accordingly, Ministry of Food Processing Industries has undertaken several initiatives to give impetus to development of food processing sector in the country. To push the processing level, the government has approved proposals for joint ventures and encouraged foreign collaboration in the sector and exempted all the processed food items from the purview of licensing under the industries (Development and Regulation) Act, 1951. Government of India has given a priority sector status to food processing sector and the government aims to increase the level of food processing to 25% by 2025 under the National Food Processing Policy.

Mega Food Park Scheme: The Government implemented Mega Food Park flagship policy in 2008-09 to provides the supportive infrastructure in the form of all the necessary supply chain required for the functioning of food processing units. The support infrastructure provided includes collection centres, primary processing centres, central processing centres, cold chain infrastructure together with industrial plots for setting up food processing unit. 41 projects were approved under the Mega Food Park Scheme of which 24 Mega food parks are operational in the country as of December 2023. With effect from 1st April 2021, the Government has discontinued the Mega Food Park scheme. However, provisions that are earmarked for ongoing projects would continue to be disbursed.

Integrated Cold Chain Scheme: The Cold Chain, Value Addition and Preservation Infrastructure Scheme aims to provide integrated cold chain and preservation infrastructure facilities without any break from the farm gate to the consumer. The scheme aims to seamlessly connect pre-cooling facilities at production sites, reefer vans, mobile cooling units as well as value addition centers/infrastructural facilities like Processing / Collection Centers, etc.

Creation/Expansion of Food Processing and Preservation Capacities (CEFPPC) Scheme: The main objective of the Scheme is creation of processing and preservation capacities and modernization/ expansion of existing food processing units with a view to increase the level of processing, value addition leading to reduction of wastage.

Pradhan Mantri Kisan SAMPADA Yojana (PMKSY): In May 2017, the government launched a PMKSY scheme with an approved allocation of INR 60 Bn for the period 2016-20 (extended to 2020-21) for 14th Finance Commission cycle and has been continuing after restructuring during 15th Finance Commission Cycle with approved allocation of INR 46 Bn. PMKSY is an all-inclusive scheme formed by merger of various schemes such as Mega Food Parks; Integrated

Cold Chain and Value Addition Infrastructure; Modernization / Setting up of Abattoirs; Food Safety and Quality Assurance Infrastructure; Human Resources & Institutions and new schemes for Infrastructure for Agro-processing Clusters; Creation of Backward and Forward Linkages and Creation / Expansion of Food Processing & Preservation Capacities.

The scheme serves as a comprehensive package of component schemes, focusing on establishing modern infrastructure with efficient supply chain management from the farm gate to retail outlets. This initiative significantly propels the growth of the food processing sector, contributes to better prices for farmers, generates substantial employment opportunities, particularly in rural areas, reduces agricultural produce wastage, elevates the processing level, and amplifies the export of processed foods.

Financial support, in the form of grants-in-aid, is provided for setting up food processing projects across the country under the various component schemes:

- Mega Food Parks scheme (MFP) (discontinued w.e.f. 01.04.2021)
- Integrated Cold Chain and Value Addition infrastructure (Cold Chain)
- Creation of Infrastructure for Agro Processing Cluster (APC)
- Creation/ Expansion of Food Processing and Preservation Capacities (CEFPPC)
- Creation of Backward and Forward Linkages (CBFL) (discontinued w.e.f. 01.04.2021)
- Operation Greens (OG): Long Term Interventions
- Food Safety and Quality Assurance Infrastructure – Setting up / Up gradation of quality control/ food testing laboratories (FTL)
- Human Resource & Institutions (HRI)

Till December 2023, a total of 1401 projects have been approved under various component scheme of PMKSY (since their respective launch date). Of these 832 projects have been completed resulting in processing & preservation capacity of 21.84 million metric tonnes (MMT). The approved projects, on their completion, are expected to leverage investment of INR 212.17 Bn benefiting about 57 lakh farmers and generating over 8.28 lakh direct/indirect employment. The scheme has also contributed to improving the farm gate prices and reducing the food wastage. As per NABCON²⁰'s evaluation study report on cold chain projects, reveals that completion of 70% of the approved projects has resulted into waste reduction up to 70% in case of fisheries and 85% in case of dairy products.

The details of physical targets proposed by the Ministry for the 15th Finance Commission Cycle period (2021 - 26) and achievements made as on date under various component schemes of PMKSY are as under:

Component scheme of PMKSY	Project in numbers	
	Proposed	Achievement
Mega Food Parks scheme	Discontinued w.e.f. 01.04.2021	
Cold Chain scheme	30	42
APC scheme	30	29
CEFPPC scheme	162	242
CBFL scheme	Discontinued w.e.f. 01.04.2021	
OG scheme	80	47
FTL scheme	25	22
HRI – R&D scheme	100	-

Source: PIB

Production Linked Incentive Scheme for Food Processing Industry (PLISFPI)

In order to support creation of global food manufacturing and boost Indian brands of food products in the international markets, the government launched production-linked incentive (PLI) schemes. With a total budget of INR 10,900 crore, the government has already invested INR 4,900 crore in the sector through the PLI plan. The scheme will be implemented for six years, from 2021-22 to 2026-27. To qualify for the incentive, the selected applicant will be required to undertake investment²¹ in Plant & Machinery in the first two years i.e., in 2021-22 & 2022-23. Also, the entire manufacturing process, including the initial processing of food items, must take place within India, which is expected to provide a much-needed boost to the local industry.

²⁰ A wholly owned subsidiary of NABARD. NABARD Consultancy Services

²¹ as quoted in their Application (Subject to the prescribed minimum)

PLI Scheme for the Food Processing Industry comprises of three components listed as below:

Category 1- Incentivising manufacturing of four major food product segments viz. namely Ready-to-cook and ready-to-eat products foods including Millets based products, Processed fruits and vegetables: Marine products and Mozzarella cheese.

Category II- Endorse Innovative and Organic products of SMEs.

Category III- Support for branding and marketing initiatives to promote Indian brands in global market.

Additionally, with 2023 being declared as the International Year of Millets, the Ministry of Food Processing Industries (MoFPI) is committed to promoting post-harvest value addition, increasing domestic consumption, and branding millet products both nationally and internationally through various PLI schemes. In 2022-23, MoFPI announced an outlay of INR1000 crores to expand the PLI Scheme and added a new component specifically for millet-based products. A total of 30 projects for millet-based products with incentive worth INR 8 bn spread across 8 large entities and 22 MSMEs, have been approved under PLISFPI.

A total of 176 proposals under different categories of Product Linked Incentive scheme for Food Processing sector (PLISFPI) have been approved till December 2023. An incentive of INR 5.84 Bn has been released till December 2023 under the scheme with has resulted in processed food sales turnover of about INR 2.01 trillion, investment of INR 70.99 Bn and employment generation of 0.24Mn people.

Make In India Scheme: A portion of the Make in India campaign, the food processing sector was recognized as one of the concentrated areas. Therefore, the policy, ecosystem has been refurbished to draw financial, technological, and human resources into the zone. Allowing 100% FDI via automatic route into this sector is also an important footstep in this direction.

Technology Upgradation Scheme: Under this Scheme, Ministry extends financial assistance for setting up of food processing units including fruits and vegetables units, in the form of grants-in-aid to the implementing agencies/ entrepreneurs at 25% of the cost of plant & machinery and technical civil works subject to maximum of INR 5 Mn in general areas and 33.33% up to a maximum of INR 7.5 Mn in difficult areas.

FDI in Food Processing Sector: 100% FDI is permitted under the automatic route in the food processing sector and 100% FDI under Government approval route is allowed for retail trading, including through e-commerce, in respect of food products manufactured and/or produced in India. Allowing 100% FDI through automatic route helps to attract more FDI as under the automatic route, the investment does not require the prior approval. Automatic Government approval is also provided for projects which involve technology transfer to the local partner. The foreign direct investment in food processing sector in 2022-23 is estimated to be 895.34 USD Mn and USD 6.185 Bn between April 2014-March 2023.

Agro Processing Cluster scheme: The Agro Processing Cluster scheme was approved in May 2017 as part of the (Pradhan Mantri Krishi Sinchayee Yojana (PMKSY) to encourage the establishment of APCs which are equipped with modern infrastructure and common facilities to encourage entrepreneurs to set up food processing units based on cluster approach. It aims to link stakeholder across value chain like producers/ farmers to the processors and markets through well-equipped supply. The scheme has two basic components i.e., Basic Enabling Infrastructure (roads, water supply, power supply, drainage, ETP etc.) and Core Infrastructure/ Common facilities (warehouses, cold storages, IQF, tetra pack, sorting, grading etc). For setting up of Agro Processing Cluster at least 10 acres of land is required to be arranged either by purchase or on lease for at least 50 years and at least 5 food processing units with a minimum investment of INR 25 crore is needed.

State-wise Break-up of Projects Approved so far under Agro Processing Clusters (APC) Scheme

State/UT	No. of Approved Agro Processing Cluster Projects *	Project Cost (Rs. in Crores)	Grant Approved (Rs. in Crores)
Maharashtra	12	372.9	107.0
Tamil Nadu	11	291.0	71.7
Assam	6	127.6	52.5
Gujarat	5	129.5	37.4

Karnataka	4	100.3	29.3
Madhya Pradesh	4	143.5	39.4
Rajasthan	4	119.6	31.7
Uttar Pradesh	4	114.7	33.9
Punjab	3	70.5	20.5
Chhattisgarh	2	63.8	12.0
Haryana	2	43.2	13.0
Kerala	2	71.7	19.0
Telangana	2	62.0	15.4
Andhra Pradesh	1	28.7	5.9
Bihar	1	30.4	7.9
Himachal Pradesh	1	24.5	10.0
Jammu and Kashmir	1	24.4	10.0
Uttarakhand	1	23.3	10.0
Arunachal Pradesh	1	23.4	5.3
Meghalaya	1	21.7	8.8
Total	68	1886.9	540.6

Source: Answers Data of Rajya Sabha Questions for Session 257 (Reply to Unstarred Question on 5 August, 2022) |

*The states are indexed on the basis of number of APC projects approved per state. As per Lok Sabha Q&A session on 6th February 2024, the total count stands at 69.

These cluster set up by Project Execution Agency (PEA)/ Organisation such as Govt./ PSUs/ Joint Ventures/ NGOs/ Cooperatives/ SHGs/ FPOs/ Private Sector/ individuals etc. and are eligible for financial assistance subject to terms and conditions of the scheme guidelines.

- The Scheme envisages grants-in-aid @ 35% of eligible project cost in general areas and @50% of eligible project cost in the Northeast States including Sikkim and difficult areas namely Himalayan States (i.e., Himachal Pradesh, Jammu & Kashmir and Uttarakhand), State notified ITDP areas, Islands and SC/ST entrepreneurs subject to max. of INR 10.00 crore per project.

Other Incentives & Initiative to promote Food Processing Industries

- Income tax Incentives:
 - o Eligibility for 100 % profit exemption for the initial five years, followed by 25 % deduction for the subsequent 5 years.
 - o Full deduction equivalent to 100 % allowed for capital expenditure related to cold chain or warehouse investment.
- Credit Facilities
 - o Loans to food & agro-based processing units and Cold Chain have been classified under Agriculture activities for Priority Sector Lending (PSL).
 - o Cold chain and post-harvest storage have been recognized as an infrastructure sub-sector and Capex toward the creation of modern storage capacity is eligible for Viability Gap Funding scheme of the Finance Ministry.
 - o A special food processing Fund of USD 263 Mn was created by NABARD for providing affordable credit to Mega Food Parks and units to be set up under MFPs & designated food parks.
- INR 32.88 Bn (B.E.) was allocated to Ministry for development of Food Processing Sector in year 2023-24 which is 73% higher against the revised estimate of INR 19.02 Bn in 2022-23.
- In November in 2023, the MOFPI organized the Second edition of World Food India which saw extensive participation more than 1200 national and international exhibitors, representatives from 90 countries, 91 Global CXOs and 15 overseas ministerial. As a part of event, the country hosted several knowledge sessions on best practices, discussing financial empowerment, quality assurance, innovations in machinery and technology, e-commerce, and logistics in the food processing sector. Also, MoUs worth INR 331.29 Bn were signed with various companies during the event.

Goods and Services Tax (GST) Rate

- Lower GST for raw and processed products. More than 71.7% of food products are in lower tax slab rate 0% & 5%.
- Exempted GST on Services of pre-conditioning, pre-cooling, ripening, waxing, retail packing, labeling of fruits and vegetables which do not change or alter the essential characteristics of fruits & vegetables.
- 18% GST on refrigeration machineries and parts used in the installation of cold storage, refrigerated vehicle for the preservation, transportation, storage and processing of various agro based product.
- Machinery used in dairy sector attract 12% GST while 18% GST is applicable on machinery use for the preparation of meat, poultry, fruits, nuts or vegetables and on presses, crushers and similar machinery used in the manufacture of wine, cider, fruit juices or similar beverages.

Export Restriction in Sugar

India, the world's second-largest sugar producer, imposed export restrictions on sugar starting June 1, 2022, to ensure domestic availability and curb rising prices. Initially set to last until October 31, 2022, these restrictions were extended through October 2023 and subsequently continued until further notice. The measures encompassed various sugar categories, including raw, white, refined, and organic sugars.

The government's decision was influenced by anticipated declines in sugar production due to deficient monsoon rains, attributed to El Niño weather patterns. Additionally, the increasing domestic demand for sugar, driven by traditional consumption and the burgeoning ethanol industry, necessitated measures to stabilize prices and ensure sufficient supply. The push for ethanol blending, aiming for a 20% mix with petrol by FY 2026, further intensified the demand for sugarcane.

After nearly 31 months of stringent export controls, the Indian government, on January 20, 2025, permitted the export of 10 lakh metric tonnes (LMT) of sugar for the FY 2025 season²². This allocation was distributed among sugar mills based on 3.174% of their average production over the past three operational sugar seasons (FY 2022 to FY 2024). The move aimed to alleviate financial pressures on sugar mills, enabling timely payments to farmers and supporting the livelihoods of millions dependent on the sugar industry.

While this partial relaxation offers relief to domestic stakeholders, it also has implications for the global sugar market. India's re-entry as an exporter could influence international sugar prices, which had been elevated due to the country's prolonged absence from the export market. However, the government remains cautious, balancing export opportunities with the need to maintain domestic price stability and meet ethanol production targets.

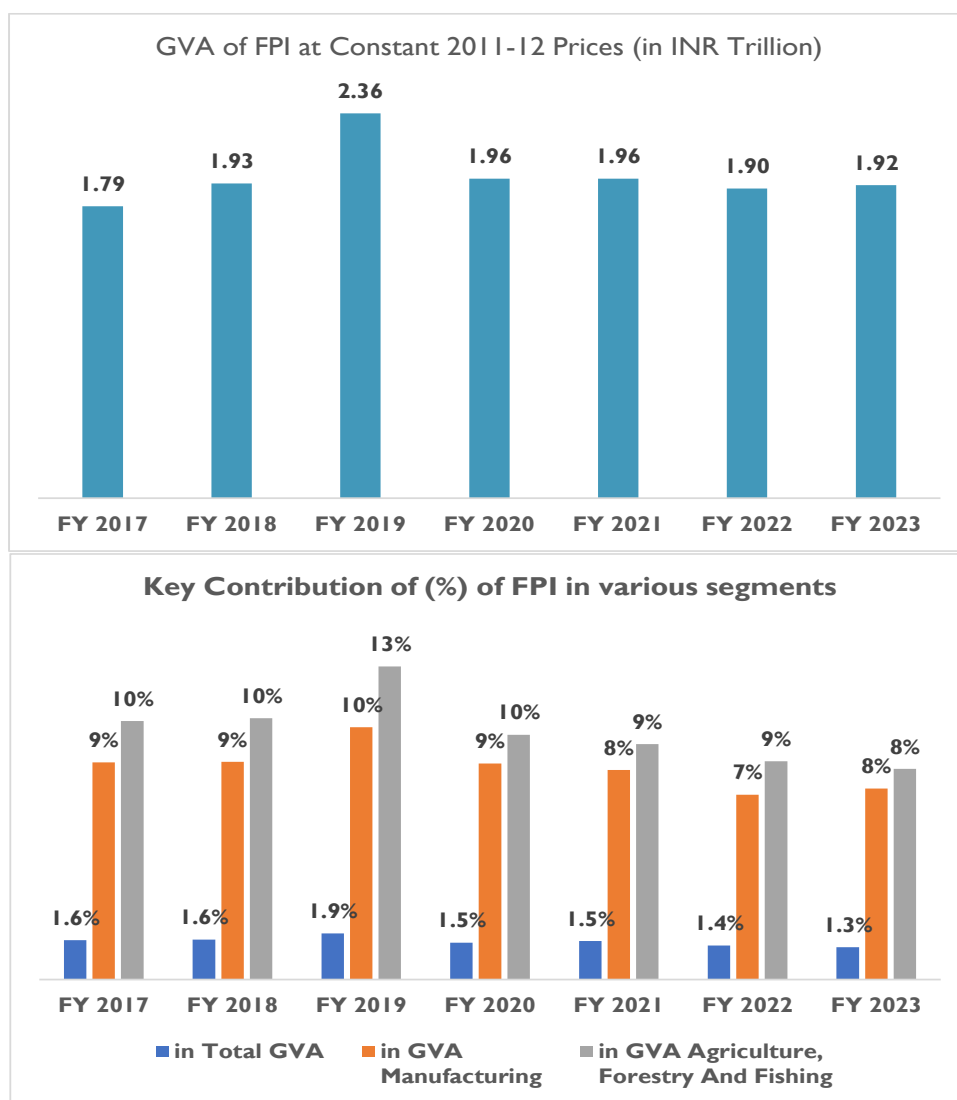
Current Market Scenario

As of FY 2023, approximately 55% of India's total land area is dedicated to agriculture, highlighting the sector's significant role in the country's economy and rural livelihood. This extensive share underscores the importance of agriculture not only as a source of food security but also as a key contributor to employment and national GDP.

India has over 154.45 Mn hectares of arable land (51.9% of the land Area). The country is one of the largest producers of food-grains, fruits, and vegetables, and the largest producer of milk in the world. The country also has one of the largest livestock populations in the world. India's vast coastline has also benefited in availability of fish and other sea creatures. All these resources have resulted in the development of the Indian food processing sector.

The food processing sector is one of the largest sectors in India in terms of production, growth, consumption, and export. Helped by the higher level of agriculture production and government support, the sector has witnessed growth. India's Gross Value Added (GVA) for the Food Processing Industry (FPI) at constant 2011-12 prices exhibited mixed trends between FY 2017 and FY 2023. The GVA increased from INR 1.79 trillion in FY 2017 to INR 2.36 trillion in FY 2019, reflecting a strong growth rate of 31.8% over two years. However, it declined by 16.9% to INR 1.96 trillion in FY 2020 due to disruptions from the COVID-19 pandemic. The following years saw stagnation, with GVA remaining at INR 1.96 trillion in FY 2021 and falling by 3.1% to INR 1.90 trillion in FY 2022. A modest recovery of 1.1% was observed in FY 2023, with GVA reaching INR 1.92 trillion. These fluctuations highlight the industry's resilience amid challenges such as supply chain disruptions, rising input costs, and global economic uncertainty.

²² Ministry of Consumer Affairs, Food & Public Distribution Department of Food & Public Distribution

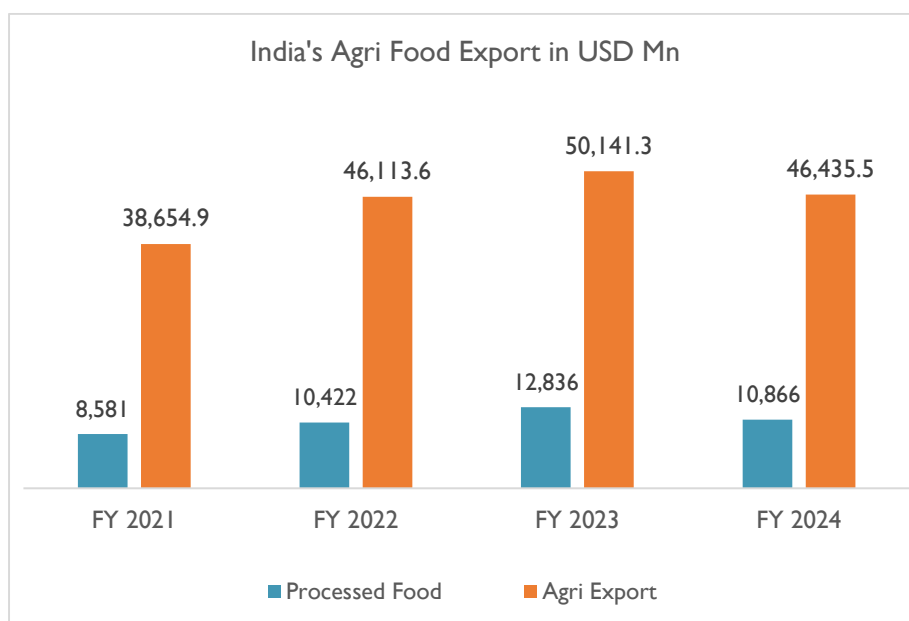


Source: MOFPI, Dun and Bradstreet Research²³

Exports

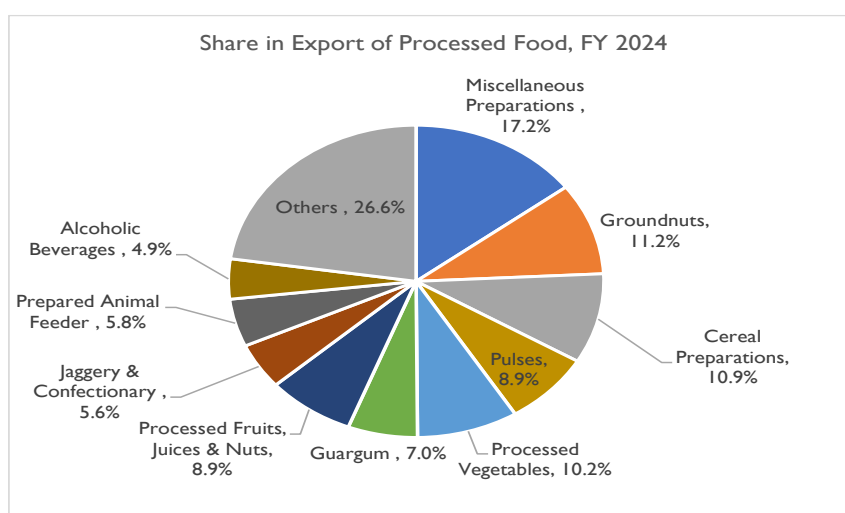
The Indian food processing industry is primarily export oriented. The country ranked 7th in the world in agricultural and processed food exports in FY 2023. Over the period FY 2021-24, India's agri food exports have CAGR of ~6.3% while processed food export have increased at 8.2% CAGR. In FY 2024, India's agri-food exports contracted by 7.4%, while processed food exports saw a sharper decline of 15.3%. This follows consistent growth in previous years, with agri-food exports rising by 9% in FY 2023 and 19% in FY 2022, and processed food exports expanding by over 20% in both years. Despite the decline, the share of processed food in total agri-product exports increased to 29.3% in FY 2024, compared to 25.6% in FY 2023 and 22% in FY 2022, indicating the sustained importance of processed food in India's export composition.

²³ As per the latest data available by MOFPI.



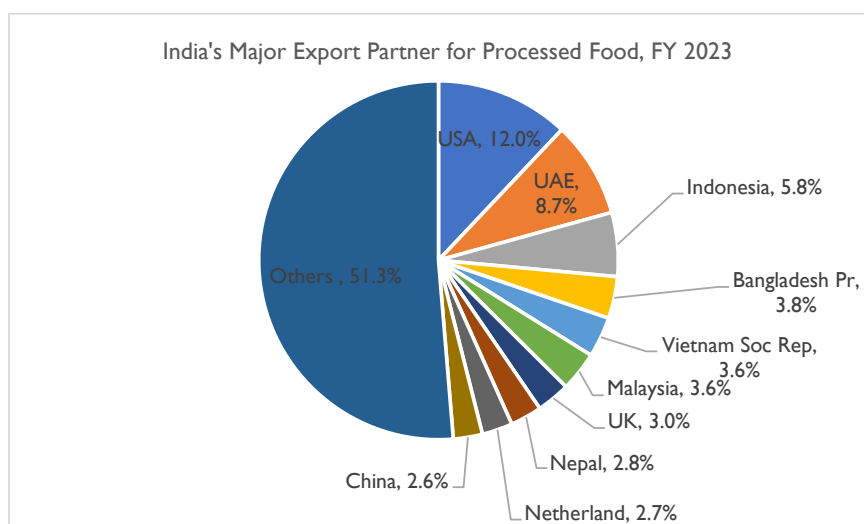
Source: MOFPI, Department of Commerce Trade Statistics

Groundnut, Cereals preparation, Pulses, Processed Vegetable and Guar gum altogether account for nearly 48.3% of FPI exports.



Source: Breakup of USD 7,702 Mn of processed food sourced from APEDA

India's export market for processed food is fairly diversified as country export its product in over 200 countries. USA continued to remain India's largest export partner for processed food in FY 2023 with 12.0% followed by UAE (8.7%), Indonesia (5.8%), Bangladesh (3.8%) and Vietnam (3.6%) which together accounted for nearly 34% share while top 10 countries contributed 48.7% in the total export earnings from processed foods.



Source: Breakup of USD 7,409 Mn of processed food sourced from APEDA

Key Success Factors for Expansion of Food Processing Industry in India

Availability of raw material or primary product: India's diverse climate ensures availability of varieties of crops, fruits, vegetables, and livestock.

Production across major product categories is indicated in table below:

Product	FY 2020	FY 2021	FY 2022	FY 2023	FY 2024	FY 2025	CAGR with previous year
Food Grain	297.5	310.7	315.6	329.7	332.2	354	7%
Milk	198.4	210	221.1	230.6	239.2	-	4%
Fruits	102	102.5	107.5	110.2	113	113.2	0.2%
Vegetables	188.3	200.4	204.8	212.5	207.2	214.6	4%
Fish	14.2	14.73	16.2	17.4	18.4	-	6%
Poultry: Eggs	114.4	122.1	129.6	138.4	142.8	-	3%

Source: MOFPI, Animal Husbandry Statistics, Press Information Bureau

Note: Production of all products except eggs is in Mn tonnes. For egg production is given in Bn units

India leads the global production in the following products:

- As of FY 2024, India continues to lead the world in milk production, contributing nearly **25% of global milk output**, ahead of countries such as the USA, Pakistan, China, and Brazil, according to the **Food and Agriculture Organization (FAO)**. India's total milk production for the year stood at **236.4 million tonnes**, driven by consistent growth in the dairy sector and supported by strong rural infrastructure and cooperative models.
- In the poultry segment, **India ranks second globally in egg production**. Egg production in the country has been expanding steadily at a **CAGR of 6.87%**, reaching **142.8 billion eggs in FY 2024**. The **per capita availability of eggs** has also improved significantly, rising to **103 eggs per annum**, up from 62 eggs per annum in FY 2015.
- Livestock rearing** plays a crucial role in India's rural economy, serving as a major source of livelihood for **over 70% of rural households**. A large proportion of those engaged in livestock farming are **small and marginal farmers or landless labourers**. This sector, often referred to as a **sunrise industry**, currently provides direct and indirect **employment to about 80 million people** across the country, contributing significantly to rural income and nutritional security.
- India is also the second-largest producer of fruits and vegetables in the world after China**. The country ranks first in the production of the number of crops like **Banana, Lime & Lemon, Papaya, and Okra**.
- The second largest producer of food grain (e.g., Rice, wheat, sugar, and cotton, etc.)**
- India**, as the world's 3rd largest fish producer, 2nd largest aquaculture nation after China, and the top shrimp producer, plays a crucial role in global fisheries and food security. The sector supports the livelihoods of nearly

30 million people, particularly in coastal and rural areas. In recent years, India has seen a strategic shift from marine to inland fisheries, with aquaculture increasingly replacing capture fisheries. This transformation is driving sustainable growth and strengthening the country's blue economy.

Product	Share in World Production	Global Rank	Next to
<u>Cereals</u>	11.38%	3	China, USA
Wheat	14.25%	2	China
Rice	24.25%	2	China
<u>Oil Seeds</u>			
Groundnut (in shell)	18.50%	2	China
Rapeseed	10.01%	4	Canada, Germany, China
<u>Fruit & Vegetables</u>			
Fruit excluding melon	11.89%	2	China
Vegetables Primary & Melons	11.88%	2	China
Potatoes	13.08%	2	China
Onions	24.95%	1	-
<u>Commercial Crops</u>			
Sugarcane	19.87%	2	Brazil
Tea	20.16%	2	China
Coffee	2.96%	9	Brazil, Vietnam, Colombia, Indonesia, Ethiopia, Honduras, Uganda, Peru
Jute	48.82	2	Bangladesh
Tobacco unmanufactured	13.18	2	China
<u>Dairy Products</u>			
Milk	22.99%	1	
Egg	7.19%	2	China
Meat	3.30%	5	China, USA, Brazil, Russia

Source: MOFPI Annual Report 2024, Position is mentioned as of 2020

Domestic availability of various food products as a raw material offers vast business opportunities in food-based industries like canning, processed dairy products, frozen food / refrigeration, and thermo-processing.

Low Processing Level: Currently, the level of food processing is low in India at around 10%. The processing penetration level in various segments in India is mentioned below:

Segment	% of Processing Level in 2015-16	% of Processing Level 2018-19
Milk	20.1%	21.1%
Fruits	2.9%	4.5%
Vegetables	2.22%	2.7%

Meat	22.7%	34.2%
Fisheries	8.3%	15.4%
Coarse Cereals	28.6%	29.4%

Source: MOFPI, ** Deloitte Study 2020-21

Importance of Food Processing Sector

The Food Processing Industry (FPI) plays a pivotal role by establishing crucial connections and synergies between two fundamental pillars of the economy: agriculture and industry.

- **Employment Generation:** Acting as a bridge between agriculture and manufacturing, FPI serves as a significant source of both direct and indirect employment opportunities. This contributes to overall economic growth and stability. The sector also generates the highest level of employment and account for about 12.22% share in the total employment in the registered/organized sector. The sector employs ~2 million people in registered units and about 5.1 million people in unregistered units across the country. Considering the employment potential and its benefits to the agriculture sector, the government has launched various schemes/programs to help spur the growth in the sector.
- **Doubling Farmers' Income:** The increasing demand for agricultural products translates into higher prices for farmers, thereby elevating their income levels. This aligns with the national goal of doubling farmers' income.
- **Malnutrition Reduction:** Processed foods, when fortified with essential vitamins and minerals, have the potential to address nutritional deficiencies in the population, playing a crucial role in reducing malnutrition.
- **Reducing Food Wastage:** FPI can be instrumental in mitigating the pervasive issue of food wastage. With a focus on efficient sorting and grading near the farm gate and redirecting surplus produce to the food processing industry, substantial reductions in wastage can be achieved, leading to better returns for farmers. A nation-wide study on post-harvest losses for 54 agricultural produces in 292 districts of 15 Agro Climatic Zones (ACZs) was carried out by NABARD Consultancy Services Pvt. Ltd (NABCONS) from which loss of major Agricultural produce is listed below:

Category-wise wastage in the country*	
Category	Cumulative wastage as a percentage of total produce
Cereals	3.89-5.92
Pulses	5.65-6.74
Oil Seeds	2.87-7.51
Fruits	6.02-15.05
Vegetables	4.87-11.61
Plantation Crops & Spices	1.29-7.33
Milk	0.87
Fisheries (Inland)	4.86
Fisheries (Marine)	8.76
Meat	2.34
Poultry	5.63
Egg	6.03

Source: MOFPI Annual Report 2024,

*Data is indicative in nature as it pertains to determine Post Harvest Losses of Agri Produce in India 2022.

Thus, high production of perishable commodities requires an efficient supply chain infrastructure in the country. Developing the food processing sector to enable containment of food inflation and food wastage is one of the

key objectives of government.

- **Boosting Trade and Foreign Exchange Earnings:** The FPI serves as a significant contributor to foreign exchange earnings. For instance, commodities like Indian Basmati rice enjoy high demand in Middle Eastern countries, enhancing India's trade position and foreign exchange reserves.
- **Curbing Migration:** The labor-intensive nature of the Food Processing Industry presents an opportunity to generate localized employment, acting as a deterrent to migration from source regions.
- **Curbing Food Inflation:** Processing contributes to increased shelf life, ensuring a consistent supply that aligns with demand, ultimately helping to control food inflation. For instance, products like Frozen Safal peas remain available throughout the year.
- **Crop Diversification:** The diverse requirements of food processing encourage farmers to grow a variety of crops, promoting crop diversification and reducing dependency on a single type of produce.
- **Preserving Nutritive Quality and Prolonging Shelf Life:** Food processing methods act as a safeguard against spoilage caused by microbes and other agents, preserving the nutritive quality of food and extending its shelf life.
- **Enhancing Quality and Taste:** Food processing not only prevents spoilage but also enhances the overall quality and taste of food, offering a broader spectrum of choices in the food basket.
- **Enhancing Consumer Choices:** In the contemporary landscape, food processing facilitates the transportation of food from different parts of the world to local markets and vice versa. This globalization of food options expands consumer choices and enriches the diversity of available products.

Key Demand Drivers

The food processing sector is a sunrise sector and has been witnessing a robust growth on back of following key factors.



Shift in Preference by Youth Population

The changing landscape of consumption habits in India is markedly influenced by a shift in the population mix, particularly among the youth demographic. With approximately 35% of the population falling within the 15 to 35 age brackets, this segment exhibits a distinct preference for value-added processed foods over their unprocessed counterparts. This shift reflects evolving dietary choices and contributes significantly to the rising demand for processed food products in the country.

Aggressive Promotion by FMCG Companies

The processed food industry is experiencing robust growth due to the concerted efforts of FMCG companies. These companies have embraced extensive advertising endeavours and promotional activities, including product sampling and price promotions. Such aggressive marketing strategies are meticulously crafted to captivate the consumer, resulting in a consistent and steady expansion of the processed food market.

Increased affordability due to low priced packs

The increased affordability of processed foods has become a cornerstone of industry growth. Major players in the food processing sector have astutely introduced low-priced, small-sized packs to specifically cater to the needs of low-income consumers. This strategic initiative has proven particularly impactful in smaller cities where affordability constraints are more pronounced. By making processed foods more accessible through cost-effective options, the industry has successfully broadened its consumer base and fostered substantial growth, particularly in regions where economic constraints might otherwise impede market penetration.

Increase in Distribution Network

The expanding reach of the distribution network is a pivotal factor driving the increased demand for the food processing industry in India. The current generation of consumers benefits from an enhanced distribution reach, affording them better access to a diverse range of processed foods compared to previous generations. This improved accessibility has played a crucial role in amplifying the consumption and demand for processed food products across the country.

Improvement in Food Procurement

Advancements in food procurement practices contribute significantly to the growth of the food processing sector. The adoption and spread of practices like contract farming, coupled with special initiatives ensuring fair prices for farmers by eliminating intermediaries in the procurement process, have led to a reduction in the wastage of food products available for processing. This streamlined procurement process has effectively increased the availability of raw materials for the food processing industry, contributing to a more sustainable and efficient supply chain.

Government Incentives

Government incentives play a key role in fostering the growth of food processing units. Various tax incentives and policy initiatives implemented by the government to boost its share in global food trade have provided entrepreneurs with the necessary encouragement to establish and expand food processing units. These supportive measures have not only facilitated the establishment of new ventures but have also contributed to the overall development and competitiveness of the food processing industry in India.

Increasing Shift on healthy processed food products

The increasing shift towards healthy processed food products is a significant trend driven by the changing lifestyle and working habits of the younger population in India. This demographic change has resulted in a rise in lifestyle diseases, including diabetes, blood pressure, cardiac problems, and muscular pains. Consequently, heightened health concerns, coupled with growing disposable income levels and increased awareness, have prompted consumers to prioritize spending on healthy and nutritional food. This shift is notably reflected in the rising demand for health-conscious breakfast items such as low-calorie oats-based products, muesli, fruits, dry-fruits, cornflakes, and various organic food products.

Rising Export Opportunities

The food processing industry in India is capitalizing on rising export opportunities. The demand for processed food is particularly high in developed economies, where the pace of life is faster compared to emerging markets. India's increased integration with the global economy and its proximity to key export markets have positioned it as a strong link between trading countries. This geographical advantage, combined with the growing global interest in diverse and authentic food products, presents significant export opportunities for the Indian processed food industry. The alignment of consumer preferences for healthy options and the strategic positioning in global markets further augments the growth prospects for the industry.

Status of Food Processing Industry in India

India is the second largest producer of food-grains, leading producer of fruits and vegetables and the largest producer of milk in the world. The country also has one of the largest livestock populations in the world. India's vast coastline has also benefitted in availability of fish and other sea creatures. All these resources have resulted in the development of the Indian food processing sector.

However, as per various industry estimates, significant amount of agriculture produce produced domestically go waste due to lack of well-developed cold storage chain and other infrastructure facility which further contribute towards the rising prices of these food products.

The high production of perishable commodities necessitates the development of food processing infrastructure in the country. Thus, the government has initiated several initiatives like setting up of agro based and food processing infrastructure like Special Economic Zone, Agri Exports Zone and Mega food parks which aim to develop the food processing sector and helps in reducing food wastage and containment of food inflation.

Consequently, India's domestic processing capacity has grown over 15 times (since 2014) to reach 21.84 million metric tonnes currently. There are reportedly 24 operational mega food parks, 371 cold chain projects, and 68 agro-processing clusters present in India currently.

As per India's Investment Facilitation Agency, Invest India, 474 proposals under the Creation/Expansion of Food Processing & Preservation Capacities, 61 backward and forward linkage projects, 46 Operation Green projects, and 186 food testing Laboratory projects have been approved by the ministry until 30 Sep 2023 under PMKSY.

The food processing industry in India is primarily concentrated in the northern and western regions of the country. The states of Maharashtra, Uttar Pradesh, Andhra Pradesh, Tamil Nadu, and Gujarat are the key contributors to the sector.

As of April 10, 2023, there are around 3,319 startups acknowledged by DPIIT in the Food Processing Sector. These recognized startups are distributed across 425 districts in the country, providing employment to approximately 33,000 individuals. Among these startups, roughly 32% received recognition in the year 2022. Maharashtra leads with the highest number of recognized startups, standing at around 620. Notably, about 58% of the startups in this sector originate from Tier 2 and Tier 3 cities.

Advancements in Technologies in the Food Processing Sector

Minimal Processing	This method, as named, employs approaches that have minimal impact on the quality of the product. The objective is to provide consumers with processed foods that retain a healthy "fresh-like" quality.
Innovative Thermal Processing	Emerging thermal processing techniques like ohmic heating and the utilization of electromagnetic waves (microwave, radiofrequency, and infrared) represent novel approaches in food processing, contributing to product innovation.
Nanotechnology-Based Applications	Leveraging nanotechnology, these applications harness the advantages of enhanced surface area to volume ratios, showcasing a cutting-edge dimension in food processing.
Information Technology (ICT) Applications	The integration of computers and information technology into food processing involves interdisciplinary fields such as artificial intelligence, machine learning, robotics, digitalization of conventional processes, and remote process controls, ushering in a new era of efficiency and precision.
Nutraceuticals and Functional Foods	This category encompasses the selection, delivery, and health benefits of nutraceuticals and functional foods. The focus extends to areas like anti-ageing, immune boosting, and gut health, reflecting an evolving paradigm in meeting consumer health and wellness demands.
Sustainable Food Processing	Encompassing all levels of the food supply chain, this approach integrates principles of 'zero discards,' 'resource recovery,' 'low carbon footprint,' and 'waste utilization.' These concepts can be applied to entire foods or individual ingredients, emphasizing a three-fold focus on consumer engagement, universal accessibility, and sustainability.
Nonthermal Processing	Innovations such as high-pressure processing, pulsed light treatment, pulsed electric field processing, ultrasound treatment, cold plasma treatment, ozone treatment, and irradiation represent nonthermal processing methods, contributing to enhanced food safety and quality.
Food 3D Printing	This cutting-edge technique allows for extensive customization and personalization in food production, revolutionizing the way food is created and consumed.
Biodegradable Packaging and Intelligent Food Packaging	The shift towards biodegradable packaging and the rise of smart and intelligent food packaging emphasize product quality, traceability, and consumer information, aligning with evolving preferences for sustainable and transparent choices.
Alternative Proteins	This category focuses on replacing traditional protein sources with alternatives like plant-based ingredients, mushrooms, insects, seaweeds, aiming to minimize environmental impacts and cater to diverse dietary preferences.
Rapid Sensing Techniques	The development of rapid and robust sensing techniques for food analysis and quality evaluation addresses the need for real-time monitoring, ensuring food safety and meeting quality standards in an efficient manner.

Growth Forecast of Overall Food Processing Industry

In the long term, the country's vast population base, growing preference for value added products, increasing awareness, increasing income as well as affordability of processed food augur well for the sector. Growth will be also fueled by change in the dietary habit and the demand for healthy and nutritional products. India's annual household consumption is believed to quadruple by 2030, making it the fifth-largest consumer in the world which is expected to boost the demand for processed food and present a favourable business opportunity for FPI to expand its footprint further.

As growth of the industry helps in mitigating some of the critical issues such as food security and food inflation, the government has set a vision of doubling its contribution to the GDP by 2030. The Government is encouraging investment in the sector as higher level of processing helps in the reduction of wastage, improve value addition, promote crop diversification, ensure better return to the farmers, promote employment as well as increases export earnings. Beside above, the industry continues to innovate in terms of adopting modern technologies, developing new products, and improving infrastructure and supply chain efficiency. The focus will be on high value processing of horticulture, meat, poultry, dairy, and other gourmet food sector. Considering the above discussed factors, the size of the Indian Food Processing industry is expected to grow to USD 535 Bn by FY 2026.

A. Groundnut / Peanut

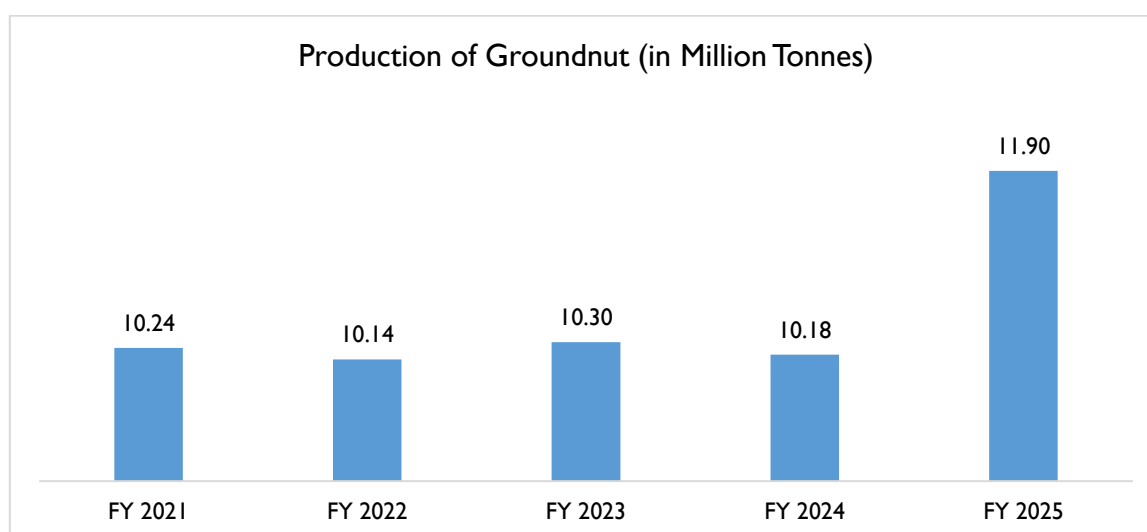
Overview

India is the second largest producer of groundnut after China, with a production of 11.90 million tonnes in 2025, accounting for 19% of the total world production. Groundnut, also known as peanut, holds a significant position in India's agricultural landscape and economy. Renowned for its versatility and nutritional value, groundnut cultivation is widespread across various regions of the country. India is one of the largest producers and consumers of groundnuts globally, with its cultivation deeply intertwined with the livelihoods of millions of farmers.

The crop's importance extends beyond its role as a staple food item; groundnuts play a crucial role in various industries, including oil extraction, animal feed, and snack manufacturing. Moreover, groundnut cultivation contributes to soil fertility and crop rotation practices, making it an integral component of sustainable agricultural systems in India.

Production Scenario

According to the third advanced estimates for FY 2025, groundnut production in India reached 11.9 million tonnes, marking a significant jump from 10.18 million tonnes in FY 2024. Between FY 2021 and FY 2024, production remained relatively stable, averaging around 10.2 million tonnes, reflecting marginal fluctuations likely driven by seasonal and climatic factors. However, FY 2025 saw a sharp rise of nearly 17%, which may be attributed to favourable monsoon conditions, improved seed varieties, and increased acreage under groundnut cultivation. Overall, between FY 2021 and FY 2025, the production of groundnut in India registered a compound annual growth rate (CAGR) of approximately 3.8%, indicating renewed momentum in oilseed farming driven by policy incentives and market demand.

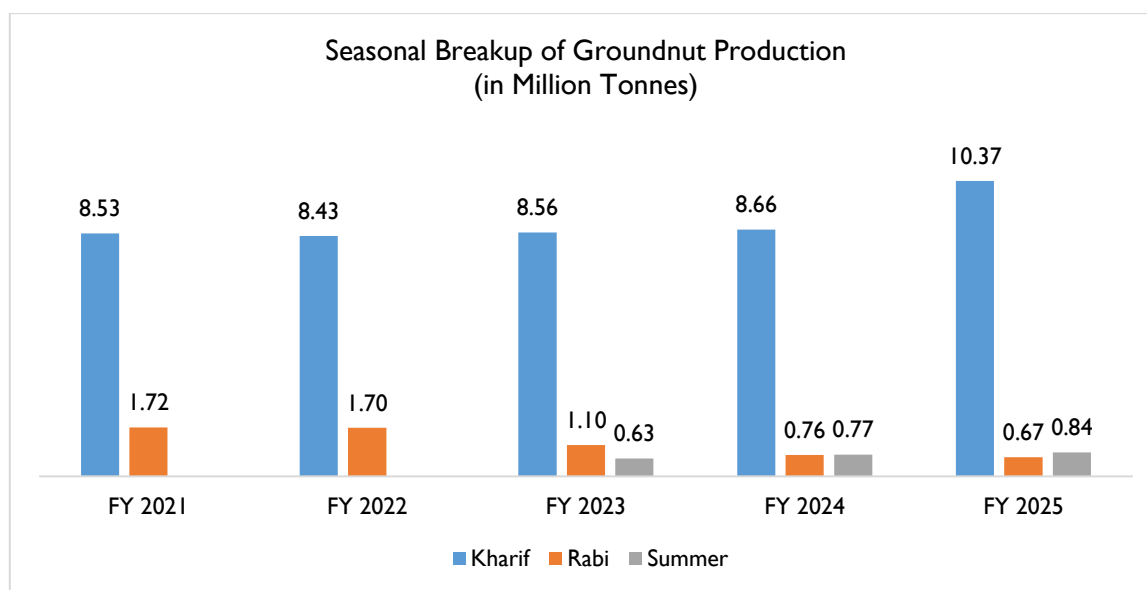


Source: Ministry of Agriculture & Farmers Welfare

Seasonal Breakup

In India, groundnut cultivation follows well-defined seasonal patterns, predominantly during the **Kharif (June-October)** and **Rabi (November-February)** seasons, with a smaller share in the **summer season (March-June)**. The crop prefers hot, humid conditions during its early growth phase and dry weather at harvest, making the Kharif season ideal, accounting for over **85% of the total production**, mainly under rainfed conditions.

In **FY 2022**, the combined production of Kharif and Rabi groundnut stood at **10.13 million tonnes**, with Kharif contributing 8.43 Mn tonnes and Rabi 1.70 Mn tonnes. However, production declined in the following years. By **FY 2024**, the total Kharif and Rabi output dropped to **9.42 million tonnes**, marking a **7% fall** from FY 2022. This drop was primarily due to **reduced sowing acreage during the Kharif season**, which recorded an 8% decline in output compared to FY 2022-23. Rabi production also continued to decrease year-on-year due to **unfavourable climatic conditions and limited irrigation support**.

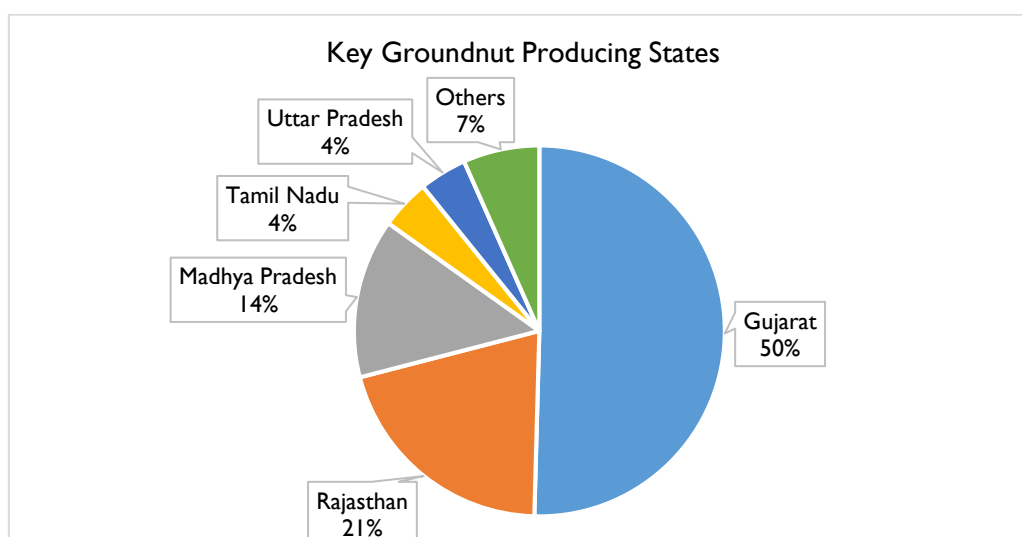


Source: Ministry of Agriculture & Farmers Welfare
FY 2021 – FY 2022 include summer production in Rabi.

Interestingly, **Summer cultivation**, which was negligible in earlier years, has gradually gained traction. In FY 2024, Summer production stood at 0.77 Mn tonnes and further increased to 0.84 Mn tonnes in FY 2025, highlighting a **strategic shift towards off-season cultivation** to offset seasonal declines.

Key Production Hubs

According to the **First Advance Estimates for FY 2025**, India's **Kharif groundnut production** is projected at **10.37 million tonnes**, marking a significant increase from **8.66 million tonnes** in 2024. This growth reflects improved sowing conditions and favourable monsoon patterns.



Source: Department of Agriculture & Farmers Welfare, Ministry of Agriculture, New Delhi

Gujarat continues to dominate groundnut cultivation, contributing nearly **50% of the national Kharif output** with an estimated **5.23 million tonnes**. It is followed by **Rajasthan** at **2.13 million tonnes**, **Madhya Pradesh** with **1.44 million tonnes**, **Tamil Nadu** at **0.45 million tonnes**, **Uttar Pradesh** at **0.43 million tonnes**, and **Telangana** with **0.02 million tonnes**. These states together account for the bulk of India's groundnut production, underlining regional specialization and climatic suitability for oilseed cultivation.

State-wise Area under Groundnut

State-wise area under groundnut in India	FY 2024			FY 2025		
	Area (lakh ha)	Area (lakh acres)	% to the total area	Area (lakh ha)	Area (lakh acres)	% to a total area
Gujarat	16.35	40.40	37.37	19.17	47.37	40.06
Rajasthan	8.61	21.28	19.68	8.74	21.60	18.27
Madhya Pradesh	5.40	13.34	12.34	5.90	14.58	12.33
Karnataka	3.13	7.73	7.15	3.26	8.06	6.81
Uttar Pradesh	2.23	5.51	5.10	2.69	6.65	5.62
Telangana	0.02	0.05	0.05	0.08	0.20	0.17
Others	8.01	19.79	18.31	8.01	19.79	16.74
All India	43.75	108.11	100.00	47.85	118.24	100.00

Source: Agricultural Market Intelligence Centre, PJTSAU: Groundnut Outlook – March 2025

According to the Agricultural Market Intelligence Centre, PJTSAU, the All-India Area under Groundnut had 43.39 lakh ha in FY 2024 has increased by 47.48 lakh ha in Year FY 2025. This can be attributed to a preferred sowing of cotton over groundnuts in the year.

Groundnut Processing Industry

Groundnut, also known as peanut, traces its origins to South America, where it likely first appeared. Today, groundnut cultivation spans across more than 100 countries, reflecting its significance in global agriculture and economies. Moreover, groundnuts are enjoyed in diverse forms across different cultures. Whether consumed as roasted snacks, transformed into butter, or incorporated into confectioneries like brittle and candies, groundnuts offer a spectrum of culinary delights.

In the context of India, groundnut holds particular significance. As the world's second-largest producer, it plays a pivotal role in the country's agricultural landscape and economy. Groundnut cultivation accounts for a substantial portion of the oilseed sector, encompassing approximately 58% of the area dedicated to oilseeds and contributing 25% to overall

production in 2023.

Major commercial varieties Grown.

In groundnut cultivation, several major commercial varieties are grown, each falling into one of three distinct growth habits: bunch, semi-spreading, and spreading.

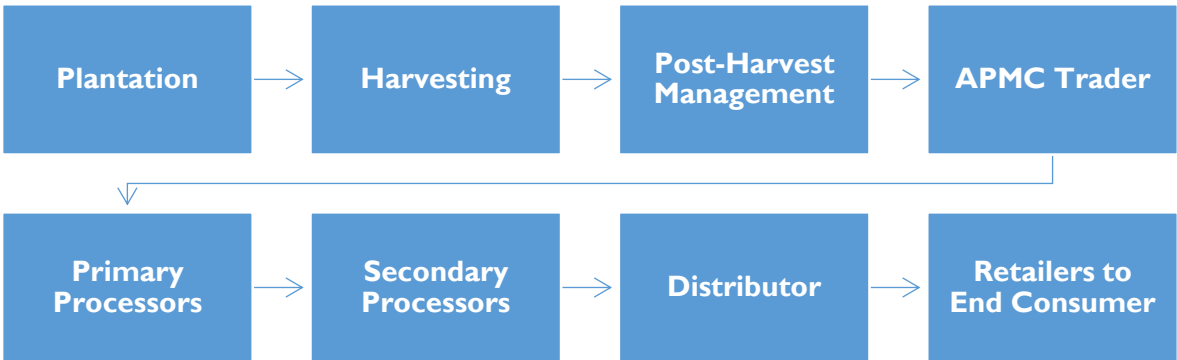
Variety of Ground Nuts		
Bunch	Semi-Spreading	Spreading

Bunch varieties, also known as pish or Valencia types, are characterized by their erect growth habit, light-green foliage, and pods clustered at the base of the plant. These varieties produce round, plump non-dormant seeds with a light-rose testa. Bunch types are typically favoured in areas with short rainy seasons or for irrigated crops during the rabi and summer seasons. Additionally, they are preferred in regions with high clay content soils where harvesting poses challenges.

On the other hand, semi-spreading and spreading varieties exhibit trailing branches that partially or completely touch the soil surface. These varieties produce pods along their branches, possess dark-green foliage, and yield oblong, dormant brownish seeds. Semi-spreading and spreading types are known for their heavier yields and later maturation compared to bunch varieties. They are often favoured in rainfed regions with longer rainy seasons.

Selecting the most suitable variety for a specific area involves considering various factors such as soil type, rainfall distribution, seasonal cultivation preferences, market demands, and resistance to prevalent pests and diseases. Spreading types are typically preferred in regions with extended rainy seasons and rainfed conditions, while bunch types are favoured in areas with shorter rainy seasons or for irrigated crops. Additionally, soil characteristics and harvesting considerations play a crucial role in determining the most appropriate variety for a particular location. Overall, the selection process aims to maximize productivity and optimize crop performance in diverse agricultural settings.

Industry value chain: from farm to packaging / end consumer.



Plantation

Seasonal patterns play a crucial role in the cultivation and harvesting of groundnuts, with the majority of production concentrated during the Kharif season, which accounts for about 85% of total production. Groundnuts are predominantly grown under rainfed conditions, with more than 90% of cultivation relying on rainfall. During the Kharif season, groundnut crops are typically sown between June and July and harvested between October and November. However, in areas where irrigation is available, some farmers opt for summer crops, extending the cultivation period from January to May.

Harvesting

Harvesting of groundnuts is a critical stage that requires careful observation of plant maturity. Farmers typically wait until the plant foliage starts to yellow, indicating maturity, and the pods become hard and tough. Inside the shell, a dark tan discoloration appears, and the kernels become unwrinkled, signalling readiness for harvest.

Post-Harvest Management

Post-harvest management in agriculture is a critical stage that begins immediately after harvest and encompasses various activities such as cooling, cleaning, sorting, and packing. As soon as crops are removed from the ground or separated from their parent plants, they start to deteriorate, emphasizing the importance of efficient post-harvest handling.

In the case of groundnuts, harvested crops are typically left in small heaps for two to three days for curing. This process allows the groundnuts to dry to an average moisture content of 10-15%. Once cured, the pods are detached by hand to separate them from the plants. However, significant losses can occur during the harvesting operation, ranging from 20-30%.

Storage of groundnuts, whether as pods or kernels, presents its own set of challenges. Post-harvest losses during processing and storage typically range from 10 to 25% and are influenced by factors such as the level of maturity, moisture content, storage conditions, and sanitation practices. Transportation also contributes to losses, often due to pilferage, bag leakage, and rough handling. In storage facilities, drying, and damage by rodents and pests are major causes of losses.

APMC Trader

APMC traders are pivotal intermediaries within the groundnut value chain, operating within regulated Agricultural Produce Market Committees. They negotiate prices with groundnut farmers, taking into account factors like market demand, supply, and quality. These traders provide farmers with essential market access, offering a centralized platform for selling their produce and saving them the effort of seeking individual buyers.

Conducting basic quality assessments, APMC traders ensure that groundnuts meet minimum standards and reject inferior-quality produce or negotiate prices accordingly. Additionally, they serve as valuable sources of market information, providing insights into trends, prices, and consumer preferences, empowering farmers to make informed decisions. Facilitating trade, offering financial services, and ensuring regulatory compliance are also part of their responsibilities.

Primary Processors

Primary processors are key players in the groundnut value chain, responsible for the initial processing of raw groundnuts into various products such as peanut oil, peanut butter, and roasted peanuts. Operating processing facilities, they undertake essential tasks such as cleaning, sorting, shelling, and crushing the groundnuts to extract oil or produce other value-added products. These processors also conduct basic quality checks to ensure that the groundnuts meet industry standards before further processing or distribution.

By adding value to the raw material, primary processors contribute to diversifying groundnut products and meeting consumer demands. Additionally, they play a crucial role in supporting groundnut farmers by creating market opportunities for their produce and enhancing the overall value chain.

Secondary processors

Secondary processors play a vital role in the groundnut value chain by further refining products obtained from primary processing to meet specific market demands and consumer preferences. Building on the work of primary processors, they engage in more intricate processes such as refining peanut oil to enhance quality, flavour, or shelf life. Additionally, secondary processors specialize in creating unique and innovative groundnut-based products like snacks, confectioneries, or cooking ingredients.

Their focus on product differentiation and customization allows for a diverse range of groundnut offerings in the market. Through these efforts, secondary processors contribute significantly to the value addition of groundnut products, meeting the evolving tastes and preferences of consumers. This stage in the value chain reflects a commitment to innovation and quality, ensuring that groundnut products remain versatile and appealing to a wide consumer base.

Further, Secondary processors implement stringent quality control measures to ensure that finished products meet regulatory standards and consumer expectations. This involves monitoring product consistency, safety, and compliance

with labelling and packaging requirements.

Distribution

In the groundnut value chain, the role of distribution is to facilitate the movement of processed groundnut products from manufacturers to retailers or end consumers. Distributors act as intermediaries between producers and retailers, managing logistics, warehousing, and transportation to ensure efficient product distribution across different regions or markets. They collaborate closely with manufacturers to coordinate product deliveries, manage inventory levels, and address supply chain challenges to meet customer demands effectively.

Distributors also play a key role in market expansion by identifying new sales channels, establishing relationships with retailers, and promoting groundnut products to target consumer segments. Additionally, they monitor market trends, competitor activities, and consumer preferences to adapt distribution strategies and optimize market penetration. By providing timely and reliable access to groundnut products, distributors contribute to the accessibility, availability, and affordability of nutritious food options for consumers.

Retailers to End Consumers

The retail sector serves as the final link between groundnut products and end consumers. Retailers encompass various outlets such as supermarkets, grocery stores, specialty food stores, and online platforms, offering a wide range of groundnut products to customers. They are responsible for marketing, promoting, and selling groundnut products to consumers, providing them with convenient access to high-quality and nutritious food options.

Retailers employ various strategies to attract and retain customers, including product displays, promotions, discounts, and advertising campaigns. They also ensure product availability, freshness, and quality by managing inventory levels, monitoring expiration dates, and adhering to food safety standards. Furthermore, retailers contribute to consumer education by providing information about product attributes, nutritional benefits, and usage ideas, helping consumers make informed purchasing decisions. By catering to diverse consumer preferences and offering a range of groundnut products, retailers contribute to the popularity and consumption of groundnuts in various forms.

Key demand drivers:

The peanut processing industry is witnessing an increasing demand backed by packaged snacks, and other peanut based product sale such as peanut butter spread and groundnut edible oil.

Growing Preference for Packaged Snacks

The growing preference for packaged snacks can be attributed to the fast-paced nature of modern lifestyles, where consumers often find themselves juggling multiple responsibilities and time constraints. In this context, convenience becomes a key factor driving food choices, especially when it comes to snacks consumed on-the-go or during busy schedules. Packaged groundnuts address this demand by providing a hassle-free snack option that requires minimal preparation and can be conveniently consumed anytime, anywhere.

For urban populations and young professionals, in particular, who are constantly on the move and have limited time for meal preparation, packaged groundnuts offer a quick and easy solution to satisfy hunger pangs. Whether it's during workday, while commuting, or while running errands, packaged groundnuts provide a convenient snacking option that can be conveniently stored.

Moreover, packaged groundnuts come in various forms such as single-serve packs, resealable pouches, and portion-controlled containers, catering to different consumption needs and preferences. This versatility further enhances their appeal among consumers who value convenience and flexibility in their snack choices.

Diversification of Groundnut Products

The diversification of groundnut products represents a strategic response to the evolving preferences and demands of consumers in the food industry. As consumer tastes and dietary requirements continue to evolve, food manufacturers recognize the need to innovate and offer a wide range of groundnut-based products such as flavoured peanut for snacking, peanut butter and groundnut edible oil to cater to diverse preferences.

One aspect of this diversification involves introducing new flavours, textures, and formats to groundnut products.

Manufacturers experiment with different flavour profiles, ranging from classic options like salted and roasted to more adventurous combinations such as spicy chili, tangy barbecue, or sweet and savoury blends. These variations appeal to different taste preferences and offer consumers a variety of options to choose from, enhancing their overall snacking experience.

In addition to flavour innovation, manufacturers also focus on diversifying the texture and format of groundnut products. For example, groundnut-based energy bars, trail mixes, and granola bars have gained popularity among consumers seeking nutritious, on-the-go snack options. These products combine groundnuts with other ingredients such as oats, seeds, and dried fruits to create convenient and satisfying snacks that provide sustained energy and nutrition.

Furthermore, flavoured groundnut snacks, such as coated or seasoned nuts, offer an element of variety to traditional offerings. Ranging from honey-roasted, barbecue-flavoured, or chocolate-coated groundnuts, these products appeal to consumers looking for indulgent yet flavourful snack options.

By diversifying groundnut products, manufacturers not only meet the changing preferences of consumers but also tap into new market segments. For instance, groundnut-based snacks targeting health-conscious consumers or those with specific dietary requirements can expand the reach of groundnut products beyond traditional markets. This diversification stimulates overall demand for groundnuts by offering consumers a wider range of choices and enhancing the versatility of the crop in various applications.

Covid Impact

The impact of the COVID-19 pandemic has been profound, reshaping various aspects of daily life, including eating habits and consumer behaviour in the snacking industry. As health and safety concerns took centre stage, consumers prioritized their well-being, leading to significant changes in snacking consumption and purchasing patterns.

With mobility restrictions in place and concerns about virus transmission, consumers increasingly turned to ready-to-eat and ready-to-cook food options during the pandemic. This accelerated the adoption of packaged food products, including snacks, as they offered convenience and reduced the need for extensive meal preparation. Groundnuts offer a nutritious and satisfying snacking option, rich in protein, fibre, and essential nutrients, making them an appealing choice for health-conscious consumers seeking convenient and wholesome snacks.

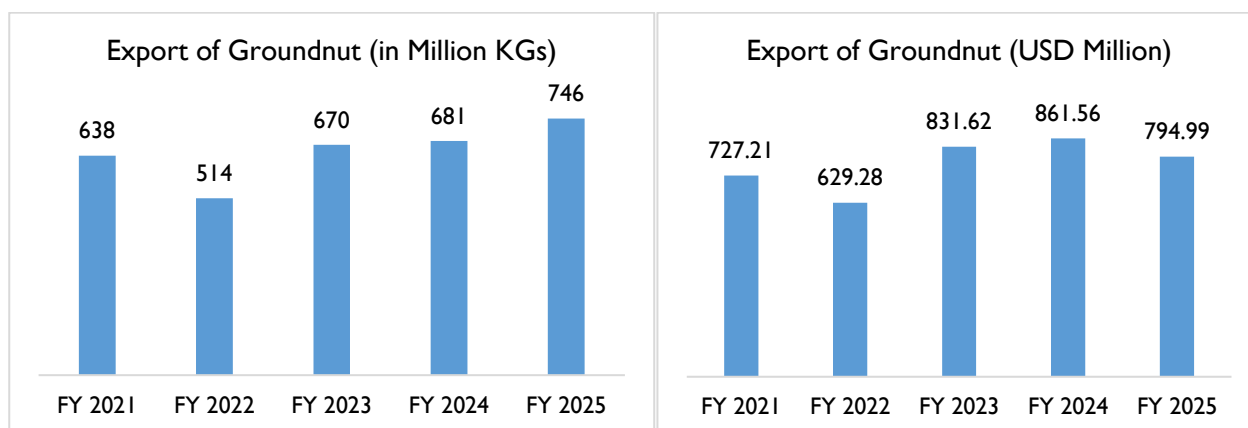
The convenience factor of packaged food became even more pronounced during the pandemic, as consumers sought quick and hassle-free meal solutions while juggling remote work, childcare, and other responsibilities at home. This led to an increase in the consumption of packaged snacks that could be conveniently stored, transported, and consumed without the need for extensive cooking or preparation. Packaged groundnut snacks, such as flavoured nuts, trail mixes, and granola bars, provided a convenient and nutritious alternative to traditional snack options.

Moreover, the pandemic-induced shift in consumer behaviour also encouraged experimentation with flavours and food items. With more time spent at home and limited access to traditional dining experiences, consumers sought variety and novelty in their snacking choices. This led to increased interest in unique and exotic flavours, as well as a willingness to try new snack formats and ingredients.

Export Scenario

Export of Processed Ground Nuts

India is the second-largest producer of groundnuts globally, accounting for nearly 19% of global production. Over the years, India's groundnut export performance has shown a positive trajectory, both in volume and value terms. Between FY 2021 and FY 2025, groundnut exports grew from 638 million kilograms to 746 million kilograms, registering a CAGR of approximately 4%. While exports dipped to 514 million kilograms in FY 2022 due to global trade disruptions and lower demand, they recovered steadily, reaching a peak in FY 2025 with a year-on-year growth of 10%.



Source: DGCI&S
(HS Code : 1202 Ground-Nuts, Not Roasted or Otherwise Cooked)

In value terms, India’s groundnut exports grew from USD 727.2 million in FY 2021 to USD 794.99 million in FY 2025. The highest value was recorded in FY 2024 at USD 861.56 million, reflecting strong global prices and sustained demand, particularly from Southeast Asian markets. Despite a slight decline in FY 2025, the overall value growth trend remains positive, backed by rising global consumption and India’s competitiveness in quality and processing capabilities.

Key Export Markets

India’s groundnut exports reflect a strong presence in key Southeast Asian markets. Indonesia emerged as the largest importer, accounting for 37% of India’s total groundnut exports with 276.8 million kilograms. Vietnam followed with a 13% share, while the Philippines, Malaysia, and Thailand accounted for 8%, 6%, and 5%, respectively. Together, these five countries made up over two-thirds of India’s groundnut export volume. The remaining 30% was distributed among several other countries, underscoring the broad global demand for Indian groundnuts, driven by their quality, oil content, and competitive pricing.



Source: DGCI&S

B. Product Segment: Fruit Pulp

India, with diverse agro-climatic zones, boasts a rich variety of fruits, ranging from tropical to temperate, contributing to its status as one of the leading fruit-producing countries in the world. In fact, India is the second largest producer of fruits after China, with a production of 111.6 million tonnes in 2022, accounting for 9.3% of the total world production.

Country	Fruit Production (in Million Tonnes)	Percentage share in global fruit production
China	262.8	22.0%
India	111.6	9.3%
Brazil	41.7	3.5%
Turkey	25.7	2.1%
Indonesia	24.8	2.1%

Latest data for all countries is not available; hence 2022 numbers are retained.

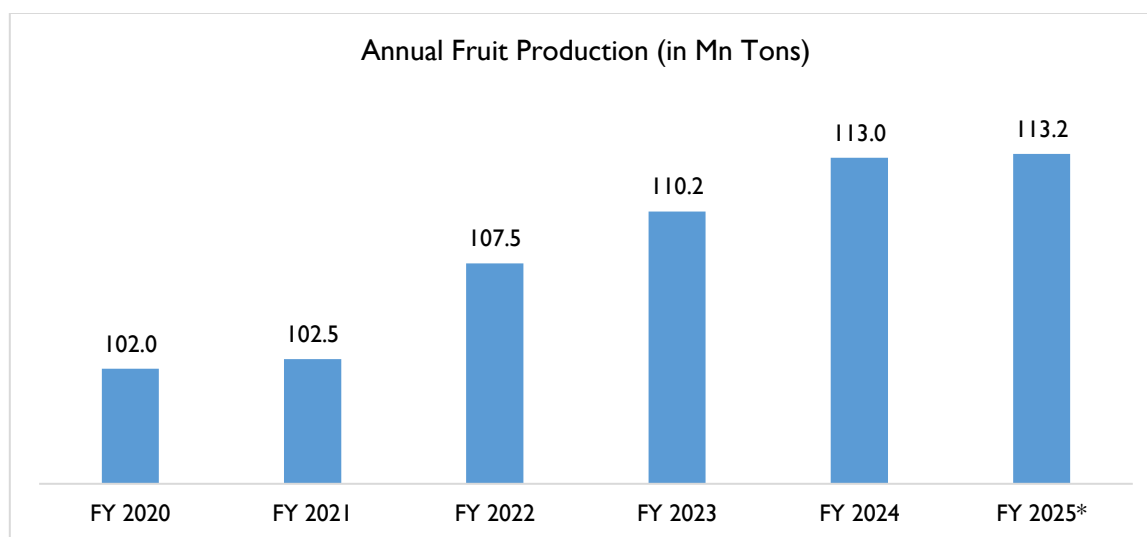
Some of the major fruits grown across the country include mangoes, bananas, citrus fruits (such as oranges, lemons, and limes), apples, grapes, guavas, papayas, and pomegranates. Each region specializes in the cultivation of specific fruits based on climatic conditions and soil suitability.

Fruit pulp, extracted from various fruits through processes like pulping and refining, plays a vital role in the food and beverage industry in India. Utilized in the production of juices, jams, jellies, ice creams, and other processed products, fruit pulp serves as a convenient and versatile ingredient. Mango pulp, in particular, holds a prominent position in the market due to its rich flavour and wide application.

Fruit Production in India

Production Scenario

The production of fruits in India has steadily increased from 102.0 million tonnes in FY 2020 to 110.2 million tonnes in FY 2023, recording a CAGR of around 2.6% during the period. According to the first advance estimates, fruit production further rose to 113.0 million tonnes in FY 2024 and is expected to reach 113.2 million tonnes in FY 2025, indicating a stabilizing growth trend driven by improved cultivation techniques and expanding domestic consumption.



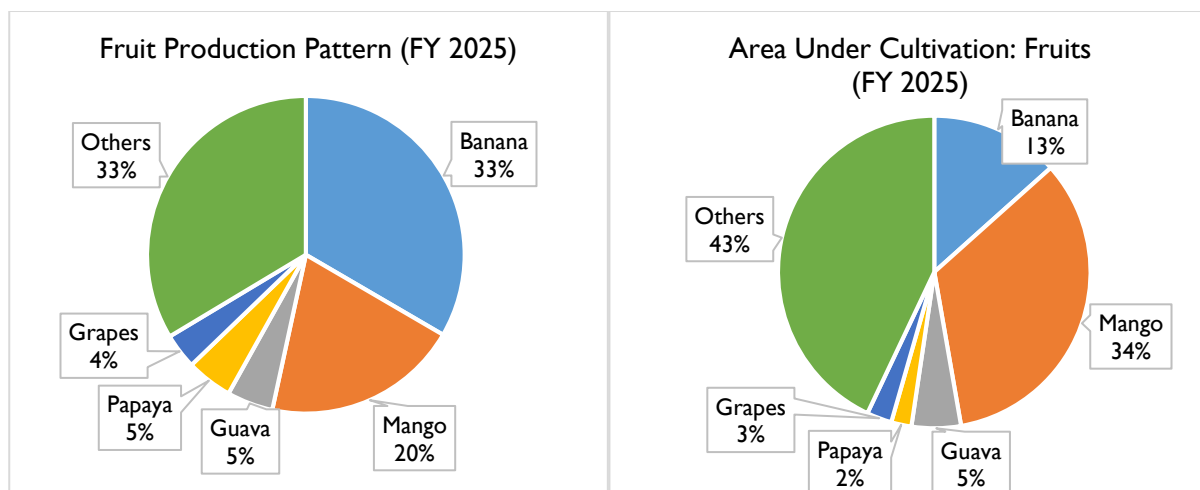
Source: Department of Agriculture & Farmers Welfare

*First Advance Estimates

Key Fruit Statistics

In FY 2025, **banana emerged as the most widely produced fruit in India**, contributing **37.8 million tonnes**, which represents **33.4% of the country's total fruit production**. This was followed by **mango**, with **22.7 million tonnes**, accounting for **20.1%**, highlighting its continued dominance as a staple and export-oriented fruit. Other major contributors included **papaya at 5.4 million tonnes (4.8%)**, **guava at 5.3 million tonnes (4.7%)**, and **grapes at 4.1 million tonnes (3.6%)**. Collectively, these five fruits made up over two-thirds of India's total fruit output, with the remaining **33.6%**

attributed to a variety of other fruits grown across diverse agro-climatic zones.



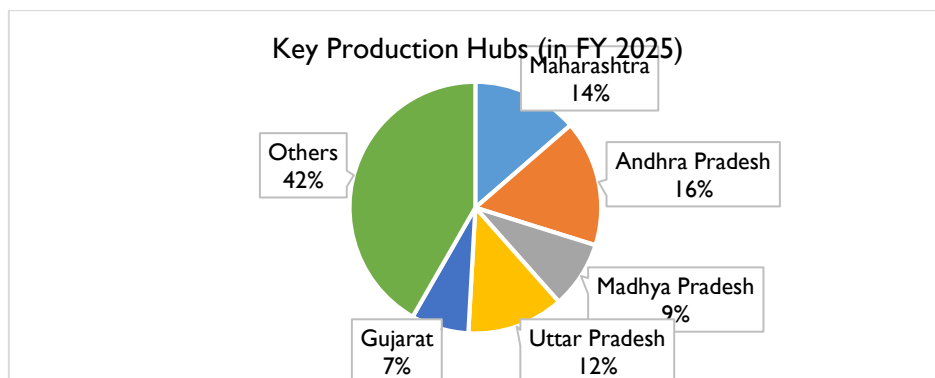
Source: Department of Agriculture & Farmers Welfare
 Figures for FY 2025 are the first advanced estimates

Banana's top position in terms of volume is attributed to its high yield per hectare, short gestation cycle, and suitability across different regions. Its consistent demand, both for table consumption and processing, along with ease of cultivation and year-round harvest potential, make it a preferred crop among farmers. Mango, while second in production, remains a culturally and commercially important fruit, particularly due to its seasonal appeal, export potential, and regional diversity in varieties.

When analysing the **area under cultivation**, **mango commands the largest share**, with **2.39 million hectares or 33.9% of the total fruit-growing area**. This is primarily because mango orchards require large tracts of land and longer maturity periods before full productivity is achieved. **Banana follows with 947.8 thousand hectares (13.4%)**, benefiting from its shorter crop cycle and dense plantation structure. **Guava covers 358.1 thousand hectares (5.1%)**, **grapes span 181.8 thousand hectares (2.6%)**, and **papaya accounts for 147.9 thousand hectares (2.1%)**. The balance **43% of the cultivated area** is occupied by other fruits such as pomegranate, citrus varieties, apples, and others. This data highlights a distinct contrast between production efficiency and land usage, especially in crops like mango that dominate land but not necessarily output volume.

Key Production Hubs

In FY 2025, India's total fruit production is estimated at 113.2 million tonnes, with a significant concentration in a handful of key states. Andhra Pradesh leads the country with a production volume of 18.3 million tonnes, accounting for 16.2% of the national output. This is primarily due to the state's favourable agro-climatic conditions, diverse fruit varieties, and well-developed irrigation infrastructure that supports consistent year-round cultivation. Maharashtra follows as the second-largest contributor, producing 15.4 million tonnes or 13.6% of the total. The state benefits from a strong horticultural base in crops such as grapes, pomegranates, and bananas, backed by a robust supply chain and export readiness.



Source: Ministry of Agriculture & Farmers Welfare
 Figures for FY 2025 are the first advanced estimates

Uttar Pradesh ranks third with 14 million tonnes, contributing 12.4% to total fruit production. Its fertile alluvial plains and large-scale cultivation of mangoes and guavas drive its performance. Madhya Pradesh, producing 9.8 million tonnes (8.7%), and Gujarat with 8.4 million tonnes (7.4%), are also notable contributors, leveraging expanding horticultural coverage, improved farming practices, and increased investment in irrigation and post-harvest infrastructure.

Collectively, these five states account for approximately 58.3% of India's total fruit production in FY 2025, highlighting the dominance of a few regions in the horticulture sector. The remaining 41.7% comes from other states and Union Territories, indicating potential for further development and scaling of fruit cultivation in less represented regions.

State-wise Area under Fruit Production

State	Area Under Cultivation (000' Ha)	State-wise share of Area under fruit production
Maharashtra	872.76	12.4%
Andhra Pradesh	793.54	11.2%
Uttar Pradesh	574.18	8.1%
Madhya Pradesh	463.15	6.6%
Gujarat	442.40	6.3%
Odisha	386.20	5.5%
Bihar	368.96	5.2%
Kerala	351.68	5.0%
Tamil Nadu	341.17	4.8%
West Bengal	313.61	4.4%
Others	2156.95	30.5%

Source: Ministry of Agriculture & Farmers Welfare

Figures for FY 2025 are the first advanced estimates

Value Added Products: Fruit Pulp

Fruit pulp, a versatile and widely utilized product in the food and beverage industry. Extraction of fruit pulp involves the mechanical separation of the edible portion of fruits from their seeds, skins, and fibres, followed by refining processes to achieve desired texture and consistency. This pulp serves as a crucial ingredient in a wide range of food and beverage products, contributing to their flavour, texture, and nutritional profile.

The uses of fruit pulp are diverse and extensive, spanning both domestic and commercial applications. In the beverage industry, fruit pulp serves as a primary ingredient in the production of juices, nectars, smoothies, and fruit-based beverages, imparting natural flavour, colour, and nutritional value. Additionally, fruit pulp finds its way into the manufacturing of jams, jellies, syrups, yogurts, ice creams, and sorbets, enhancing their taste and visual appeal. The versatility of fruit pulp extends to culinary creations, where it is used in baking, cooking, and dessert making, adding a fruity twist to various dishes.

One of the key benefits of fruit pulp lies in its nutritional content, as it retains essential vitamins, minerals, antioxidants, and dietary fibres present in fresh fruits. Incorporating fruit pulp into processed foods and beverages provides consumers with a convenient and nutritious alternative to whole fruits, promoting health and wellness. Moreover, fruit pulp offers a solution for extending the shelf life of perishable fruits, reducing food waste, and enabling year-round availability of fruit flavours regardless of seasonal variations.

Key demand drivers

Convenience Factor

Convenience is a paramount factor driving the demand for fruit pulp in India, as it offers consumers a quick and hassle-free solution for incorporating fruit flavours into their culinary creations. At only a fraction of the time and effort required for washing, peeling, and cutting fresh fruits, fruit pulp provides instant accessibility. Whether it's for making juices, smoothies, ice creams, yogurts, or baked goods, consumers can simply scoop out the desired amount of fruit pulp and add

it directly to their recipes, eliminating the need for tedious preparation. This convenience factor resonates particularly well with busy individuals and families who seek convenient yet nutritious options amidst their hectic schedules.

Additionally, the availability of fruit pulp in convenient packaging formats further enhances its appeal, making it a go-to ingredient for both home cooks and professional chefs alike. Thus, the convenience offered by fruit pulp plays a significant role in driving its demand across various consumer segments in India.

Diversification of fruit varieties

Fruit pulp offers manufacturers and consumers access to a wide range of fruit flavours and options due to lower costs. India boasts a rich diversity of fruit varieties, including mango, guava, papaya, pineapple, and many others, each with its unique taste and nutritional profile. Fruit pulp allows for the preservation and utilization of these diverse fruits, even beyond their seasonal availability, ensuring a continuous supply of fruit flavours throughout the year.

Moreover, the availability of various fruit pulp varieties enables manufacturers to cater to diverse consumer preferences and culinary applications. Whether used in juices, jams, desserts, sauces, or dairy products, fruit pulp adds flavour, texture, and nutritional value to a wide range of food and beverage products. Consumers also benefit from the versatility of fruit pulp, as they can experiment with different fruit flavours and combinations in their recipes.

Additionally, the diversification of fruit pulp varieties contributes to the development of new and innovative products in the food industry, such as yogurt, ice creams and beverages. This diversity and innovation in fruit pulp varieties drive consumer interest and demand, leading to sustained growth in the fruit pulp market in India. Thus, the availability of a wide range of fruit pulp varieties plays a crucial role in meeting consumer preferences, driving product innovation, and fuelling the growth of the fruit pulp industry in the country.

Demand from Food service sector

The food service sector is a significant driver of demand for fruit pulp in India, owing to its versatility and convenience in culinary applications. At a fraction of the cost and effort required to source, store, and process fresh fruits, fruit pulp provides restaurants, cafes, catering services, and other food establishments with a convenient solution for incorporating fruit flavours into their menu offerings. Whether used in beverages, desserts, sauces, dressings, or main dishes, fruit pulp adds natural sweetness, flavour, and colour to a wide range of culinary creations.

For restaurants and cafes, fruit pulp offers a convenient and consistent ingredient for preparing fruit-based beverages such as smoothies, shakes, cocktails, and mocktails. Instead of dealing with the seasonal availability and perishability of fresh fruits, establishments can rely on fruit pulp to maintain a steady supply of high-quality ingredients year-round. This not only streamlines operations but also ensures menu consistency and customer satisfaction.

Catering services also benefit from the convenience of fruit pulp, especially when catering events with large guest counts or limited kitchen facilities. By using pre-packaged fruit pulp, caterers can save time and labour while still offering flavourful and visually appealing fruit-based dishes and desserts to their clients.

Furthermore, fruit pulp allows food service establishments to experiment with new flavour combinations and menu offerings, thereby enhancing their culinary creativity and competitiveness in the market. Whether it's incorporating exotic fruit flavours or creating signature dishes with unique fruit pulp blends, food service operators can leverage fruit pulp to differentiate their offerings and attract customers.

Overall, the food service sector's reliance on fruit pulp as a convenient, versatile, and cost-effective ingredient underscores its importance in driving demand for fruit pulp in India. As the demand for diverse and innovative food experiences continues to grow, fruit pulp remains a staple ingredient for meeting the culinary needs and preferences of consumers in the food service industry.

Seasonality

Seasonality plays a crucial role in driving the demand for fruit pulp in India, particularly during periods when certain fruits are out of season or in limited supply. At a comparatively marginal cost of importing fresh fruits or dealing with price fluctuations due to scarcity, fruit pulp provides a reliable solution for maintaining supply continuity and meeting consumer demand year-round. During off-seasons or times of low fruit availability, consumers still desire the flavours and nutritional benefits of their favourite fruits. Fruit pulp serves as a convenient alternative, allowing manufacturers to produce a wide range of fruit-based products without being constrained by seasonal limitations.

This ensures that consumers can enjoy their favourite fruit-flavoured beverages, snacks, and desserts regardless of the time of year, thus driving sustained demand for fruit pulp in the Indian market. Moreover, the ability to preserve and store fruit pulp for extended periods without compromising quality makes it an indispensable ingredient for ensuring product availability and market competitiveness throughout the year.

Growing Food Processing Industry

The growth of the food processing industry in India significantly drives the demand for fruit pulp. The cost and effort required to source, store, and process fresh fruits is comparatively high, therefore fruit pulp serves as a convenient and cost-effective ingredient for a wide range of food and beverage applications. As the food processing industry continues to expand and diversify, manufacturers seek innovative ways to enhance the flavour, texture, and nutritional profile of their products. Fruit pulp offers a versatile solution, serving as a natural and flavourful ingredient for various food products such as jams, jellies, sauces, dairy products, bakery items, and confectionery.

Additionally, the availability of fruit pulp in different varieties and packaging formats allows food processors to cater to diverse consumer preferences and culinary trends. By incorporating fruit pulp into their formulations, food manufacturers can create value-added products that appeal to health-conscious consumers seeking natural and nutritious options. Moreover, fruit pulp enables manufacturers to extend the shelf life of their products, reduce production costs, and maintain product consistency, thereby driving the overall growth and competitiveness of the food processing industry in India.

Increasing health consciousness

Increasing health consciousness among consumers is another significant factor driving the demand for fruit pulp in India. At significantly lesser amount of the calories and sugar content found in fruit pulp than many processed foods and beverages, fruit pulp offers a natural and nutritious alternative for consumers seeking to make healthier dietary choices. As awareness of the health benefits of consuming fruits grows, more consumers are looking for convenient ways to incorporate fruits into their daily diets. Fruit pulp, rich in vitamins, minerals, and antioxidants, provides a convenient solution for meeting these nutritional needs. Whether added to smoothies, yogurts, or breakfast bowls, fruit pulp allows consumers to enjoy the goodness of fruits without the hassle of peeling, chopping, or juicing fresh produce.

Furthermore, the absence of artificial additives and preservatives in fruit pulp appeals to consumers who prioritize clean-label and minimally processed food products. By incorporating fruit pulp into their diets, consumers can enjoy the taste and nutritional benefits of fruits while supporting their overall health and well-being.

Urbanization and changing lifestyles.

Urbanization and changing lifestyles have led to a notable shift in consumer preferences towards convenient and ready-to-use food products, further driving the demand for fruit pulp in India. Amounting to lesser time and effort required to prepare fresh fruits, fruit pulp offers urban consumers a convenient solution for incorporating fruit flavours into their busy lifestyles. As more individuals and families adapt to fast-paced urban environments, they seek quick and easy meal solutions that do not compromise on taste or nutrition. Fruit pulp fits perfectly into this trend, allowing consumers to enjoy a variety of fruit-based dishes, beverages, and snacks without the need for extensive preparation or cooking skills. Additionally, as urban consumers increasingly prioritize convenience and time-saving solutions, the availability of fruit pulp in pre-packaged formats further enhances its appeal. Whether used in home kitchens or consumed on-the-go, fruit pulp offers urban consumers a convenient and versatile ingredient for satisfying their cravings for delicious and nutritious fruit-based products. Thus, urbanization and changing lifestyles play a significant role in driving the demand for fruit pulp across urban centres in India.

Regulatory Landscape

The regulatory landscape governing fruit pulp in India is primarily overseen by the Food Safety and Standards Authority of India (FSSAI), established under the Food Safety and Standards Act, 2006. FSSAI plays a pivotal role in ensuring that fruit pulp products meet stringent safety and quality standards. These standards encompass various crucial aspects of production, including hygiene practices, permissible additives, acceptable levels of contaminants, and proper packaging and labelling requirements.

Under the regulatory framework, businesses engaged in fruit pulp manufacturing are required to obtain licenses and certifications from FSSAI, notably the Food Safety License (FSSAI License). These certifications necessitate adherence to strict protocols and periodic testing to verify compliance with safety and quality benchmarks. Through regular

inspections and audits, FSSAI monitors and regulates the fruit pulp industry to uphold consumer protection and public health.

The regulations set forth by FSSAI not only aim to ensure the safety and quality of fruit pulp but also prioritize transparency and consumer awareness. Consequently, fruit pulp products must undergo thorough testing to ascertain their adherence to safety parameters before they reach consumers. Furthermore, stringent labelling requirements mandate the inclusion of essential information such as ingredients, nutritional content, manufacturing and expiry dates, and FSSAI license numbers. This ensures that consumers can make informed choices about the products they purchase and consume. By enforcing strict standards and fostering compliance among manufacturers, FSSAI contributes to the production of safe, high-quality fruit pulp products that consumers can trust. Compliance with these regulations is not only a legal requirement but also a commitment to upholding consumer safety and confidence in the marketplace.

Mission for Integrated Development of Horticulture

The Mission for Integrated Development of Horticulture (MIDH) is introduced by the Government of India to comprehensively enhance horticulture development across the nation. Launched as a Centrally Sponsored Scheme in 2014-15, MIDH encompasses a wide spectrum of horticultural domains, including fruits, vegetables, root and tuber crops, mushrooms, spices, flowers, aromatic plants, coconut, cashew, and cocoa. The scheme extends its coverage to all States and Union Territories, thereby ensuring a pan-India approach towards horticultural development.

Under the ambit of MIDH, states and union territories receive financial and technical assistance to undertake various interventions and activities aimed at augmenting horticultural production and productivity. These interventions include the establishment of nurseries and tissue culture units for the production of quality seeds and planting material, expansion of horticultural areas through the establishment of new orchards and gardens, and rejuvenation of unproductive orchards. Additionally, MIDH supports initiatives such as protected cultivation to improve productivity and cultivate off-season high-value vegetables and flowers, organic farming and certification, creation of water resources structures, watershed management, and beekeeping for pollination. The scheme also focuses on horticulture mechanization, creation of post-harvest management and marketing infrastructure, and the training of farmers to enhance their skills and knowledge.

MIDH operates as a Centrally Sponsored Scheme, with the subsidy shared between the Central Government and State Governments. The sharing pattern varies between states, with a ratio of 60:40 in most states and 90:10 in Northeastern and Himalayan states. Consequently, the active involvement and support of State Governments are paramount for the effective implementation and success of the Mission.

Pradhan Mantri Kisan Sampada Yojana (PMKSY)

The Pradhan Mantri Kisan Sampada Yojana (PMKSY), initiated by the Ministry of Food Processing Industries (MoFPI) since 2017-18, serves as a comprehensive framework comprising multiple component schemes aimed at modernizing infrastructure and optimizing supply chain management from farm to retail. By promoting efficient processing, PMKSY significantly boosts the growth of the food processing sector, offers better prices to farmers, generates substantial employment opportunities in rural areas, curbs agricultural produce wastage, increases processing levels, and enhances the export of processed foods.

Under PMKSY, financial assistance in the form of grants-in-aid is extended for the establishment of food processing projects across the country through various component schemes. These include the now discontinued Mega Food Parks scheme, Integrated Cold Chain and Value Addition infrastructure, Creation of Infrastructure for Agro Processing Cluster, Creation/Expansion of Food Processing and Preservation Capacities, Creation of Backward and Forward Linkages, Operation Greens for long-term interventions, Food Safety and Quality Assurance Infrastructure, and Human Resource & Institutions.

A total of 1,132 food processing projects have been approved across 36 states/UTs under PMKSY, with a cumulative project cost of INR 23,071.29 crores. The initiative aims to create processing capacity for 252.297 lakh MT/annum, preservation capacity for 42.908 lakh MT/annum, employ 602,070 individuals, and benefit 3,819,220 farmers.

Mega Food Park Scheme

The Mega Food Park Scheme, a flagship initiative of the Government of India, aims to revolutionize the agricultural and food processing sectors by bridging the gap between production and market demand. By fostering collaboration among farmers, processors, and retailers, the scheme maximizes value addition, minimizes wastage, boosts farmers' income, and creates employment opportunities, particularly in rural areas.

The scheme operates on a cluster-based approach, establishing state-of-the-art infrastructure within well-defined agri/horticultural zones. This infrastructure includes collection centres, processing facilities, cold chains, and fully developed plots for entrepreneurs to set up modern food processing units. Implementation is facilitated through Special Purpose Vehicles (SPVs), ensuring transparency and accountability in project execution.

For the fruit pulp sector, Mega Food Parks offer several advantages:

- **Processing Infrastructure:** Mega Food Parks provide modern processing infrastructure specifically designed for fruit processing, including facilities for pulping, pureeing, and concentrate production. These facilities enable fruit pulp manufacturers to streamline their production processes, increase output, and maintain high-quality standards.
- **Cold Storage Facilities:** Fruit pulp requires proper storage conditions to maintain its freshness, flavor, and nutritional content. Mega Food Parks typically include cold storage facilities equipped with temperature and humidity control systems, ensuring the preservation of fruit pulp throughout its shelf life.
- **Logistics and Supply Chain Support:** Mega Food Parks offer integrated logistics and supply chain support, facilitating the efficient transportation of raw materials and finished products. This ensures timely availability of fruits for pulp processing and enables manufacturers to reach markets across India and internationally.
- **Value Addition and Market Access:** By establishing fruit pulp processing units within Mega Food Parks, manufacturers can add value to raw fruits by converting them into high-demand products. Additionally, the centralized location of Mega Food Parks provides access to markets, distribution networks, and export facilities, enhancing market reach and profitability for fruit pulp producers.

While the scheme has been discontinued as of April 1, 2021, with provision for ongoing project liabilities, the existing 24 operational Mega Food Parks continue to drive economic growth and agricultural transformation nationwide.

Creation/ Expansion of Food Processing and Preservation Capacities

The CEFPPC Scheme aims to increase processing and preservation capacities, reduce wastage, and enhance value addition in the food processing industry. It covers post-harvest processes to improve product quality and shelf life through modern technology adoption. Both new unit setups and existing unit modernization are supported, with implementation involving various organizations such as PSUs, FPOs, NGOs, cooperatives, and private entities engaged in food processing activities.

One of the key objectives of the CEFPPC scheme is to encourage the establishment of modern food processing units equipped with state-of-the-art infrastructure and technology. For the fruit pulp industry, this translates to support for setting up or expanding processing facilities dedicated to fruit pulping, pureeing, and concentrate production. By providing financial assistance and incentives, the scheme facilitates the adoption of advanced processing techniques, improving the efficiency, quality, and value addition capabilities of fruit pulp manufacturers.

Furthermore, the CEFPPC scheme aims to enhance the competitiveness of the food processing sector by addressing infrastructure gaps and promoting investments in value chain infrastructure. This includes support for cold storage facilities, transportation infrastructure, and supply chain logistics, all of which are crucial for the storage, handling, and distribution of fruit pulp products.

Moreover, the scheme emphasizes the development of backward linkages with farmers and forward linkages with markets, thereby fostering integration along the entire value chain. By encouraging collaboration between fruit growers, processors, and retailers, the scheme enhances market access and promotes market-driven production of fruit pulp.

Mango Pulp

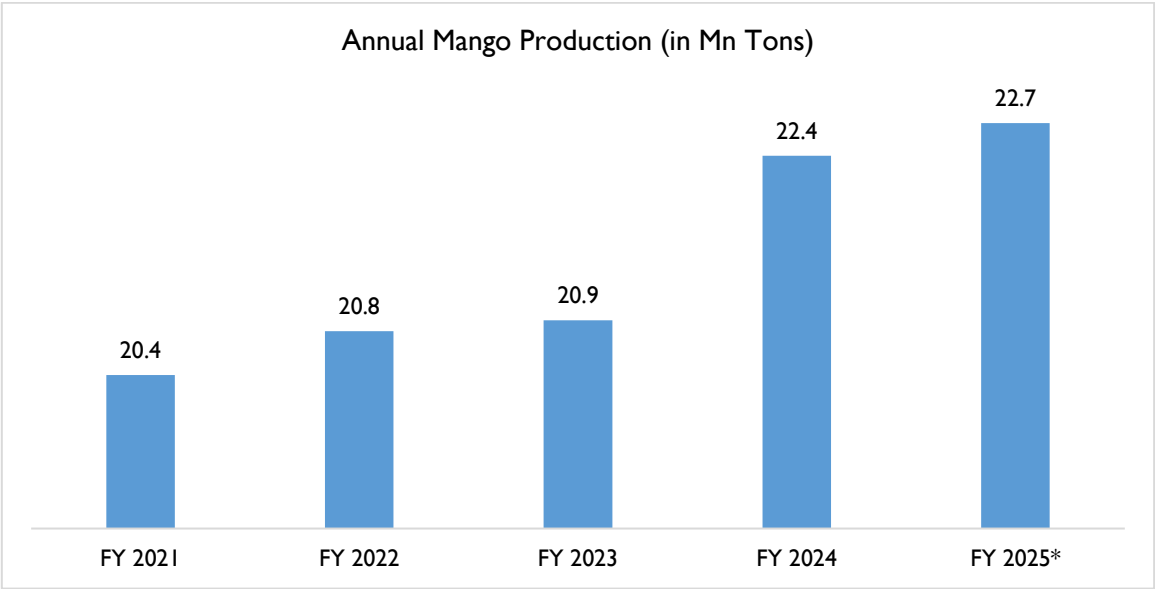
Mango pulp, made from ripe mangoes, is a popular value-added product known for its sweet taste and versatility. To make mango pulp, ripe mangoes are peeled, deseeded, and pureed until smooth. This versatile pulp serves as a cornerstone ingredient in a variety of culinary delights, offering tropical sweetness to various dishes and beverages.

The uses of mango pulp span a wide spectrum of culinary creations, ranging from beverages to desserts and savoury dishes. Mango pulp serves as a primary ingredient in the production of mango juices, nectars, smoothies, and mocktails. Furthermore, mango pulp also finds its way into the making of mango-flavoured ice creams, sorbets, yogurts, and puddings. In savoury cuisines, mango pulp adds a delightful twist to sauces, chutneys, marinades, and salad dressings. Beyond its culinary applications, mango pulp boasts an array of nutritional benefits, as it retains essential vitamins, minerals, antioxidants, and dietary fibres inherent in fresh mangoes. Moreover, mango pulp serves as a source of natural

sweetness in food formulations, reducing the need for added sugars and enhancing the overall nutritional profile of products.

Mango production in India

India continues to maintain its position as the world’s largest producer of mangoes, accounting for a significant share of global production. Between FY 2021 and FY 2025, mango production in India showed a steady upward trend, growing from 20.4 million tonnes in FY 2021 to 22.7 million tonnes in FY 2025. This reflects a compound annual growth rate (CAGR) of approximately 2.7% over the five-year period. The most notable increase occurred in FY 2024, where production rose by nearly 1.5 million tonnes over the previous year, driven by favourable climatic conditions and improved orchard management practices.

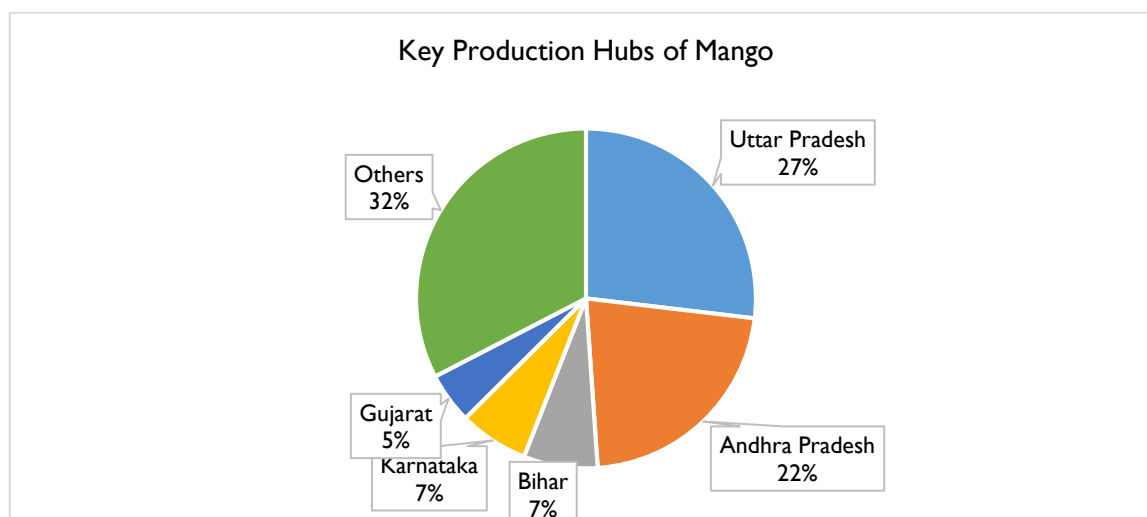


Source: Ministry of Agriculture & Farmers Welfare
Figures for FY 2025 are the first advanced estimates

This growth trajectory marks a recovery from the stagnation and weather-related setbacks seen in earlier years. The alternate bearing nature of mango trees, along with untimely rains and high temperatures during the flowering stage, especially in February and March, had previously affected yields. However, with better forecasting, irrigation infrastructure, and the adoption of high-yielding varieties in major producing states like Andhra Pradesh, Uttar Pradesh, and Maharashtra, the production outlook has improved. The **FY 2025 production estimate of 22.7 million tonnes** is a strong indicator of the resilience and potential of India’s mango sector, reaffirming its importance in the country’s horticultural economy.

Key Production Hubs

As per the latest estimates for FY 2025, Uttar Pradesh continues to be the leading mango-producing state in India, contributing 27% of the country’s total mango output. This dominance can be attributed to the state’s conducive agro-climatic conditions, including fertile alluvial soil and well-distributed rainfall during the growing season. The presence of traditional mango-growing belts such as Malihabad, known for premium varieties like Dasheri, further strengthens the state’s production capacity. Additionally, government initiatives promoting horticultural development, access to irrigation facilities, and the adoption of modern orchard management practices have significantly boosted yield and productivity.



Source: Ministry of Agriculture & Farmers Welfare
 Figures for FY 2025 are the first advanced estimates

Andhra Pradesh follows as the second-largest producer, with a **22% share in total mango production**. The state benefits from a diverse range of cultivars, including Banganapalli and Suvarnarekha, and its robust irrigation infrastructure allows consistent production across multiple regions. **Bihar and Karnataka**, each contributing **7%**, also play important roles in national mango output, supported by region-specific varieties and expanding orchard areas. **Gujarat accounts for 5%**, while **other states collectively contribute the remaining 33%**, showcasing a broad base of mango cultivation across India. These figures reflect the importance of mango as a key fruit crop and highlight regional strengths driven by agro-climatic, infrastructural, and policy-related factors.

State-wise Key Mango Production Statistics FY 2025

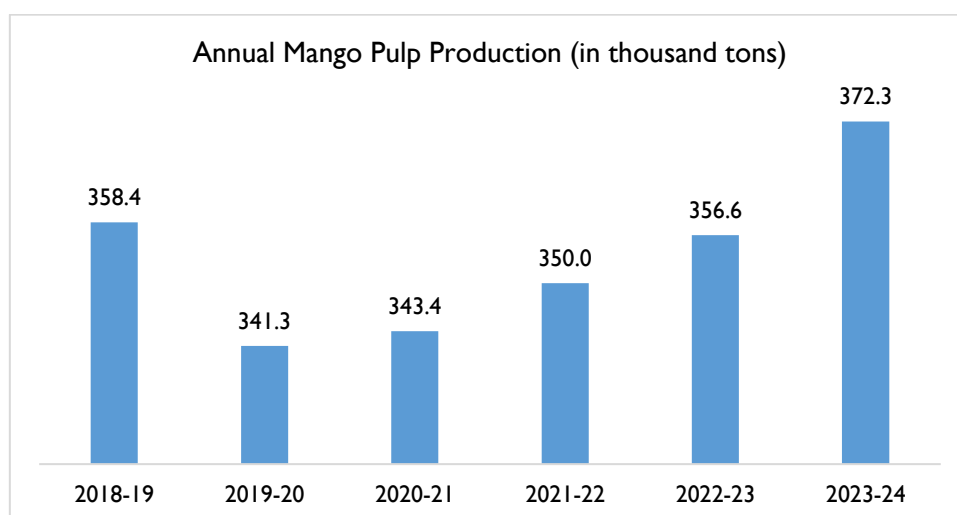
State	Mango Production (in Mn Tons)	Percentage share in total production	Area under Mango cultivation (000' ha)	Percentage share in total cultivation
Uttar Pradesh	6.1	26.9%	323.70	13.5%
Andhra Pradesh	5.0	22.0%	398.82	16.7%
Bihar	1.6	7.0%	164.63	6.9%
Karnataka	1.5	6.6%	145.74	6.1%
Gujarat	1.1	4.8%	177.51	7.4%
Others	7.4	32.6%	1183.46	49.4%

In FY 2025, Andhra Pradesh and Uttar Pradesh led in mango cultivation, with 398.8 thousand hectares (16.7%) and 323.7 thousand hectares (13.5%) under mango orchards, respectively. Despite Uttar Pradesh having the highest mango output, Andhra Pradesh has the largest cultivation area, reflecting its extensive plantation base across districts.

Bihar, while ranking third in production, ranks sixth in cultivation area with 164.6 thousand hectares (6.9%), indicating higher yield efficiency. Gujarat and Karnataka follow with 177.5 and 145.7 thousand hectares, respectively. Overall, nearly 50% of India's mango cultivation area lies in other states, highlighting the broad geographical spread of mango farming across the country.

Annual production of mango pulp

Mango pulp production in India is a significant industry driven by the country's abundant mango cultivation. India is one of the world's largest producers of mango pulp, which is processed from ripe mangoes. In 2023-24, Mango pulp production in India is estimated to have reached 372.3 thousand tonnes, observing an annual increase of 4% over the previous year.

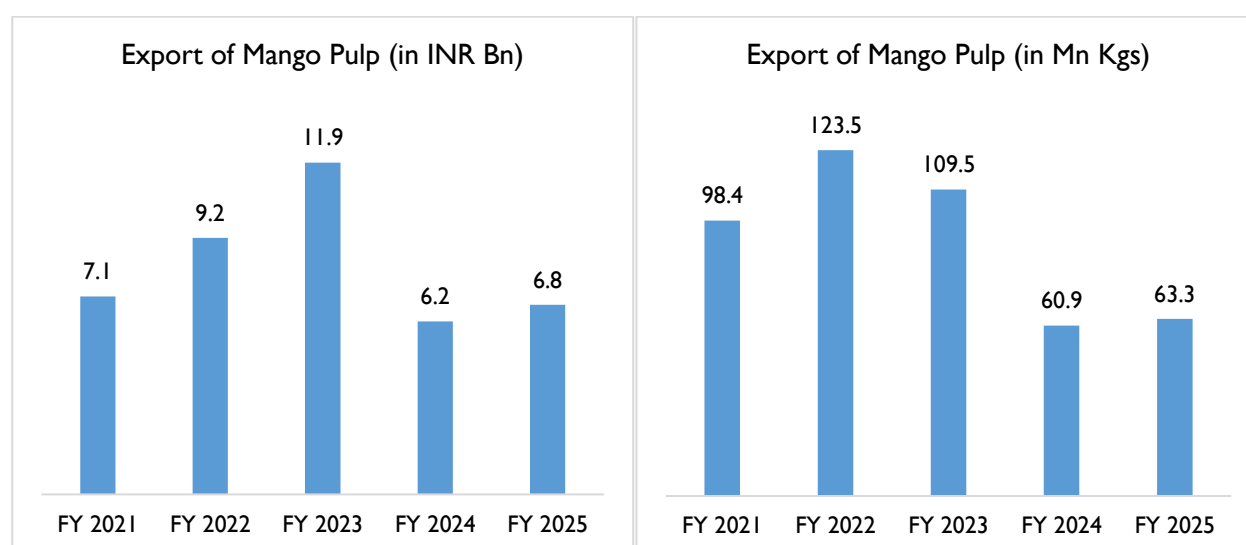


Source: D&B Research & Estimates

Adverse climatic conditions in the years preceding led to a decline in mango production, thus affecting the overall mango pulp production as well. However, with increased production in 2023-24, India offers diverse mango varieties with a wide range of flavours and textures, making Indian mango pulp highly sought after in both domestic and international markets.

Export potential: Mango Pulp

India continues to be a significant exporter of fruit pulp, particularly mango pulp. Exports witnessed strong growth between FY 2021 and FY 2023, with the value increasing from **INR 7.1 billion in FY 2021 to INR 11.9 billion in FY 2023**, registering a CAGR of over 30% during this period. In volume terms, exports rose from **98.4 million kgs in FY 2021 to a peak of 123.5 million kgs in FY 2022**, before moderating to **109.5 million kgs in FY 2023**.



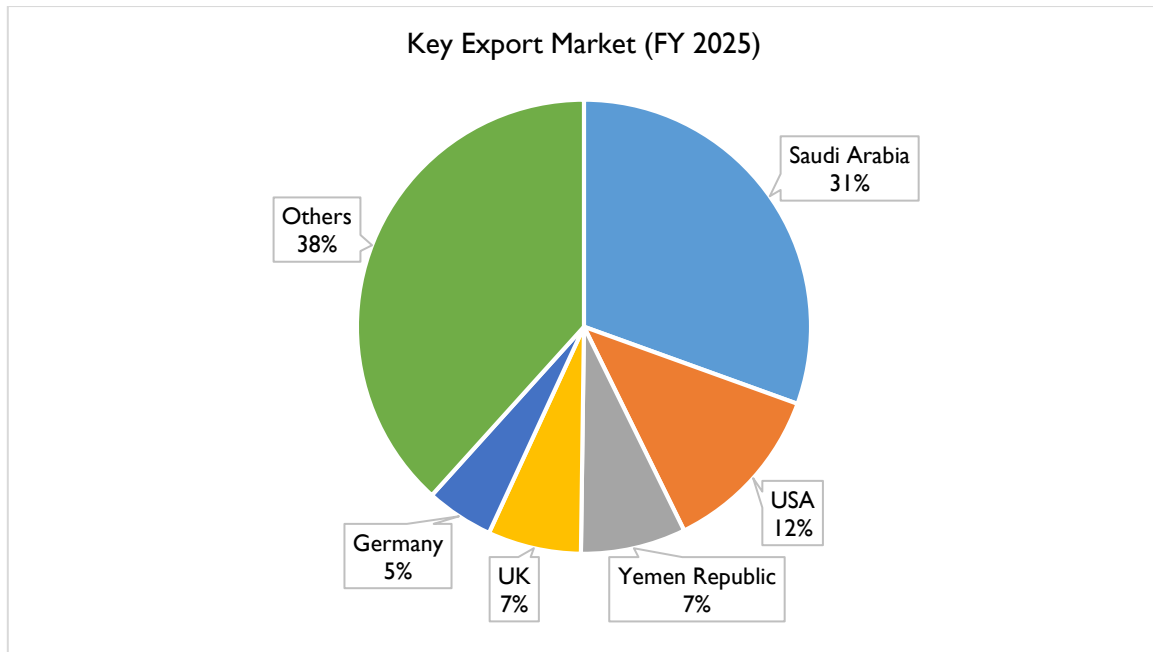
Source: DGCIS

In volume terms, India exported 109.5 million Kgs of Mango pulp in FY 2023, up from 85.7 million Kgs exported in FY 2020. FY 2022 encountered the highest surge in exports of nearly 26% by volume. A decline in production as well as covid-19 impacted exports in FY 2020 and FY 2021.

However, exports declined sharply in FY 2024, both in value and volume terms, falling to **INR 6.2 billion and 60.9 million kgs**, respectively. This downturn was driven by lower domestic production and tighter export controls. In FY 2025, a mild recovery was observed, with export value reaching **INR 6.8 billion** and volume slightly improving to **63.3 million kgs**. Despite recent fluctuations, the long-term outlook for fruit pulp exports remains positive, supported by strong global demand and India's dominance in mango cultivation and processing.

Key Export Markets

Saudi Arabia emerged as the largest export destination for Indian fruit pulp in FY 2024, accounting for 30.5% of total exports. It was followed by the USA (12.2%), Yemen Republic (7.5%), UK (6.7%), and Germany (4.8%). Together, these top five countries constituted over 61% of India's total fruit pulp exports. India's strong presence in the Middle East and North American markets reflects its ability to cater to diverse consumer preferences and maintain consistent quality standards in processed fruit exports.



Source: DGCI&S

Competitive Landscape

Company	Brief
ABC Fruits	ABC Fruits, an esteemed Indian manufacturer, supplier, and exporter of fruit pulps and concentrates, serves both domestic and international markets. Specializing in mango, papaya, guava, pineapple, and tomato processing, ABC Fruits initially started as a mango pulp manufacturing facility in Krishnagiri, later expanding to become one of India's leading fruit pulp processing companies. Established in 1997, ABC Fruits has grown exponentially, with state-of-the-art facilities and advanced manufacturing capabilities. With a capacity of 30 tons per hour and processing 50,000MT annually, ABC Fruits has garnered a diverse clientele across the Middle East, Europe, and North America. Continuously expanding into new markets, ABC Fruits is renowned for competitive prices and consistent quality, solidifying its reputation as a trusted player in the industry for over 15 years.
Jadli Foods (India) Pvt. Ltd	Established in 1999, Jadli Foods has emerged as a premier organization in the manufacturing and export of premium fruit pulp and concentrate, including mango, guava, banana, and tamarind products. With a track record of exporting to 55 countries and serving 450 international industrial customers across Europe, the Middle East, North America, and beyond, Jadli Foods prioritizes quality and consistency. Certified by ISO 22000 and ISO 9001, Jadli Foods oversees multi-location HACCP-accredited manufacturing facilities, ensuring adherence to the highest standards. With a diverse product range under their leading brand "Mansa," Jadli Foods supplies fruit pulp, concentrates, processed foods, and more to international markets, maintaining a strong focus on quality, hygiene, and customer satisfaction.
TMN International (TMN)	TMN International, a division of the esteemed 'Home Life' Group in Chennai, specializes in exporting fruit pulp and processed foods, particularly renowned for its Mango Pulp and Concentrate. Situated in Chennai, India, TMN processes a wide array of fruits, including Totapuri & Alphonso mangoes, guava, papaya, and tomato, offering

	customized forms such as pulp, puree, paste, and concentrate, packaged in aseptic packaging or OTS cans. TMN has a daily manufacturing capacity of 120 M.T. With HACCP-accredited manufacturing facilities and a skilled workforce, TMN serves major markets globally, including the U.K., European nations, Middle East, and Far East, securing repeat orders through their commitment to excellence
Aditi Foods (India) Pvt. Ltd	Aditi Group, with 37 years of relentless dedication, encompasses a diverse range of industries including fruit and vegetable processing, agriculture trading, corrugated box manufacturing, gas and petroleum trading, banking, and various service sectors. Aditi Foods (India) Pvt. Ltd., a division of Aditi Group, has been a trusted name in the Indian food processing sector since 1994. Their state-of-the-art technology and rigorous quality control measures ensure the production of a variety of high-quality fruit and vegetable products. Situated in Maharashtra, their facility boasts a workforce of over 450 employees, with production capacity reaching 200 tons per day. Specializing in mango pulp and jams, other fruit pulps, jams, canned vegetables, sauces, and more, Aditi Foods (India) Pvt. Ltd. is renowned for its innovation and reliability.

Growth Outlook

Mango, hailed as the "King of Fruits," holds a prestigious position in India, the world's largest producer of this delectable fruit. With a vibrant mango cultivation industry, India not only satisfies domestic demand but also plays a pivotal role in the global mango pulp market.

Domestic Demand

In India, mango pulp is an integral ingredient in a plethora of culinary delights, ranging from traditional desserts like mango lassi to modern beverages and confectionaries. The country's rich cultural heritage, coupled with a diverse culinary landscape, ensures a steady and resilient demand for mango pulp. Furthermore, the rising popularity of packaged fruit products and the increasing disposable income of the burgeoning middle class contribute to the sustained growth of domestic consumption.

Trends Driving Domestic Demand:

- **Health and Wellness:** As consumers become more health-conscious, there is a growing preference for natural and nutritious food choices. Mango pulp, packed with essential vitamins and antioxidants, aligns with this health-conscious trend, driving its consumption among health-conscious individuals and families.
- **Convenience and Versatility:** Mango pulp offers convenience and versatility in culinary applications, catering to the fast-paced lifestyle of urban consumers. From instant smoothies to ready-to-use dessert mixes, the convenience factor associated with mango pulp enhances its appeal across diverse consumer segments.
- **Cultural Significance:** Mango holds immense cultural significance in India, symbolizing prosperity, fertility, and abundance. Traditional festivals and celebrations often feature mango-based dishes, sustaining the demand for mango pulp throughout the year.

Export Market Dynamics

India's prowess in mango pulp production extends beyond its borders, as it emerges as a leading exporter in the global market. The exotic flavour profile and superior quality of Indian mango pulp make it a coveted commodity in international markets, driving consistent export growth.

Factors Influencing Export Demand:

- **Quality Assurance:** Indian mango pulp adheres to stringent quality standards, ensuring consistency and excellence in taste and texture. This commitment to quality resonates with discerning consumers worldwide, fostering trust and loyalty towards Indian mango pulp brands.
- **Market Penetration:** India's strategic market penetration strategies, coupled with effective branding and promotional initiatives, have expanded the reach of mango pulp in key export destinations. Establishing strong distribution networks and engaging in trade partnerships further catalyzes the growth of export demand.

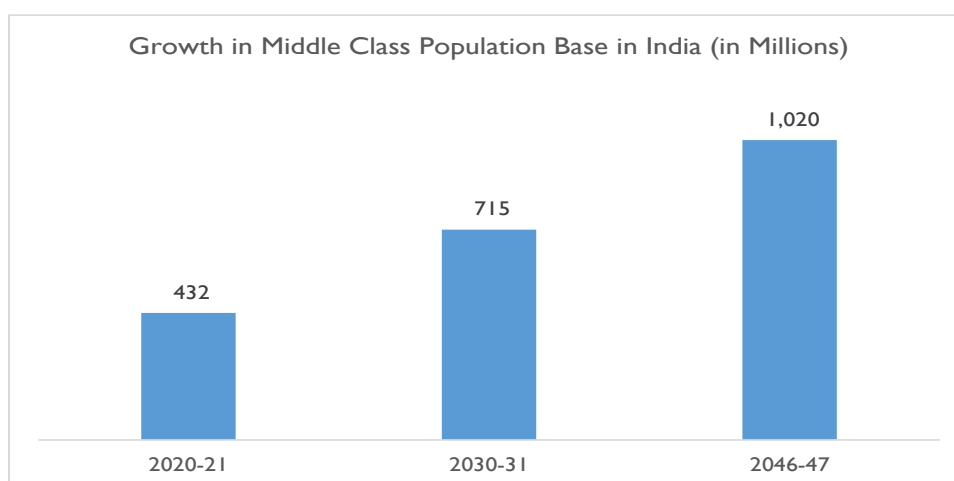
- **Global Culinary Trends:** The global culinary landscape is experiencing a paradigm shift towards ethnic and exotic flavors. Indian mango pulp, with its authentic taste and versatility, aligns perfectly with these evolving consumer preferences, driving demand across diverse culinary applications.

The growth prospects of mango pulp, both in domestic and export markets, remain robust and promising. With India's continued focus on enhancing production efficiency, ensuring quality standards, and exploring innovative marketing strategies, the demand for mango pulp is poised to soar. As consumers worldwide develop a penchant for natural, flavourful, and culturally rich food experiences, mango pulp stands poised to satiate their cravings and carve a niche as a quintessential culinary delight on the global stage.

Growth Prospects

The Indian economic growth is strongly rooted on elevated consumer demand and Government spending on infrastructure as well as social sector. Of this, the demand for consumer products is directly influenced by the trends in consumer spending, which is driven by the spending pattern of middle-class segment. Over the years, India's middle-class segment has emerged as a key demand driver for products ranging from packaged foods to big ticket items like automobiles and residential real estate.

According to a household survey conducted by PRICE²⁴ the middle-class segment in India – with an annual earning in the range of INR 5 – 30 lakhs – is expected to account for nearly 61% of total population by 2045-47. This particular population segment accounted for 31% of total population in 2020-21 and is set to rise to 47% in 2030-31 and further to 61% by 2046-47.



Source: PRICE ICE 360 Household Survey (Released in mid-2023)

According to a report by BMI Research (a Fitch Company), India is set to become the world's third largest consumer market by 2027. The country which is currently ranked as the fifth largest consumer market is expected to gain two spots over the next 4 – 5 years on the back of expected growth in number of middle class and high-income households. As per BMI Research, the growth in consumer households would elevate India's household spending to exceed USD 3 trillion.

The above indicators – namely a growth in middle class consumer base as well as a commensurate increase in household spending augurs well for India's consumer product economy. Given the evolving spending pattern among India's consumers, the biggest benefits of the growth in India's consumer base would be reaped by stakeholders in consumer products industry – ranging from FMCG players to retail sector.

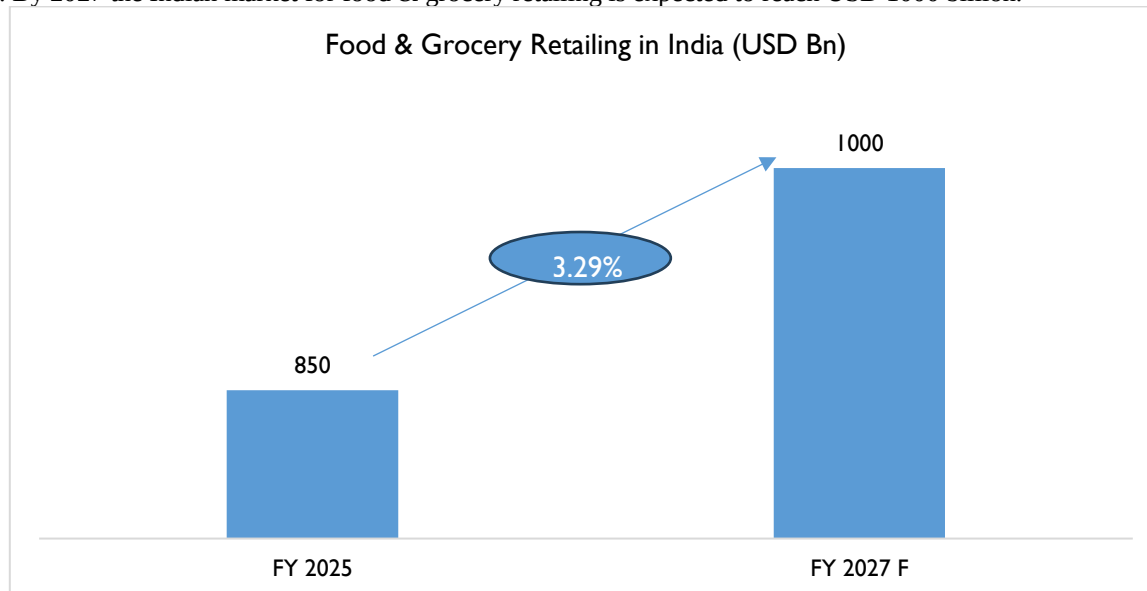
Food & Grocery Retailing

It is estimated that staples & fresh produce accounts for nearly 80% of food spending in India. However, the changes in consumption pattern and demographic profile are influencing the food spending trend in India, in favour of packaged

²⁴ PRICE Is an independent not-for-profit research centre. The survey referred to here is the ICE 360⁰ household survey that provides a 360⁰ view of households progress on financial conditions, living conditions, access to public goods, welfare, among others.

snacks, confectionary and beverages. Two key trends that are emerging in Indian retail space is the increasing preference for packaged & branded food, as well as preference for organized retail. Although the trend is visible in urban markets, the wide pool of consumers in urban market together with their higher spending pattern has the potential to create a transition in retail spending pattern in India.

Going forward, the food & grocery retailing market in India is expected to grow by a CAGR of 3.29% in the coming years. By 2027 the Indian market for food & grocery retailing is expected to reach USD 1000 billion.



Source: Invest India, USDA

Preference for Branded & Packaged Foods

The growth in food & grocery retailing is accompanied by an increasing preference towards branded & packaged food products. Traditionally loose & unbranded food products used to be the preferred form by Indian consumers. However, a host of factors, including a growth in disposable income levels, shift in demographic profile, preference for value added products, and availability are all changing that preference.

This is most visible in urban markets, where branded & packaged food products have become the preferred choice among staples and grocery. Although their penetration in rural market is yet to become substantial, branded staples & grocery products have made considerable progress in capturing the wallet share of rural India. This transition has led to the rise of food & grocery brands, with several large FMCG conglomerate having multiple brands that clock annual turnover in excess of INR 1,000 crore.

Branded Wheat Flour Market

The branded & packaged wheat flour market in India is estimated to be worth INR 20,000 crore, with major national brands by conglomerates like ITC, Adani, and Patanjali cornering nearly half of the branded market. The branded wheat flour market in India has been growing by a CAGR of nearly 5% between 2020 and 2023. **Assuming the historical growth rate continues unabated, the domestic market for branded wheat flour would reach nearly INR 24,000 crore in the next five years.**

However, in reality, the expected growth in branded wheat flour would be higher than the historical trend. The strengthening shift among Indian consumers towards branded wheat (from loose wheat), together with the initiatives taken by FMCG companies (to increase their footprint, as well as introduce lower priced SKU's) would help in accelerating the future growth in branded flour market.

Branded Spices

According to World Spice Organization (WSO), the branded & packaged spice market in India (comprising of both ground and blended spice) was nearly INR 35,000 crore in 2023. The entry of national players (through inorganic route) together with increasing popularity of branded spice among consumers in India is accelerating the demand growth in branded spice market. As per WSO, the branded & packaged spice market in India is expected to clock a turnover of INR 50,000 crore per annum, by the end of next 3 – 4 years.

KPI Comparison

Accounting Ratios

Companies (As on March 31, 2025)	CMP (Price on 9 th June 2025)	EPS (Basic in ₹)	EPS (Diluted in ₹)	PE Ratio	RONW (%)	NAV (Per Share)	Face Value
Patel Retail Limited	NA	NA	NA	NA	NA	NA	10
Peer Group							
Avenue Supermarts Limited (Consolidated)	4182.3	41.61	41.50	100.51	13%	329.29	10
Spencers Retail Limited (Consolidated)	62.48	27.33	27.37	2.29	37.24%	-73.40	5
Osia Hyper Retail Limited	21.3	NA	NA	NA	NA	NA	1
Aditya Consumer Marketing Limited	47.26	-2.62	-2.62	-18.04	-18.51%	6.37	10
Sheetal Universal Limited	135.05	NA	NA	NA	NA	NA	10
Kovilpatti Lakshmi Roller Flour Mills Limited	111.5	1.27	1.27	87.80	1.72%	73.92	10
KN Agri Resources Limited (Consolidated)	227.5	14.76	14.76	15.41	10.50%	140.61	10
Madhusudhan Masala Limited	158.4	NA	NA	NA	NA	NA	10

CALCULATION USED:

PE Ratio	CMP/EPS(Basic)
RONW (%)	(PAT Before Comprehensive Income/Net Worth)100
NAV (Per Share)	(Net Worth/No. of Equity Shares)100

Company-wise Financials

Financials for the period ending March 31, 2023

Key Indicators (In INR Lacs)	Avenue Supermarts Limited	Spencers Retail Limited	Osia Hyper Retail Limited	Aditya Consumer Marketing Limited	Sheetal Universal Limited	Kovilpatti Lakshmi Roller Flour Mills Limited	KN Agri Resources Limited	Madhusudhan Masala Limited
Revenue from operations(1)	42,83,956	2,45,258.17	73,881.67	9,686	12,881.23	33,213.54	2,23,615	12,721.6
Growth in Revenue from Operations (2)	38.30%	1.01%	25.30%	10.75%	232.96%	21.51%	18.88%	94.50%
EBITDA (3)	3,63,703	-25,459.27	-5215.49	-851	-545.96	1,886.42	-4399	816.01
EBITDA Margin% (4)	8.49%	-10.38%	-7.06%	-8.79%	-4.24%	5.68%	-1.97%	6.41%
PAT	2,37,834	-21,039.68	950.14	122	206.03	1,029.8	2,937	575.45
PAT Margin % (5)	5.55%	-8.58%	1.29%	1.26%	1.60%	3.10%	1.31%	4.52%
Net Worth (6)	16,07,878	-15,046.87	11,290.04	2761	657.77	5,832.19	28,549	1,074.06
Capital Employed (7)	18,16,138	1,55,481.46	43,549.1	4,689	2,804.02	9,815.54	38,383	5,737.43
RoE% (8)	14.8%	141.2%	8.4%	4.4%	31.3%	17.7%	10.4%	53.6%
RoCE % (9)	17.2%	-6.3%	8.1%	5.0%	13.2%	19.7%	12.9%	19.3%

Financials for the period ending March 31, 2024

Key Indicators (In INR Lacs)	Avenue Supermarts Limited	Spencers Retail Limited	Osia Hyper Retail Limited	Aditya Consumer Marketing Limited	Sheetal Universal Limited	Kovilpatti Lakshmi Roller Flour Mills Limited	KN Agri Resources Limited	Madhusudan Masala Limited
Revenue from operations(1)	50,78,883.00	2,34,502.51	1,14,447.45	9336	13,194.53	41,090.57	1,69,967	16,221.98
Growth in Revenue from Operations (2)	18.56%	-4.39%	54.91%	-3.61%	2.43%	23.72%	-23.99%	27.52%
EBITDA (3)	1,74,582	-26,920.86	-1,452.56	-1839	99.06	-3,561.69	-4795	1,279.03
EBITDA Margin% (4)	3.44%	-11.48%	-1.27%	-19.70%	0.75%	-8.67%	-2.82%	7.88%
PAT	2,53,561	-26,615.10	1,829.76	-307	207.56	780.44	3,126	919.73
PAT Margin % (5)	4.99%	-11.35%	1.60%	-3.29%	1.57%	1.90%	1.84%	5.67%
Net Worth (6)	18,69,734	-41,583.83	19,933.55	2,452	3,455.52	6,667.37	31,362	4,605.28
Capital Employed (7)	21,22,512	1,62,203.43	54,754.87	3,997	5,118.99	17,848.7	45,360	10,525.11
RoE% (8)	13.5%	63.8%	9.2%	-12.5%	6.0%	11.7%	10.0%	20.0%
RoCE % (9)	16.5%	-7.3%	11.5%	-6.0%	8.7%	11.3%	11.3%	16.0%

Financials for the period ending March 31, 2025

Key Indicators (In INR Lacs)	Avenue Supermarts Limited	Spencers Retail Limited	Osia Hyper Retail Limited	Aditya Consumer Marketing Limited	Sheetal Universal Limited	Kovilpatti Lakshmi Roller Flour Mills Limited	KN Agri Resources Limited	Madhusu dhan Masala Limited
Revenue from operations(1)	59,35,805.00	1,99,520.03	NA	9,741	NA	42,658.78	1,72,485	16,221.98
Growth in Revenue from Operations (2)	16.87%	-14.92%	NA	4.34%	NA	3.82%	1.48%	27.50%
EBITDA (3)	1,45,852	-21,356.2	NA	-1,815	NA	-4,900.28	-4,578	1,777.32
EBITDA Margin% (4)	2.46%	-10.70%	NA	-18.63%	NA	-11.49%	-2.65%	10.90%
PAT	2,70,745	-24,636.23	NA	-383	NA	115.17	3,690	919.73
PAT Margin %(5)	4.56%	-12.35%	NA	-3.93%	NA	0.27%	2.14%	5.70%
Net Worth (6)	21,42,670	-66,160.57	NA	2,069	NA	6,683.32	35,151	4,605.28
Capital Employed (7)	24,36,958	1,23,476.69	NA	3,675	NA	16,617.55	44,170	5,444.37
RoE% (8)	12.6%	37.1%	NA	-18.5%	NA	1.7%	10.8%	19.97%
RoCE % (9)	15.3%	-6.6%	NA	-8.8%	NA	6.1%	14.0%	30.90%

Operational KPI
For period ending 31st March 2025

Particulars	Patel Retail Limited	Avenue Supermarts Limited	Spencers Retail Limited	Osia Hyper Retail Limited	Aditya Consumer Marketing Limited	Sheetal Universal Limited	Kovilpatti Lakshmi Roller Flour Mills Limited	KN Agri Resources Limited	Madhusudhan Masala Limited
Geographical Segment Revenue									
Domestic Revenue	NA	59,48,236.00	NA	NA	NA	NA	NA	NA	NA
Domestic Revenue (%)	NA	100.00%	NA	NA	NA	NA	NA	NA	NA
Export Revenue	NA	-	NA	NA	NA	NA	NA	NA	NA
Export Revenue (%)	NA	0.00%	NA	NA	NA	NA	NA	NA	NA
Revenue split by Division									
Retail Sales	NA	59,35,805.00	NA	NA	NA	NA	NA	NA	NA
Retail Sales (as a % of total)	NA	99.79%	NA	NA	NA	NA	NA	NA	NA
Sale - Process	NA	-	NA	NA	NA	NA	NA	NA	NA
Sale - Process (as a % of total)	NA	0.00%	NA	NA	NA	NA	NA	NA	NA
Sale - Trading	NA	-	NA	NA	NA	NA	NA	NA	NA
Sale - Trading (as a % of total)	NA	0.00%	NA	NA	NA	NA	NA	NA	NA
Other operating income	NA	12,431.00	NA	NA	NA	NA	NA	NA	NA
Other operating income (%)	NA	0.21%	NA	NA	NA	NA	NA	NA	NA
Retail Sales matrix									
Revenue per store	NA	NA	NA	NA	NA	NA	NA	NA	NA
Revenue per Retail Business area	NA	0.34	NA	NA	NA	NA	NA	NA	NA

Retail Sales Category wise									
Revenue – Food	NA	57.73%	NA	NA	NA	NA	33340	172371	NA
Revenue – Non-Food (FMCG)	NA	20.01%	NA	NA	NA	NA	9539	114	NA
Revenue – General Merchandise and Apparel	NA	22.26%	NA	NA	NA	NA	NA	NA	NA
Retail Sales Private Labels									
Revenue – Private Label	NA	NA	NA	NA	NA	NA	NA	NA	NA
Revenue – Private Label (as % to Retail Sales)	NA	NA	NA	NA	NA	NA	NA	NA	NA

Since Operational KPI Data by peer company is normally reported in the annual report, hence the data is not available for the period ending on March 2025

For FY 2024

Particulars	Patel Retail Limited	Avenue Supermart s Limited	Spencers Retail Limited	Osia Hyper Retail Limited	Aditya Consumer Marketing Limited	Sheetal Universal Limited	Kovilpatti Lakshmi Roller Flour Mills Limited	KN Agri Resources Limited	Madhusud han Masala Limited
Geographical Segment Revenue									
Domestic Revenue	41,090.96	50,78,883.00	2,34,502.51	114447.45	9336.58	11,574.17	NA	1,51,439.00	NA
Domestic Revenue (%)	50.47%	100.00%	100.00%	100%	100%	89.29%	NA	89.10%	NA
Export Revenue	40,327.87	-	-	NA	NA	1,388.68	NA	18,528.00	NA
Export Revenue (%)	49.53%	0.00%	0.00%	NA	NA	10.71%	NA	10.90%	NA
Revenue split by Division									
Retail Sales	28,972.19	50,66,904.00	2,23,657.56	NA	6,540.56	NA	NA	NA	NA
Retail Sales (as a % of total)	35.58%	99.76%	95.38%	NA	70.05%	NA	NA	NA	NA
Sale – Process	37,256.33	-	-	NA	NA	12,962.85	NA	NA	16,221.98
Sale - Process (as a % of total)	45.76%	0.00%	0.00%	NA	NA	100%	NA	NA	100%
Sale – Trading	14,116.18	-	-	NA	NA	NA	NA	NA	NA
Sale - Trading (as a % of total)	17.34%	0.00%	0.00%	NA	NA	NA	NA	NA	NA
Other operating income	1,074.13	11,979.00	10,844.95	NA	NA	NA	NA	NA	NA
Other operating income (%)	1.32%	0.24%	4.62%	NA	NA	NA	NA	NA	NA
Retail Sales matrix									
Revenue per store	877.95	NA	NA	NA	NA	NA	NA	NA	NA
Revenue per Retail	0.21	0.33	NA	NA	NA	NA	NA	NA	NA

Business area ₹ in Lakhs)									
Retail Sales Category wise									
Revenue – Food	73.81%	56.96%	NA	NA	NA	NA	NA	NA	NA
Revenue – Non-Food (FMCG)	19.17%	20.68%	NA	NA	NA	NA	NA	NA	NA
Revenue – General Merchandise and Apparel	7.02%	22.37%	NA	NA	NA	NA	NA	NA	NA
Retail Sales Private Labels									
Revenue – Private Label	5,671.13	NA	NA	NA	NA	NA	NA	NA	NA
Revenue – Private Label (as % to Retail Sales)	19.57%	NA	NA	NA	NA	NA	NA	NA	NA

In the absence of specific information, It is assumed that the entire revenue from operations is in India

For FY 2023

Particulars	Patel Retail Limited	Avenue Supermart s Limited	Spencers Retail Limited	Osia Hyper Retail Limited	Aditya Consumer Marketing Limited	Sheetal Universal Limited	Kovilpatti Lakshmi Roller Flour Mills Limited	KN Agri Resources Limited	Madhusud han Masala Limited
Geographical Segment Revenue									
Domestic Revenue	35,233.34	42,83,956.00	2,45,258.17	73881.67	9686.04	2,155.10	NA	1,95,828.00	NA
Domestic Revenue (%)	34.59%	100.00%	100.00%	100%	100%	16.73%	NA	87.57%	NA
Export Revenue	66,621.44	-	-	NA	NA	10,726.12	NA	27,786.00	NA
Export Revenue (%)	65.41%	0.00%	0.00%	NA	NA	83.27%	NA	12.43%	NA
Revenue split by Division									
Retail Sales	26,655.66	42,70,542.00	2,34,076.03	NA	6,742.40	NA	NA	NA	NA
Retail Sales (as a % of total)	26.17%	99.69%	95.44%	NA	69.61%	NA	NA	NA	NA
Sale - Process	31,042.15	-	-	NA	-	12,881.22	NA	NA	12,721.60
Sale - Process (as a % of total)	30.48%	0.00%	0.00%	NA	0.00%	100%	NA	NA	100%
Sale - Trading	43,120.98	-	-	NA	-	NA	NA	NA	NA
Sale - Trading (as a % of total)	42.34%	0.00%	0.00%	NA	0.00%	NA	NA	NA	NA
Other operating income	1,035.99	13,414.00	11,182.14	NA	-	NA	NA	NA	NA
Other operating income (%)	1.02%	0.31%	4.56%	NA	0.00%	NA	NA	NA	NA
Retail Sales matrix									
Revenue per store	832.99	NA	NA	NA	NA	NA	NA	NA	NA
Revenue per Retail Business area	0.22	0.31	NA	NA	NA	NA	NA	NA	NA

Retail Sales Category wise									
Revenue – Food	73.64%	56.03%	NA	NA	NA	NA	NA	NA	NA
Revenue – Non-Food (FMCG)	18.91%	20.93%	NA	NA	NA	NA	NA	NA	NA
Revenue – General Merchandise and Apparel	7.44%	23.04%	NA	NA	NA	NA	NA	NA	NA
Retail Sales Private Labels									
Revenue – Private Label	4,924.49	NA	NA	NA	NA	NA	NA	NA	NA
Revenue – Private Label (as % to Retail Sales)	18.47%	NA	NA	NA	NA	NA	NA	NA	NA

In the absence of specific information, It is assumed that the entire revenue from operations is in India

Annexure for Definitions & and Abbreviation

Definitions of Operational KPIs	
Revenue from Operations	The revenue generated from a company's primary business activities. It typically excludes non-operating income such as interest income or gains from the sale of assets.
Growth in Revenue from Operations	The percentage change in revenue from operations over a specific period (e.g., year-over-year, quarter-over-quarter). It indicates the rate at which a company's core business is growing.
EBITDA	A measure of a company's operating performance. It represents the cash flow generated from operations before taking into account financing costs (interest), taxes, and non-cash expenses like depreciation and amortization. It's calculated as the sum of Finance Costs, Depreciation & Amortization Expenses, and Profit Before Tax (PBT).
EBITDA Margin	A profitability metric that shows how much cash a company generates from its core operations relative to its revenue. It's calculated by dividing EBITDA by Revenue from Operations and multiplying by 100 to express it as a percentage.
PAT	The net profit a company earns after all expenses, including taxes, have been deducted from revenue. It represents the bottom line of the income statement and is the profit available to shareholders.
PAT Margin	A profitability metric that measures how much profit a company makes for every rupee of revenue, after accounting for all expenses, including taxes. It's calculated by dividing Profit After Tax (PAT) by Revenue from Operations and multiplying by 100 to express it as a percentage.
Net Worth	Represents the residual ownership interest in a company's assets after all liabilities have been deducted. It's calculated as the sum of Equity Share Capital and Other Equity. Other Equity may include items like retained earnings, reserves, and surplus.
Capital Employed	Represents the total amount of funds invested in a business to generate profits. It's calculated by subtracting Current Liabilities from Total Assets. It reflects the long-term capital used by the company
ROE	A profitability metric that measures how effectively a company is using its shareholders' investments to generate profits. It's calculated by dividing Profit After Tax (PAT) by Total Equity.
ROCE	A profitability metric that measures how effectively a company is using its total capital (both debt and equity) to generate profits. It's calculated by dividing Earnings Before Interest and Tax (EBIT) by Capital Employed.

Abbreviation	
GDP	Gross Domestic Product
GVA	Gross Value Added
IIP	Index of Industrial Production
PFCE	Private Final Consumption Expenditure
GFCF	Gross fixed capital formation
WPI	Wholesale Price Index
CPI	Consumer Price Index
y-o-y	Year on Year
m-o-m	Month on Month
IMF	International Monetary Fund
RBI	Reserve Bank of India
MOSPI	The Ministry of Statistics and Programme Implementation
Est., Adv. Est	Estimated, Advance Estimates
P, F	Projected, Forecast
USD	US Dollar
INR	Indian Rupee
Mn, Bn, Tn	Million, Billion, Trillion

CY	Calander Year
FY	Fiscal Year / Financial year
FDI	Foreign Direct Investment
B2B	Business to Business
B2C	Business to Consumer
D2C	Direct to Consumer
F&G Retai	Food & Grocery Retail
FSSAI	Food Safety and Standards Authority of India
ONDC	Open Network for Digital Commerce
MIDH	Mission for Integrated Development of Horticulture
PMKSY	Pradhan Mantri Kisan Sampada Yojana
CEFPPC Scheme	Creation / Expansion of Food Processing & Preservation Capacities Scheme
WSO	World Spice Organization
MMR	Mumbai Metropolitan Region

OUR BUSINESS

*Some of the information contained in this section, including information with respect to our strategies, contain forward-looking statements that involve risks and uncertainties. You should read the section titled “**Forward-Looking Statements**” on page 24 of the Draft Red Herring Prospectus for a discussion of the risks and uncertainties related to those statements and also the section titled “**Risk Factors**” and “**Management’s Discussion and Analysis of Financial Condition and Results of Operations**” on pages 1 and 307, respectively of this Second Addendum for a discussion of certain factors that may affect our business, results of operations and financial condition. The actual results of the Company may differ materially from those expressed in or implied by these forward-looking statements.*

*This section should be read in conjunction with sections titled “**Risk Factors**”, “**Restated Financial Statement**” “**Management’s Discussion and Analysis of Financial Condition and Results of Operations**” and on pages 1,273 and 307, respectively. Unless otherwise stated, all financial and other data regarding our business and operations presented in this section are derived from our Restated Financial Statement.*

*Certain information in this section is derived from the report titled “Industry Report on Food & Grocery Retailing and Food Processing” updated on June 11, 2025 (“**D&B Report**”) prepared and released by Dun & Bradstreet Information Services Private Limited (“**D&B**”) and exclusively commissioned by and paid for by us pursuant to the vide the engagement letter dated February 12, 2024, in connection with the Offer. The data included herein includes excerpts from the D & B, which is available on the website of the Company at <https://patelrpl.in/investor-relations/>, and has also been included in “**Material Contracts and Documents for Inspection –Material Documents**” on page 698 of the Draft Red Herring Prospectus. For risks in relation to commissioned reports, please see “**Risk Factors- Industry information included in this Second Addendum has been derived from an industry report prepared by Dun & Bradstreet, exclusively commissioned and paid for by us for such purpose**” on page 54 of this Second Addendum. In evaluating our business, we consider and use certain key performance indicators that are presented herein as supplemental measures to review and assess our operating performance. The presentation of these key performance indicators is not intended to be considered in isolation or as a substitute for our financial statements, and other financial and operational information included in this Second Addendum. We present these key performance indicators because they are used by our management to evaluate our operating performance. These key performance indicators have limitations as analytical tools. Further, these key performance indicators, including the manner in which they are computed, may differ from similar information used by other companies, including peer companies, and hence their comparability may be limited. Therefore, these metrics should not be considered in isolation or construed as an alternative to our financial statements or as an indicator of our operating performance, liquidity, profitability or results of operations.*

Our fiscal year ends on March 31 of each year, so all references to a particular “fiscal year”, “Fiscal” and “Fiscal Year” are to the 12 months period ended March 31 of that fiscal year. All references to a year are to that Fiscal Year, unless otherwise noted.

OVERVIEW

We are primarily engaged as a retail supermarket chain operating in tier-III cities and nearby suburban areas, with focus on “value retail”, offering food, non-food (FMCG), general merchandise and apparel catering to the needs of the entire family. Incorporated in Fiscal 2008, our Company started its first store under the brand “Patel’s R Mart” at Ambernath, Maharashtra and since, our operations are spread across the suburban area of Thane and Raigad district in Maharashtra. As on May 31, 2025 we operate and manage forty-three (43) stores, with a Retail Business Area²⁵ of approx. 1,78,946 sq.fts.

With our objective to increase margin and to promote our retail supermarket brand “Patel’s R Mart”, we launched our private label goods comprising of pulses (“**Patel Fresh**”) and spices (“**Indian Chaska**”), which we buy in bulk quantities and package and brand after our quality checks and inspections at our processing and packing facility at Ambernath, Maharashtra (“**Facility 1**”), mens wear (“**Blue Nation**”), home improving products (“**Patel Essentials**”), ready-to-cook / instant mix (“**Patel Fresh**”), ghee and papad (“**Indian Chaska**”) which we buy from third party

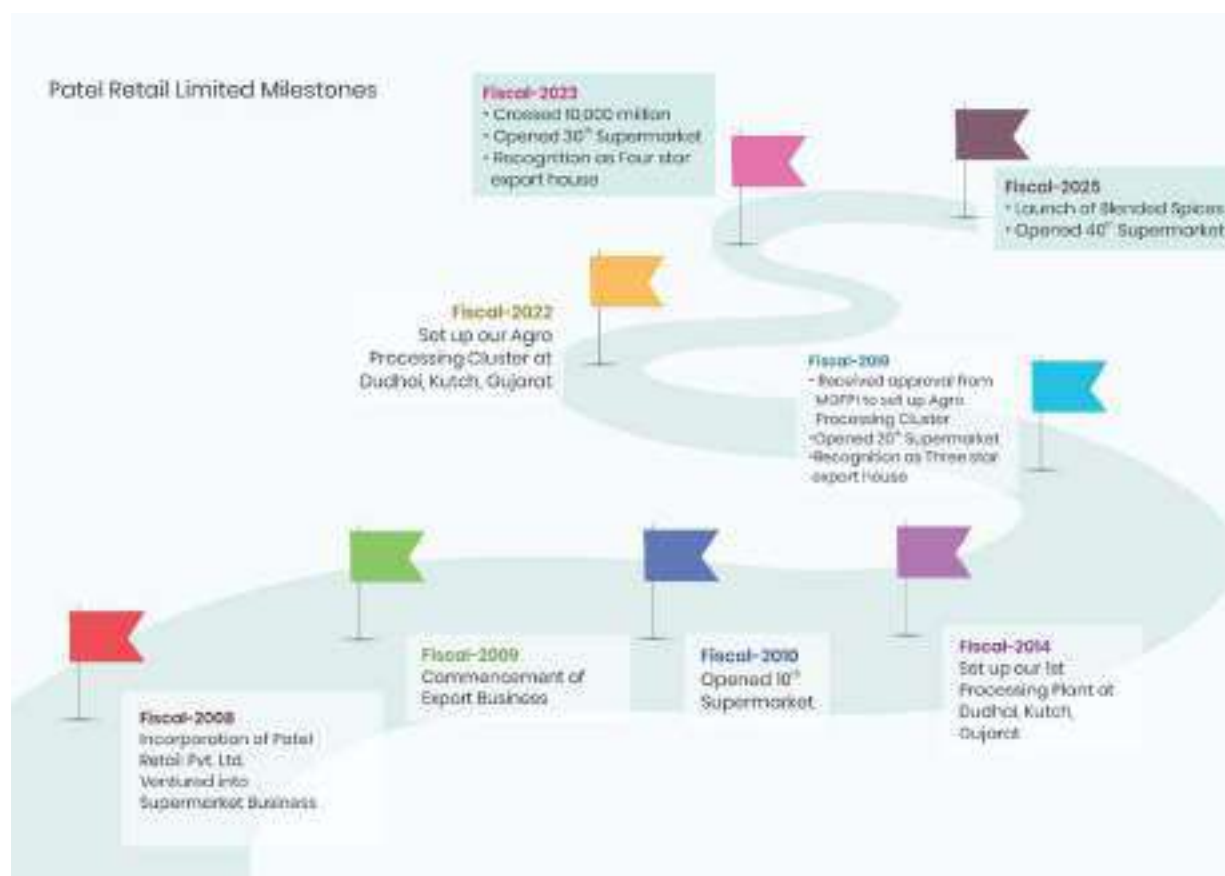
²⁵ The total area of a store as per the lease/leave and license/sale agreement, as the case maybe.

vendors under our brands. Since incorporation in Fiscal 2008, we have increased our store offerings and as on May 31, 2025 we offer around 38 product categories with over 10,000 product SKUs in our stores.

As our backward integration strategy and to control our supply chain, we started our production facility at Survey No. 145/1, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115 (“**Facility 2**”), where we process peanuts and whole spices, such as coriander seed and cumin seeds. Further as a part of our strategy to broaden our product offering across the value chain, we built an agri processing cluster spread over 15.925 Acres of land area at Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat – 370115, comprising of 5 (five) production units collectively (“**Facility 3**”), 1 (one) fruit pulp processing unit (“**F&V Unit**”), dry warehouse of 2546.29 sq. mtr. with storage capacity of 3040 MT, cold storage with capacity of 3000 MT and also our inhouse testing & research laboratory (collectively referred to as “**Agri-cluster**”). Our Facility 1, Facility 2 and Facility 3 will be hereinafter collectively referred to as “**Facilities**”, our Facility 1, Facility 2 and Agri-cluster will be hereinafter collectively referred to as “**Manufacturing Facilities**”, and Facility 2 and Agri-cluster will be collectively referred to as “**Kutch Facilities**”

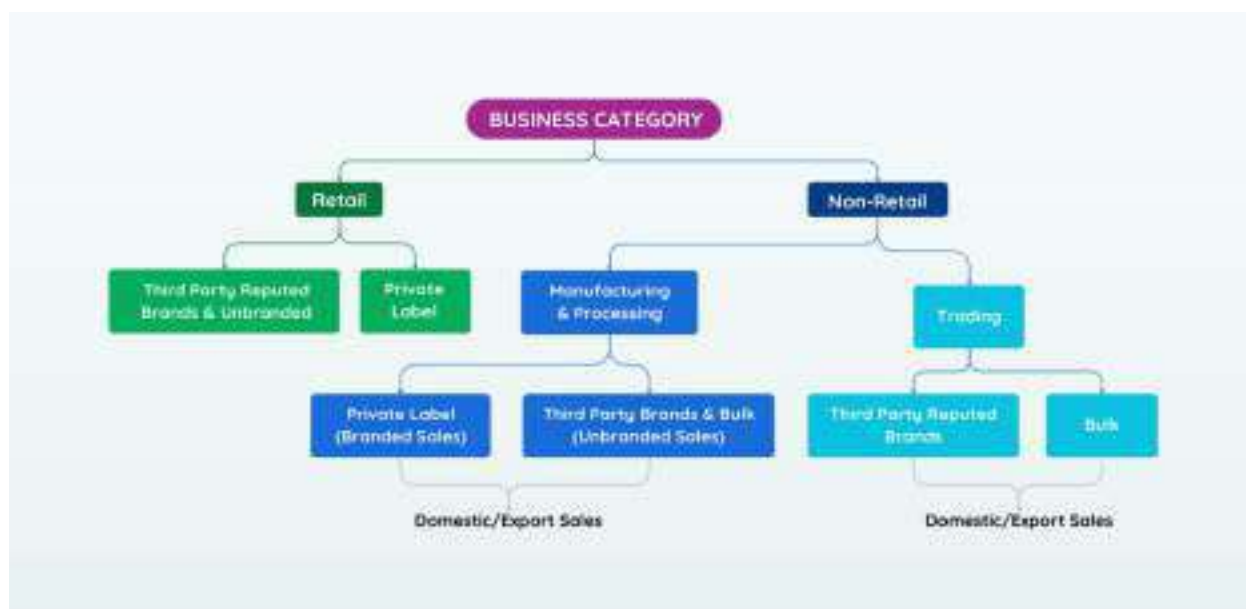
Further, by capitalizing our sourcing strength we ventured into export of staples, groceries, pulses, spices and pulps. We export these products under our brand Patel Fresh & Indian Chaska and also that of the brand of our customers from our Manufacturing Facilities. Furthermore, we also undertake domestic and export trading of assorted/ mix container of food and non-food products, such as FMCG goods, household items, kitchen appliances, etc. from reputed third-party brands and also undertake bulk trading of agri commodities such as, rice, sugar, pulses, edible oil etc. We have exported to over thirty-five (35) countries during the disclosed financial period.

Our journey since our incorporation can be summarized as herein below:



* Launched Indian Chashka brand of blended spices in consumer packs

Our business can be categorized (Retail and Non-Retail) as detailed herein below:



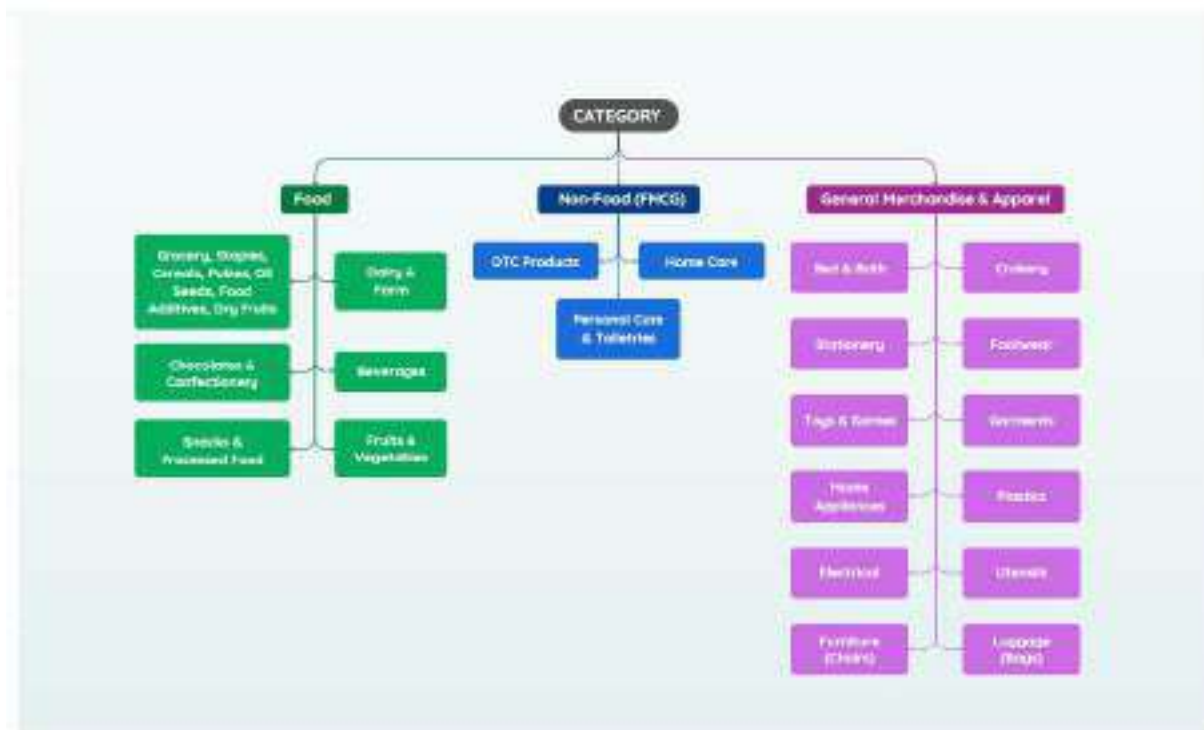
BUSINESS CATEGORIES

Retail Business

Positioned as a dependable neighborhood supermarket that offers value for money, our retail business runs under the “Patel’s R Mart” brand. We offer convenience by being located in residential areas and cater to both bulk buying and top up requirements of our customers. Our Company follows the concept of value retailing to target the strata of the population belonging to the expanding ‘lower-middle class’, ‘middle class’ and ‘aspiring upper-middle class’, based on our customer’s socio-economic conditions, purchasing power, demographic details and customer trends.

Our business approach is to make available quality goods at competitive prices. The majority products stocked by us are everyday products forming part of basic rather than discretionary spending. Our store offerings provide our customers with a distinctive shopping experience, comprising of a wide range of everyday value retail products sold in a modern ambience and with the feel of a retail mall. We believe our endeavor to facilitate one-stop-shop convenience for our customers’ everyday shopping needs, along with our competitive pricing due to our local market knowledge, careful product assortment and supply chain efficiencies, has helped us achieve growth and success. Our wide range of product offerings focus on foods, non-food (FMCG), general merchandise and apparel. Further, our Company was also operating two (2) exclusive ready made garment outlets under the brand “R Choice”. We also earn rental income from our vendors as display and listing income, shop-in-shop arrangements such as, vegetable stall, sandwich, chat and ice cream stalls. Our store offerings can be summarized as herein below:

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Our retail sales (i.e., revenue from our store sales) based on the product offerings for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is as follows:

Category	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Retail sales (₹ in Lakhs)	As a % to revenue from operations	Retail sales (₹ in Lakhs)	As a % to revenue from operations	Revenue (₹ in Lakhs)	As a % to revenue from operations
Food	26,943.37	32.83%	21,384.99	26.27%	19,630.03	19.27%
Non-Food (FMCG)	9,041.39	11.02%	5,553.92	6.82%	5,041.37	4.95%
General Merchandise & Apparel	902.22	1.10%	2,033.28	2.50%	1,770.08	1.74%
R Choice	-	-	-	-	214.18	0.21%
Total	36,886.98	44.95%	28,972.19	35.58%	26,655.66	26.17%

*As certified by our Statutory Auditor-Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.

Our retail stores sell third party reputed brand products, unbranded products and also our private label products. Our revenue from sales of private label products in our retail stores constitutes ₹ 6,287.44 Lakhs, ₹ 5,671.13 Lakhs and ₹ 4,924.49 Lakhs representing 17.05%, 19.57% and 18.47% of our retail sales and 7.66%, 6.97% and 4.83% of our revenue from operations, during the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. As on May 31, 2025 we offer around 38 product categories with over 10,000 product SKUs in our supermarkets.

We have established our stores in the central suburban area of the MMR i.e. in Thane district and Raigad district of Maharashtra, thus focusing on the growing tier-III cities and the suburban areas. Our stores are primarily located using a cluster approach on the basis of adjacencies and focusing on efficient supply chain, targeting densely-populated residential areas with a majority of lower-middle class, middle class and aspiring upper-middle class customer with an average store size of around 4000 sq. ft. As of May 31, 2025, we have forty-three (43) stores with an aggregate Retail Business Area of approx. 1,78,946 sq. ft. At the end of Fiscal 2025, Fiscal 2024 and Fiscal 2023, we had 42, 33 and 30 stores with retail business area of approx. 174,996 sq. ft., 137,296 sq. ft. and 122,489 sq. ft., respectively. As

on May 31, 2025, our stores are located across 17 cities / suburbans area within the Thane and Raigad district of Maharashtra. We plan to deepen our store network in the western suburban area of the MMR such as Mira Road, Bhayander, Virar, Vasai and also in the municipal region of Pune, Maharashtra following our cluster-focused expansion strategy. We believe that selection of suitable locations for our stores has been critical to our expansion plans. We aim to enter our target markets to take advantage of the opportunities offered by these under-served regions and actively search for suitable locations. We follow a cluster approach and target densely-populated neighbourhoods and residential areas with a majority of lower-middle, middle class and aspiring upper-middle class consumers.

Retail sales based on our store location is detailed as herein below:

Location	Fiscal 2025**		Fiscal 2024**		Fiscal 2023**	
	No. of stores	Retail sales (₹ in Lakhs)	No. of stores	Retail sales (₹ in Lakhs)	No. of stores	Retail sales (₹ in Lakhs)
Ambernath	6	5,946.19	6	5,461.66	6	5,311.45
Ambernath (R Choice)*	-	-	-	-	-*	214.18
Badlapur	6	5,564.26	6	5,218.53	5	4,790.70
Bhiwandi	4	2,093.13	2	176.18	-	-
Diva	1	404.17	-	-	-	-
Dombivli	7	4,111.61	7	3,793.24	7	3,103.34
Kalyan	7	5,868.68	5	4,667.42	5	4,488.47
Khopoli	1	921.00	1	825.32	1	185.18
Murbad	1	1,211.23	1	985.52	1	848.27
Neral	1	436.62	-	-	-	-
Padgha	1	296.61	-	-	-	-
Shahapur	1	2,007.87	1	1,825.64	1	1,687.67
Shahad	1	820.19	1	758.47	1	783.31
Titwala	1	3,221.75	1	2,986.89	1	2,854.30
Ulhasnagar	2	2,523.23	2	2,273.32	2	2,388.78
Vasind	1	1,199.21	-	-	-	-
Vangani	1	261.24	-	-	-	-
Total	42	36,886.98	33	28,972.19	30	26,655.66

*Our Company sold all the inventories of the 2 stores, being our exclusive garment outlets and thus terminating the lease for the 2 stores during Fiscal 2023. Till such termination the Company has accounted a revenue of ₹214.18 Lakhs during the Fiscal 2023.

**As certified by our Statutory Auditor- Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.

We have witnessed steady growth in our total number of bill cuts. Our total number of bill cuts were 52.15 Lakhs, 39.73 Lakhs and 33.73 Lakhs for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. During the same period, our average annual revenue per store was ₹878.26 Lakhs, ₹877.95 Lakhs and ₹832.99 Lakhs, respectively. Further for Fiscal 2025, Fiscal 2024 and Fiscal 2023, our average annual revenue per Retail Business Area sq. ft. was ₹ 21,078.76, ₹ 21,101.99 and ₹ 21,761.68, respectively. Further, revenue from our stores (excluding R Choice) based on the year of existence for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is as detailed hereunder:

Year since existence of stores	Fiscal 2025		Fiscal 2024		Fiscal 2023*	
	No. of stores	Retail sales (₹ in Lakhs)	No. of stores	Retail sales (₹ in Lakhs)	No. of stores	Retail sales (₹ in Lakhs)
0 – 5 years	19	10,626.44	13	7,893.50	12	6,930.23
5 – 10 years	9	13,330.63	8	10,814.38	6	9,294.63
10 + years	14	12,929.91	12	10,264.31	12	10,216.62
Total	42	36,886.98	33	28,972.19	30	26,441.48

*Our Company sold all the inventories of the 2 stores, being our exclusive garment outlets and thus terminating the lease for the 2 stores during Fiscal 2023. Till such termination the Company has accounted a revenue of ₹214.18 Lakhs during the Fiscal 2023.

**As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.



We operate and manage all our stores. We operate predominantly on lease model, where our average lease period is around 5 years. We open new stores using a cluster approach on the basis of adjacencies and focusing on an efficient supply chain, targeting densely-populated residential areas with a majority of lower-middle class, middle class and aspiring upper-middle class customer. Our Distribution Centre and Facility 1 situated at Ambarnath, Maharashtra, forms the backbone of our supply chain to support our retail store network which is within a radius of 60 kms.

In addition to sale to our walk-in customers, we also serve our customers online through our mobile based application, where we connect our online customer to the nearest stores for order placement and free home delivery. Our mobile application is available both on IOS and android. We launched our mobile application “Patel’s R Mart” during the Fiscal 2021. As on May 31, 2025 we have over 86,000+ downloads with over 17,000 active users. (Sources: Shalvi

Advison). Our revenue from e-tail sales is ₹ 124.77 Lakhs, ₹ 95.54 Lakhs and ₹ 104.04 Lakhs against 7,853, 6,056 and 5,253 number of orders for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

Our stores are supported by IT and operational management systems specific to our business needs. These systems streamline many of our functions including procurement, sales, supply chain and inventory control processes and generate updated information on a real time basis. As a result, we are able to procure our merchandise from our Distribution Centre or directly from our suppliers thus managing our store inventory levels efficiently to better respond to our customers' changing preferences and needs.

Our business is based on the primary concept of 'value retailing' and guided by our principles 'Save Money, Be Smart' and 'Kharidari ki Aazadi, Bachat ka Adhikar', following which we aim to provide a complete family shop by offering a wide range of products at discount to MRP. Our leadership position in the MMR, based on the number of stores that we operate (Source: D&B Report. The D&B Report will be available on our Company's website at <https://patelrpl.in/investor-relations/>.) and market penetration of our products has been possible due to the extensive store network that we have built over the years; the advertisement and promotion campaigns we have consistently spent on, to bring in the pull from the customer and the focus that we have placed on quality, both of the product and of the packaging of our private label and the product assortment. In Fiscal 2025, we spent ₹283.77 lakhs or 0.77% of our total retail sales on advertising, incentive scheme and trade promotion expense. We have been consistently increasing our advertisement and promotion expenditure over the years with a strong focus to grow our market share. For instance, our advertisement and promotion expenditure (including incentive scheme) for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 were ₹283.77 Lakhs, ₹ 256.62 Lakhs and ₹135.77 Lakhs, respectively, which represented 0.77%, 0.89% and 0.51% respectively of our retail sales.

We source our products, including private labels, directly from the regions where such products are widely available or manufactured, to minimize our procurement costs and offer quality products at such costs. Product category under our private label category includes, pulses, spices, ghee, papad, apparels and home improving products. Private label products such as mens wear, home improving products such as phenyl, detergent, dish wash liquid, mop and plastic bucket, ready-to-cook / instant mix such as basundi mix, falooda mix, ghee and papad are procured from third party manufacturers under our brand. Further for, pulses staples and groceries, and spices (whole and grounded) we buy in bulk quantities, pack and brand them after our quality checks and inspections at our processing and packing facility at Ambarnath, Maharashtra (Facility 1).

Our strong sourcing capability is backed by an efficient logistics network, which is supported by eighteen (18) vehicles of which two (2) vehicles are used for procurement of goods, sixteen (16) vehicles for supply of goods from distribution centre to our stores and a fleet of around fifty-seven (57) third party tempos for providing home delivery of order placed by our customers as on March 31, 2025. We are also supported by strong IT infrastructure, systems and processes, thus enabling us in achieving our concept of 'value retailing'.

Non- Retail

Processing

As our backward integration strategy to control our supply chain, we started our processing and packaging facility and our product testing laboratory, to undertake essential quality check of our raw materials and finished goods at Facility 1 where we process whole spices, such as coriander seed, cumin seeds, pulses, staples and groceries. We undertake the process of cleaning, drying, grading, sorting and packaging under our own brand or that of our customers, as per their specification. Our Facility 1, including testing lab is spread over an area of 7,678 sq. ft. (excluding Distribution Centre area) and is equipped with modern semi-automated machines and manual machines. Our Facility 1 is accredited with ISO 22000:2018 for Food Safety Management System, BRC, Agricultural and Processed Food Products Export Development Authority (APEDA), Spice Board and with FSSAI license under Food Safety and Standards Act 2006.



Further, we expanded our manufacturing /processing capability by setting-up our Facility 2 where we process peanuts and whole spices, such as coriander seed and cumin seeds. Our Facility 2 is spread over an area of 3.27 acres of freehold land with a constructed area of 7460.54 sq. mtr. Our Facility 2 is equipped with modern plant and machineries, including imported machineries to facilitate efficient production process of cleaning, drying, grading, sorting and packaging. Our Facility 2 have dedicated and earmarked areas where we process spices and peanuts to avoid any cross contamination. The spices and peanuts are processed at our Facility 2 with utmost care and by way of natural process with scientific methods so as to retain the natural properties of the food, with intended shelf life. We also sell agri waste material, such as peanut shells generated during our production process, which makes our Facility 2 a zero waste processing unit. Our Facility 2 is accredited with ISO 9001:2015 for quality management system, ISO 22000:2018 for Food Safety Management System and with FSSAI license under Food Safety and Standards Act 2006.

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Further as a part of our strategy to broaden our product offering across the value chain, we built an agro processing cluster spread over 15.925 acres at Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115 in Kutch, Gujarat under the Pradhan Mantri Kisan SAMPADA Yojana scheme of the Ministry of Food Processing Industries, Government of India comprising of five (5) production units collectively (“**Facility 3**”), one (1) fruit pulp processing unit (“**F&V Unit**”), dry warehouse of 2546.29 sq. mtr. with storage capacity of 3040 MT, cold storage with capacity of 3000 MT and our inhouse testing and research lab (collectively referred as “**Agri-cluster**”) The detail of our units in the Agri-cluster as of May 31, 2025 is as under:

Unit	Manufacture/Process	Products	Capacity	Status
Unit-1 (Manufacturing of Whole Spices and Oilseeds)	Cleaning, Grading, Sorting and Packaging	Mustard, Fennel, Fenugreek, Carom etc.	3 TPH	Operational since January 2022
Unit-2 (Manufacturing of Ground and Blended Spices)	Pulverisation and Blending of Spices	- Ground spices which comprises of various varieties of Chilli Powder, Turmeric Powder, Coriander Powder and Cumin Powder. - Manufacturing of blended spices such as, Garam Masala, Tea Masala, Chhole Masala, Sambhar Masala, Pav Bhaji Masala, Pani Puri Masala, Sabji Masala, Kitchen King Masala, Chicken Masala, Meat Masala, Chatpata Chat Masala, Butter Milk Masala, Chewda Masala, Dry Ginger Powder (Sunth), Black Pepper Powder (Mari), Dry Mango Powder (Aamchur), etc.	2 TPH	Operational since January 2022

Unit	Manufacture/Process	Products	Capacity	Status
Unit-3 (Manufacturing of Wheat Flour)	Cleaning, Grinding and Production	Chakki Atta, Maida, Suji, Rava, Tandoori Atta and Bran	8.5 TPH	Operational since July 2022
Unit-4 (Processing for Peanuts and Blanching)	Cleaning, Shelling, Sorting, Roasting, Blanching and Packaging	Regular Peanuts and Blanched Peanuts	10 TPH	Operational since May 2022
Unit-5 (Processing of Sesame Seed)	Sorting, Grading, Cleaning and Packaging	Sesame	4.5 TPH	Operational since March 2025
F&V Unit	Water Treatment, Sugar Syrup Preparation, Dilution of Pulp, Blending and Homogenization	Mango Pulp	1 TPH	Operational since June 2022
Dry Warehouse	-	-	3040 MT (Storage Capacity)	Operational since June 2022
Cold storage	-	-	3000 MT (Storage Capacity)	Operational since June 2022
Laboratory	-	-	NA	Operational since June 2022

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Layout of Agri-cluster



Our Agri-cluster is spread over an area of 15.925 acres of freehold land at Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat- 370115. Our Facility 3 and F&V Unit, within the Agri-cluster is equipped with modern plant and machineries, including imported machineries to facilitate efficient production process of cleaning, drying, grading, grinding and packaging. Our units within the Facility 3 and F&V Unit have dedicated and segregated factory premises for each and every abovementioned 5 units, where we process whole spices, powder spices, wheat flour, peanuts and sesame to avoid any cross contamination. All spices, wheat flour and other products are processed at our respective factory premises with utmost care and by way of natural process with scientific methods so as to retain the natural properties of the food like color and odor with intended shelf life. We also commercialise the by-product and waste material, i.e., wheat bran and other waste materials generated during our manufacturing process as cattle feed, which makes our Facility 3 and our F&V Unit a zero waste manufacturing unit. Our Agri-cluster is accredited with FSSAI license under Food Safety and Standards Act 2006. Further, our Unit IV of Facility 3 is also accredited with ISO 22000:2018 for Food Safety Management System and Agricultural and Processed Food Products Export Development Authority (APEDA). Furthermore, Unit I and Unit II of Facility 3 is registered with the Spices Board India. As on May 31, 2025, we have 56 permanent employees on the payroll of the Company in our Facility 1, Facility 2 and Agri-cluster, collectively.

We manufacture, process and sell our products under our brands “Indian Chaska”, and “Patel Fresh”. We sell these products in retail and wholesale packs. Retail packs vary from ₹5/- sachet, ₹10/- sachet, 50gms to 10 kgs, including packs of 25 kgs or 30 kgs subject to GST, while wholesale pack would vary from 10 kgs to 50 kgs and is available in HDPE Bags, Jute Bags and PP Bags. Further, we sell mango pulp in tin can of 850 ml to preserve the quality and shelf life. On packaging, we focus both on the design and the quality to make the products look attractive and user friendly for the customer. Further, we also manufacture these products as per the specification of our customers and under their brand name.

Our sale of manufactured and processed products can be broadly categorized as herein below:

Branded sales (Domestic)

In the branded sales, we manufacture and market spices, wheat flour and refined wheat flour, pulses, staples and groceries and mango pulp under our own brands. Spices such as whole spices, grounded spices and blended spices are sold under the ‘Indian Chaska’ brand, whereas wheat flour and refined wheat flour are sold under the ‘Indian Chaska’ and ‘Patel Fresh’ brand while pulses are sold under the ‘Patel Fresh’ brand. We position our ‘Indian Chaska’ brand as a premium product to cater to our quality conscious customers. Presently most of our sales is derived from the state

of Gujarat and Maharashtra.

We have built a network of wholesalers and retail touch points, to whom we sell through our commission agents and also directly through our sales and marketing team. We sell our products across nine (9) states with majority of our sales coming from the state of Maharashtra and Gujarat. As of May 31, 2025 we have a two (2) member sales team to cater to our existing and potential customer. Further, we also sell our branded products to institutional customers in bulk and also through our factory outlets situated in our Facility 3.

We focus on the quality of our products which pass through stringent quality checks across their processing / manufacturing stages. On packaging, we focus both on the design and the quality to make the products look attractive and user friendly for the customer.

Our region wise sales break-up are as under:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Gujarat	7,581.22	9.24%	1,883.77	2.31%	1,060.31	1.04%
Maharashtra	1,178.79	1.44%	1,079.05	1.33%	1,228.66	1.21%
Rest of India	529.15	0.64%	366.32	0.45%	282.81	0.28%
Total	9,289.16	11.32%	3,329.14	4.09%	2,571.79	2.52%

**As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.*

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Our revenue based on our network of sales:

Particulars	Fiscal 2025			Fiscal 2024			Fiscal 2023		
	Network (in nos.)	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Network (in nos.)	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Network (in nos.)	Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Wholesaler	132	9,047.23	11.02%	121	2,889.55	3.55%	89	1,453.66	1.43%
Retail outlets	56	121.22	0.15%	165	414.90	0.51%	291	1,000.53	0.98%
Others (Institutional and factory outlet sales)	NA	120.71	0.15%	NA	24.70	0.03%	NA	117.59	0.12%
Total		9,289.16	11.32%		3,329.14	4.09%		2,571.79	2.52%

Our revenue based on our product categories are detailed as herein below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Staples & Groceries (including pulses)	116.02	0.14%	665.52	0.82%	56.07	0.06%
Whole spices	7,268.42	8.86%	1,743.64	2.14%	1,783.29	1.75%
Grounded / Blended spices	423.20	0.52%	121.89	0.15%	123.71	0.12%
Wheat flour	1,472.34	1.79%	766.34	0.94%	579.21	0.57%
Mango Pulp	9.18	0.01%	31.75	0.04%	29.50	0.03%
Total	9,289.16	11.32%	3,329.14	4.09%	2,571.79	2.52%

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We are constantly striving to expand our line of products and we are always on the lookout for complementary products that will add to our solution bouquet. We would seek product lines which have better scope for value addition and therefore increase our average margins.

Unbranded Sales (Domestic)

Under the unbranded sales category we sell our products such as, peanuts, wheat flour, mango kernels (by-product), pulses, staples and groceries, dry fruits, cumin waste, etc. either as unbranded or under the brand of our customer, as per their specifications. We serve our customers across various industries such as food industry (manufacturers of biscuits and namkeens, snack foods, ready-to-eat, oil industry and food ingredients), cattle feed and others. We sell our product under this category in bulk i.e. majorly in excess of 30 kgs per bag. We also sell to traders and re-packers and the products ultimately gets sold either in their own brands, in bulk or gets consumed by them. This vertical adds value to our business by ensuring higher capacity utilization and improving the overall production efficiency and costs. While we cater to our customers across India for our products such as peanuts, sooji, wheat flour and refined wheat flour, we generate our revenue predominantly from the state of Gujarat. Our revenue based on customer category is as detailed hereunder:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue (₹ in Lakhs)	Revenue as a % of Revenue from Operations	Revenue (₹ in Lakhs)	Revenue as a % of Revenue from Operations	Revenue (₹ in Lakhs)	Revenue as a % of Revenue from Operations
Institutional	2,832.03	3.45%	3,383.10	4.16%	1,309.15	1.29%
Wholesalers	3,857.78	4.70%	3,477.17	4.27%	2,770.11	2.72%
Others	318.41	0.39%	85.90	0.11%	81.48	0.08%
Total	7,008.22	8.54%	6,946.17	8.53%	4,160.74	4.08%

Export sales

We export our products under our own brand (branded export) and also as unbranded or that in the brand of our customer (unbranded export). We majorly export peanuts, both regular and blanch in unbranded form. While we export whole spice, powder spices, pulses, staples and groceries and wheat flour in bulk form to players operating with their own brands and to those who sell these products in unbranded or loose form. We also export whole spices, grounded spices and blended spices under our brand 'Indian Chaska' and wheat flour, pulses, staples and groceries under the brand 'Patel Fresh'. We have exported our manufacturing products to over thirty-five (35) countries during the disclosed financial period. Our ultimate customers in export are traders, re-packers who sell these products either in their own brands, in our brands or gets consumed in bulk form and tier-II stores. Our export revenue from branded export and unbranded export is detailed as herein below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Export Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Export Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Export Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Branded Sales (A)	14,330.72	17.46%	24,255.44	29.79%	18,140.55	17.81%
- Whole spices	3,899.84	4.75%	10,537.37	12.94%	7,685.42	7.55%
- Staples and Groceries(including pulses)	6,749.93	8.22%	9,009.67	11.07%	10,354.54	10.17%
- Grounded/powder spices	1,076.67	1.31%	1,126.91	1.38%	84.05	0.08%
- Wheat flour	2,550.17	3.11%	3,504.98	4.30%	16.54	0.02%
- Mango Pulp	54.11	0.07%	76.52	0.09%	-	-
Unbranded Sales (B)	6,781.79	8.26%	3,952.22	4.85%	6,854.75	6.73%
- Peanuts	5,354.66	6.52%	1,062.44	1.30%	4,290.72	4.21%
- Others	1,427.12	1.74%	2,889.78	3.55%	2,564.03	2.52%
Grand Total (A+B)	21,112.50	25.73%	28,207.66	34.65%	24,995.30	24.54%

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The unbranded export sale adds value to our business by ensuring higher capacity utilization and improving the overall production efficiency and costs.

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Our revenue from export based on the countries to which we export is detailed as herein below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Export Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Export Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Export Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Sri Lanka	5,048.95	6.15%	9,031.20	11.09%	8,575.46	8.42%
China	136.14	0.17%	118.43	0.15%	705.58	0.69%
Saudi Arabia	1,653.38	2.01%	4,155.45	5.10%	2,371.48	2.33%
Mauritius	367.56	0.45%	726.33	0.89%	2,611.69	2.56%
UK	3,936.79	4.80%	6,153.79	7.56%	1,732.82	1.70%
UAE	167.46	0.20%	613.35	0.75%	1,654.41	1.62%
Vietnam	100.28	0.12%	-	-	2,706.16	2.66%
Thailand	397.27	0.48%	693.86	0.85%	442.10	0.43%
Canada	3,323.67	4.05%	3,221.66	3.96%	746.56	0.73%
USA	1,104.76	1.35%	645.10	0.79%	1,227.90	1.21%
Others	4,876.23	5.94%	2,848.48	3.50%	2,221.14	2.18%
Total	21,112.50	25.73%	28,207.66	34.65%	24,995.30	24.54%

**As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.*

In addition to our sales team we have a network of commission agents who helps us in identifying new customers. For the Fiscal 2025, Fiscal 2024 and Fiscal 2023 our commission expense for export sales was ₹ 13.42 Lakhs, ₹ 70.56 Lakhs and ₹ 44.12 Lakhs representing 0.05%, 0.17% and 0.07% of our revenue from export sales (manufacturing & processing), respectively.

Trading

We undertake export and domestic trading of assorted / mix container of food products and non-food products. We trade in these products in mix container, as per our customer's requirements and also in bulk containers. We source the food products and non-food products from reputed third-party brand. Our ultimate customers in export market is tier-II stores and traders and re-packers who sell these products either in their own brands or gets consumed in bulk form while, our domestic customers are largely wholesalers, institution such as, restaurant, hotels, NGOs. We export our products to our customers directly and also through commission agents.

Further, we also engage in trading of agri-products in bulk such as, rice, sugar, pulses, edible oil, etc. in domestic as well as export markets. For instance, we exported Nil MT of sugar during Fiscal 2025, 15,212 MT of sugar during Fiscal 2024 and 76,084 MT of sugar during the Fiscal 2023. We sell these products to wholesalers, institution such as, restaurant, hotels, NGOs and in the export market to wholesalers and dealers, including tier II retailers.

Our revenue from export based on the geography to which we sell is detailed herein below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Trading Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Trading Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Trading Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Domestic (A)	2,079.14	2.53%	1,671.72	2.05%	1,153.70	1.13%
Export (B)	6,238.48	7.60%	12,444.30	15.28%	41,967.28	41.20%
- UAE	8.72	0.01%	1,902.00	2.34%	14,502.22	14.24%
- Sri Lanka	447.64	0.55%	3,915.50	4.81%	8,401.15	8.25%
- UK	808.45	0.99%	1,659.76	2.04%	6,468.82	6.35%
- China	9.41	0.01%	10.15	0.01%	4,001.87	3.93%
- Singapore	-	-	289.58	0.36%	1,843.18	1.81%
- USA	1,134.65	1.38%	995.55	1.22%	1,405.64	1.38%
- Kuwait	30.22	0.04%	144.60	0.18%	1,143.33	1.12%
- Afghanistan	-	-	1,974.58	2.43%	-	-
- Saudi Arabia	794.17	0.97%	566.75	0.70%	126.48	0.12%
- Others	3,005.20	3.66%	985.84	1.21%	4,074.59	4.00%
Grand Total (A+B)	8,317.62	10.13%	14,116.02	17.34%	43,120.98	42.34%

*As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.

Further, our revenue classification based on the product we trade is detailed herein below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Trading Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Trading Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Trading Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Bulk Trading	5,242.45	6.39%	10,947.36	13.45%	39,542.57	38.82%
Reputed third-party Brand	3,075.17	3.75%	3,168.66	3.89%	3,578.42	3.51%
Total	8,317.62	10.13%	14,116.02	17.34%	43,120.98	42.34%

*As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.

Our revenue from trading activity is primarily contributed by our export sales. Our revenue from trading activity was ₹8317.62 Lakhs, ₹14,116.02 Lakhs and ₹ 43,120.98 Lakhs, which constituted 10.13%, 17.34% and 42.34% of our revenue from operations for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

We undertake export of our products directly or through sales and commission agents. We have incurred an expense of ₹11.14 Lakhs, ₹ 94.25 Lakhs and ₹ 249.54 Lakhs towards sales and commission expense for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

Key financials

Our total revenue reduced from ₹1,01,980.36 Lakhs in Fiscal 2023 to ₹82,599.01 Lakhs in Fiscal 2025, primarily on account of reduction in trading sales. However, our EBITDA grew at a Compounded Annual Growth Rate (CAGR) of 20.16% from ₹4,323.96 Lakhs in Fiscal 2023 to ₹6,243.27 Lakhs in Fiscal 2025. Our net profit after tax, as restated, grew at a CAGR of 24.23% from ₹1,637.97 Lakhs in Fiscal 2023 to ₹2,527.81 Lakhs in Fiscal 2025. In Fiscal 2025, Fiscal 2024 and Fiscal 2023, we generated ₹27,350.98 lakhs, ₹40,651.96 lakhs and ₹66,962.58 lakhs, respectively,

from gross export sales (processing *plus* trading sales), representing 33.33%, 49.93% and 65.74%, respectively, of our revenue from operations.

Key Strengths

We believe the following are our key strengths:

Deep knowledge and understanding of optimal product assortment and inventory management using IT systems

Under our retail business, we sell a wide range of goods and merchandise across our product categories i.e. Food, Non-Food (FMCG), general merchandise and apparels. For instance, each of our retail stores offer over 10,000 SKUs. We focus on using our deep knowledge of the clusters and regions in which we operate to customise our product assortment in each store keeping in mind local demands and preferences. We also continuously focus on enhancing the goods and merchandise we carry. We have benefitted from our in-depth understanding of local needs and our ability to respond quickly to changing consumer preferences. This has been achieved in part due to our advanced IT systems. We use our IT systems for procurement, sales and inventory management which enables us to identify and quickly react to changes in customer preferences by adjusting our products available, brands carried, stock levels and pricing in each of our stores and effectively monitor and manage the performance of each of our stores.

We believe that our approach of focusing on our inventory management based on customer preference have enabled us to launch products under our brand in a wide product category. Our revenue from sale of private label goods through our network of supermarkets was at ₹6,287.44 Lakhs, ₹5,671.13 Lakhs and ₹4,924.49 Lakhs which constituted 17.05%, 19.57% and 18.47% of our revenue from retail sales for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

Our IT systems are built with a wide range of data management tools specific to our business needs and support key aspects of our business, including procurement, sales and inventory control on a daily basis. Our IT systems also support our cash management, in-store systems, logistics systems, human resources and other administrative functions. Our IT systems run on ERP applications and are robust and scalable.

Together with our supply chain management systems and our internal controls to minimise product shortage and the occurrence of out-of-stock situations and pilferage, we are able to operate efficiently and productively with minimal disruptions to our day-to-day operations. The combination of our IT system and internal control have helped us to reduce our losses from pilferage from ₹94.73 lakhs in Fiscal 2021 to ₹8.91 lakhs in Fiscal 2025.

Further, our inventory turnover ratio (computed by dividing revenue from retail sales by average inventory of our Retail Business, which is an average of opening inventory and closing inventory of our Retail Business) was 5.18, 6.30 and 7.39, respectively in the Fiscals 2025, 2024 and 2023, respectively.

Steady footprint expansion using a distinct store acquisition strategy and ownership model

Our business has grown steadily in recent years, primarily through expansion of our store network from one store in Fiscal 2008 to 42 stores as of March 31, 2025 across 16 cities/ suburban areas with the Thane and Raigad District in the state of Maharashtra. Key highlights of our expansion in the last three Fiscals are set out below:

Parameters	Fiscal 2025*	Fiscal 2024*	Fiscal 2023*
New stores opened in Fiscal/period***	9	3	4
Cumulative number of Stores	42	33	30**
Retail Business Area at Fiscal/period end (in sq. ft.)	1,74,996	1,37,296	1,22,959
Retail sales per Retail Business Area sq. ft. (in ₹)	21,079	21,102	21,678
Number of bill cuts****	52,15,116	39,73,081	33,73,032

*As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.

** The company has terminated the lease for 2 stores, being their exclusive garment outlets during Fiscal 2023 and sold all the remaining inventories. Till such termination the Company has accounted a revenue of ₹214.18 Lakhs during the Fiscal 2023.

***The resolution for opening new stores in the MMR area was approved by the Board on March 29, 2024 and March 10, 2025.

**** Number of bill cuts represents the total count of sales invoices generated at our stores, specifically for transactions within the retail segment.

We have expanded our footprint using a cluster-based approach. We have strengthened our existing presence in locations where we operate by opening new stores within a radius of a few kilometers of our existing stores. This has ensured the creation of a cluster of stores within a region in which we believe, we have developed a better understanding of local needs and preferences and enabled us to tailor our offering. Such clusters have also led to increased penetration and presence in under-served markets, higher cost efficiency due to economies of scale achieved in our supply chain and inventory management, and greater and concentrated brand visibility due to focused implementation of marketing and advertising initiatives.

Our Presence

We are primarily engaged as a retail supermarket chain operating in tier-III cities and nearby suburban areas, with focus on “value retail”, offering food, non-food (FMCG), general merchandise and apparel catering to the needs of the entire family. Our operations are spread across the suburban area of Thane and Raigad district in Maharashtra.

Further revenue from our stores based on the year of existence for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is as detailed hereunder:

Year since existence of stores**	Fiscal 2025		Fiscal 2024		Fiscal 2023*	
	No. of stores	Revenue (₹ in lakhs)	No. of stores	Revenue (₹ in lakhs)	No. of stores	Revenue (₹ in lakhs)
0 – 5 years	19	10,626.44	13	7,893.50	12	6,930.23
5 – 10 years	9	13,330.63	8	10,814.38	6	9,294.63
10 + years	14	12,929.91	12	10,264.31	12	10,216.62
Total	42	36,886.98	33	28,972.19	30	26,441.48

* Our Company sold all the inventories of the 2 stores, being our exclusive garment outlets and thus terminating the lease for the 2 stores during Fiscal 2023. Till such termination the Company has accounted a revenue of ₹214.18 Lakhs during the Fiscal 2023.

**As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.

In the process of opening new stores, we take various factors into account, including population density, customer and vehicular traffic, customer accessibility, potential growth of the local population and economy, area development potential and future development trends, estimated spending power of the population and local economy and payback period, estimated on the basis of expected sales potential, strategic benefits, proximity and performance of competitors and store site characteristics. We have largely kept the layout and design of our stores consistent and predictable to make shopping with us easier.

Our approach has helped us to consistently increase customer footfalls by attracting new customers and also through repeat customers, which is evidence from our increase in number of bill cuts from 33,73,032 in Fiscal 2023 to 39,73,081 in Fiscal 2024 and 52,15,116 in the Fiscal 2025.

We believe, identifying and determining the location and optimal size of a store is a critical factor in ensuring visibility among the target customers and sustainability of store operations. Our ability to find, manage and operate our stores, through optimal sizing, in suitable locations on high-street areas and main shopping hubs at the low lease rentals per Sq. Ft. has resulted in reduced operational costs. We generally enter into lease and license agreements with average term of 5 years. Further, majority of our rent fees are based on fixed rent basis and payable monthly. We have set internal parameters in relation to property identification including location, rental costs and proximity to the catchment area which has led to establishment of our brand identity amongst our customers.

Parameters*	Fiscal 2025	Fiscal 2024	Fiscal 2023
Lease rental expenses (₹ in Lakhs)	1,070.39	904.02	791.73
Lease rental expenses as a % of retail sales	2.90%	3.12%	2.97%
Average lease rental per month per square feet (in ₹)	50.97	54.87	53.66
Retail Business Area at Fiscal/period end (in sq. ft.)	1,74,996	1,37,296	1,22,959

*As certified by the Statutory Auditor of our Company, Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025

Logistics and distribution network

Our distribution and logistics network comprises one (1) Distribution Centre at Ambernath, Maharashtra for catering to our retail business. Besides, we have our own fleet of 18 trucks, which helps us to transport and deliver our products in a cost and time efficient manner. Further, we also use service of third-party transport service provider for completing our last mile delivery, such as delivery to our customers door step. We believe that our distribution and logistics set up is well networked and allows us to fulfil the store requisition within short time period of generation and receipt of order, which has helped us to optimize in-store availability of merchandise and minimize transportation costs. Our distribution centre situated at Ambernath, Maharashtra, forms the backbone of our supply chain to support our retail store network which is within a radius of 60 kms.

Our strong distribution and logistics network has enabled us to minimise the requirement of a dedicated storage space at every store, and instead undertake periodical replenishment of depleted stock. We believe that due to our adoption of an efficient racking system, we are able to benefit from optimum utilization of the space allocated for display in our stores. This provides us assistance in maintaining a low working capital requirement and less carrying cost.

Under our retail business, our Company procure everyday-use products from reputed brands / manufacturers and provide the same to end consumers through our network of supermarkets. Further, we also sell food and non-food products such as spices, pulses, ghee, papad, ready-to-cook instant mix, home improving products and apparels through our private label brands such as, Indian Chaska, Patel Fresh, Patel Essentials and Blue Nation.

Our Company also markets and sells its manufactured and processed products domestically and also export them to over 35 countries. Our customer base under our manufacturing division is divided into three categories namely, institutional, wholesalers and retailers. Further, under our trading and export division we market and sell products from reputed third-party brands / manufacturers and also undertake bulk export.

A break up of the revenue based on our customer category earned by our Company from our Non- Retail Business during the Fiscal 2025, Fiscal 2024 and Fiscal 2023 have been provided herein below:

(₹ in Lakhs)

Parameters	Fiscal 2025	Fiscal 2024	Fiscal 2023
Domestic (A)	18,376.53	11,947.04	7,886.23
- Wholesaler	14,588.85	7,571.34	4,851.91
- Retail outlets	186.51	484.48	1,072.31
- Others (Institutional & Factory outlet sales)	3,601.17	3,891.22	1,962.01
Export (Processed + Traded Goods)* (B)	27,350.98	40,651.96	66,962.58
Non- Retail Business (A + B)	45,727.50	52,599.00	74,848.82

*gross of discount, claims and provisions

Our Company has engaged number of wholesalers and retailers to ensure easy product availability to our customers, efficient supply chain, focused customer service and short turnaround times. Our sales and marketing team periodically reviews new products, assesses market trends and develops and builds business relations. We believe that our long-standing wholesaler base has good reputation in the market in which they operate. Further, our strong logistic, distribution and wholesaler network has also helped us to reach to over 500 retail stores majorly, across the state of Gujarat and Maharashtra. Further, we also cater to our overseas customers from GCC countries, USA, Europe, Srilanka, China, etc., through our network of traders and re-packers who sell these products either in their own brands or gets consumed in bulk form and also to tier II retailers. Our customers are the first point of contact for us and our sales and marketing teams remain in contact with them to constantly improve our products and bring them in line with the requirements of the end customers. Our sales and marketing team has a focused approach to creating brand awareness by targeting deeper penetration in small cities and towns for marketing of our products. We have deployed our team of sales professionals who seek order directly from a network of retail stores across Gujarat.

Diversified product portfolio

Under our Retail Business, our Company's principle nature of business is to procure everyday use products from reputed brands / manufacturers and provide the same to end consumers through our network of retail stores. Further, we also sell food products such as whole spices, powder spices, wheat flour and refined wheat flour, pulses, mango

pulp, staples and groceries and home improving products under our own brands Indian Chaska, Patel Fresh and Patel Essentials through our network of retail stores and also through wholesalers, retailers both in the domestic and export market. Further, we are also engaged in trading of food and non-food products of reputed third-party brands and also in unbranded bulk quantity. Further, these products are available in different varieties.

Our unique business model enable us to provide diversified product and an ability to deal with a varied customer base. We believe that our ability to identify market trends and develop quality products catering to the Indian consumers are significant factors that have contributed to the growth of our business. Our diversified product portfolio enables us to cater to a wide range of taste preferences and consumer segments. Our ability to continuously upgrade our product range to address shift in customer preferences, just in time inventory availability and changes in demand has helped us to maintain the diversified product portfolio. We have launched packages of various sizes for our products. For example, our powder spices are available in packages of 100 gms to 10 Kg whereas our blended spices will be available in as small as a pouch that is 10-15 grams to 500 grams box packs (consumer packs). We also deal in whole wheat atta (wheat flour), refined flour (maida), tandoori atta and semolina flour (sooji), thereby effectively addressing a large consumer base.

Some of our product portfolio includes:

Product	Mode (manufactured/ processed/ bulk)	Sale (Own-brand / third-party / Traded)	Specification (Packing Size)	Picture
Cumin	Processed	Own Brand / Third Party Brand	• 100 Grams • 250 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	
Coriander	Processed	Own Brand / Third Party Brand	• 100 Grams • 250 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	
Fennel	Processed	Own Brand / Third Party Brand	• 100 Grams • 250 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	

Product	Mode (manufactured/ processed/ bulk)	Sale (Own-brand / third-party / Traded)	Specification (Packing Size)	Picture
Fenugreek	Processed	Own Brand / Third Party Brand	• 100 Grams • 250 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	
Mustard	Processed	Own Brand / Third Party Brand	• 100 Grams • 250 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	
Carom	Processed	Own Brand / Third Party Brand	• 100 Grams • 250 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	
Chilly Powder	Manufactured	Own Brand	• 100 Grams • 200 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	 

Product	Mode (manufactured/ processed/ bulk)	Sale (Own-brand / third-party / Traded)	Specification (Packing Size)	Picture
Blended Spices	Manufactured	Own Brand	• ₹5/- Sachet • ₹10/- Sachet • 50 Grams • 100 Grams • 200 Grams • 500 Grams	
Turmeric Powder	Manufactured	Own Brand	• 100 Grams • 200 Grams • 500 Grams • 1 Kilogram • 5 Kilograms • 10 Kilograms • 30 Kilograms	
Ready-to-cook / Instant mix	Purchase	Own Brand	• 100 Grams	
Papad & Ghee	Purchase	Own Brand	• Ghee 200 Grams, 500 Grams & 1 Kilograms • Papad 250 Grams	

Product	Mode (manufactured/ processed/ bulk)	Sale (Own-brand / third-party / Traded)	Specification (Packing Size)	Picture
Home improving products	Purchase	Own Brand	1 Kilogram	
Mens wear	Purchase	Own Brand	- Small - Medium - Large - Extra Large	
Wheat Flour	Manufactured	Own Brand / Third Party Brand	1 Kilogram 5 Kilograms 10 Kilograms 30 Kilograms	
Peanuts	Processed	Bulk	15 Kilograms 25 Kilograms 50 Kilograms	
Blanched Peanuts	Processed	Bulk	20 Kilograms 25 Kilograms	
Mango Pulp	Manufactured	Own Brand	850 Grams Tin	 

Moreover, our Company also deals in wholesale supply of food grains like- wheat, peanut, sesame seeds, sugar, whole spices like- coriander, cumin, ajwain, methi, mustard, fennel, etc. Our Company's presence in the agro commodity trading segment enables us to identify opportunities and enter into trading from one commodity to another in accordance with change in demand or inconsistency in pricing for any commodity during any season. Our management team continuously monitors and undertakes deep research of the current trends and demand of agricultural produce and commodities in the market and accordingly it easily switches over to the agricultural produce or commodity in demand. For instance, our revenue from trading in agro commodities for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 are as detailed herein below:

Parameters	Fiscal 2025	Fiscal 2024	Fiscal 2023
	(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)
Sugar	12.45	6,391.60	35,113.77
Rice	3,135.06	308.96	3,152.18
Others	1,985.64	4,166.09	1,140.02
Total	5,133.15	10,866.65	39,405.97

**As certified by our Statutory Auditor of our Company- Kanu Doshi, Associates LLP, Chartered Accountants, pursuant to certificate dated June 24, 2025.*

Strategically located Manufacturing Facilities

Our Facility 1, which is situated at Ambernath, in the Thane District of the state of Maharashtra, is strategically located within a radius of 60 kms from our network of retail stores and is also close to the port of export, thus reducing the cost of transportation. Our Facility 1 is capable of undertaking a varied processing steps including, cleaning, grading, sorting and packaging of powder spices, pulses, staples & groceries. From our Facility 1 we primarily cater to our retail stores and also to our export customers. Our export revenue, including export trading sales from Facility 1 for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is ₹ 16,747.62 Lakhs, ₹ 20,726.18 Lakhs and ₹ 53,407.08 Lakhs, respectively.

Our strategically located multi-product manufacturing unit manufactures and process varied products and is situated close to the source of our raw materials and reduces our costs of transportation. Our Facility 2 is situated at Survey No. 145/1, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115 and our Facility 3, which is an Agri-cluster situated at Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115 is within 1 km from our Facility 2.

Our state of art manufacturing units within the Agri-cluster comprises of manufacturing of whole spices & oilseeds (Unit-1), manufacturing of pulverised and blended spices (Unit-2), manufacturing of Chakki atta, maida, suji and atta roller (unit-3), processing & blanching of peanut (Unit-4) and processing of sesame seeds (Unit-5). Our manufacturing units are capable of manufacturing high fibre whole wheat atta, refined flour (Maida), tandoori atta, semolina flour (sooji), ground spices which comprises of various varieties of chilli powder, turmeric powder, coriander powder and coriander cumin powder and blend spices which comprises of garam masala, tea masala, chhole masala, sambhar masala, pav bhaji masala, pani puri masala, sabji masala, kitchen king masala, chatpata chat masala, butter milk masala, chewda masala, dry ginger powder (sunth), black pepper powder (mari), dry mango powder (aamchur) etc, and mango pulp. Our manufacturing unit within the Agri-cluster is equipped with ultra-modern highly automated mill for manufacturing of stoneless high fibre atta, also an automated roller flour mill and modern cryogenic grinding system for improving color, aroma and flavor strength of the spices.

The location of our manufacturing facilities in and around agricultural belts in Gujarat allows cost efficiencies in our procurement and transportation of raw materials, as well as in transportation of our manufactured products (including to ports and delivery locations in domestic market where we have majority presence), enabling us to reduce our operating costs and leverage economies of scale. In addition, our proximity to high cultivation belts, and our resulting control over our procurement process, allows us to ensure traceability from raw material to supplied product, and to carry out appropriate testing of product samples, which also enables us to assure our customers of certain product specifications.

Large scale procurement and storage capabilities

We have an extensive procurement network of over 1500 farmers. Our procurement model and relationships with farmers, aggregators and other vendors, through our continued engagement, enables us to procure adequate supplies of quality agricultural produce at competitive prices. Moreover, the size and geographical coverage of our procurement model enables us to negotiate better terms including bulk discounts, avoid reliance on any limited set of vendors, and implement economies of scale, as well as to stabilize procurement costs in fluctuating demand and supply conditions.

Our top 10 suppliers contribute to ₹12,619.56 lakhs, ₹16,479.99 lakhs and ₹24,948.97 lakhs, representing 15.38%, 20.24% and 24.49% for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, of our revenue from operations. Our top 5 suppliers contributes to 10.53%, 13.14% and 14.45% for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, of our revenue from operations.

To support our fruit pulp unit, we have also equipped our production facilities with ripening chambers for mangoes, where we have facilities for natural ripening, as well as ethylene-induced natural ripening. We believe our manufacturing and storage warehouses adhere to strict standards on food safety and hygiene, operated under process control systems that help maintain a pre-determined temperature for different products, from ambient to chilled and frozen.

Our Agri-cluster have dry warehouse capacities of around 3040 MT spread over 2,546.29 sq. mtr and a cold storage facility of 3,000 MT. This allows us to procure and process large volumes of mangoes, chilli, turmeric wheat, peanuts and other spices at a time, including during off-peak seasons. Further, our Facility 1 also have a storage capacity of around 8,500 MT spread over 64000 sq. ft. and our Facility 2 also have a storage capacity of 11,000 MT spread over 55,000 sq. ft. Further our Company has taken on lease land admeasuring 7.975 acres at Survey No. 733/P34, Village Dudhai, Taluka Anjar, Kutch, Gujarat, for meeting any of its future warehousing and logistics requirements.

Long Standing Relationship with our customers

We have been in the business of manufacturing and wholesale trading and export of wheat flour, spices, peanuts and fruit pulps and concentrates over the years and have successfully developed and supplied quality products to our customers. We believe that our understanding of the Indian taste palate complements our product development capabilities and has allowed us to develop a long-standing relationship with our customers. Our past experience in the supply of our products, ability to meet specific requirements of our customers, reputation for quality of our products and the price competitiveness of our offerings has enabled us to establish and maintain relationships with our customers. Our sales and distribution network is aided by our in-house sales and marketing team, including our broker networks which liaise with our customers on a regular basis for customer inputs, market demands as well as positioning of our products vis-à-vis products of our competitors. Owing to our strong customer relationships we have developed a network of more than 500 wholesalers and retailers as on March 31, 2025. We believe that our existing relationship with our customers represents a competitive advantage in gaining new customers and increasing our business. For instance, top 10 customer from our Non-Retail Business represented 15.67%, 24.07% and 32.21% of our revenue from operations for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

Strong promoter background and an experienced and entrepreneurial management team with a proven track record and a high degree of employee ownership

Our business is consumer-driven. Our strong promoter background and an experienced senior management team have helped us to offer high standards of customer service and a pleasant shopping experience at our stores. Our Promoters, Dhanji Raghavji Patel and Bechar Raghavji Patel, brings to our Company their vision and leadership which we believe has been instrumental in our success. Our Promoter, Chairman and Managing Director Dhanji Raghavji Patel is the guiding force behind the operational and financial decision of our Company.

Our Promoters and senior management have a proven track record and an in-depth understanding of the retail business in India and in the export market. Our experienced senior management team have enabled us to successfully establish a customer-oriented corporate culture, providing a foundation to maintain and enhance our long-term competitiveness. Each function of the business such as finance, production, sales, marketing and human resource management are headed by experienced persons with a relevant experience. We believe that our stable senior management team has

helped us successfully implement our development and operating strategies and provide quality service to our customers over the years.

We also believe that our motivated and well-trained employee strength of 229 as on May 31, 2025 have been an important factor in our success as the quality and efficiency of the service we provide are dependent on them. We have followed transparent management policies and have invested in our employees through regular training programmes to improve skills and service standards, enhance loyalty, reduce attrition rates and increase productivity.

Strong track record of growth and profitability

Our total store count has grown from 30 in Fiscal 2023 to 42 as on March 31, 2025 and is at 43 as of May 31, 2025. As we have expanded our store network from one store in 2007 to 42 stores as of March 31, 2025, we have grown steadily in the recent years by opening 3 new stores in Fiscal 2024, 9 new stores in Fiscal 2025 and 1 new store during the first two month of Fiscal 2026. Our total bill cuts from our retail stores, increased from 33.73 Lakhs in Fiscal 2023 to 39.73 Lakhs in Fiscal 2024 and to 52.15 Lakhs in Fiscal 2025.

While our total revenue reduced from ₹1,01,980.36 Lakhs in Fiscal 2023 to ₹82,599.01 Lakhs in Fiscal 2025, primarily on account of reduction in trading sales we have witnessed an increase in our EBITDA from ₹4,323.96 Lakhs in Fiscal 2023 to ₹6,243.27 Lakhs in Fiscal 2025, growing at a Compounded Annual Growth Rate (CAGR) of 20.16%. Further, our net profit after tax, as restated has grown at a CAGR of 24.23% from ₹1,637.97 Lakhs in Fiscal 2023 to ₹2,527.81 Lakhs in Fiscal 2025.

As of April 5, 2024 Acuite Ratings and Research has reaffirmed its rating of Acuite BBB for long term bank facility and term loan and have provided Acuite A3+ rating for pre/post shipment credit bank guarantee. As of March 31, 2025 our fund-based limit was ₹19,750.03 Lakhs and our non-fund based limit was ₹1,600 Lakhs and our average cost of bank borrowing (including bank charges) was 9.07%.

Key Strategies

We plan to adopt the following strategies to increase our profitability and competitiveness:

Further strengthen our market position by expanding our store network in existing clusters as well as new clusters

We intend to further enhance our position in the retail business in Maharashtra by increasing our market penetration and expanding our store network in the state. As on May 31, 2025, our stores are located across 17 cities / suburbans area within the Thane & Raigad District of Maharashtra. we plan to deepen our store network in the western suburban area of the MMR such as Mira Road, Bhayander, Virar, Vasai and also in the municipal region of Pune, Maharashtra following our cluster-focused expansion strategy. We believe that selection of suitable locations for our stores has been critical to our expansion plans. We aim to enter our target markets to take advantage of the opportunities offered by these under-served regions and actively search for suitable locations. We follow a cluster approach and target densely-populated neighbourhoods and residential areas with a majority of lower-middle, middle and aspiring upper-middle class consumers.

Our total store count grew from 30 stores in Fiscal 2023 to 42 stores as of March 31, 2025 while our Retail Business Area grew from 1,22,489 sq. ft. to 1,74,996 sq. ft. over this period. As on May 31, 2025 we have 43 stores with a retail business area of 1,78,946 sq. ft. With over a decade of experience and successful growth, we believe that we are well-positioned to take advantage of the growth potential and opportunities offered by the state of Maharashtra especially, the tier III cities and the near by suburban areas.

We endeavour to capitalise and strengthen our presence in a particular region by opening new stores within a radius of 60 –100 kms from our existing stores in such region. This ensures that we create a cluster of stores within a region and this strategy provides us the following benefits:

(a) Enhancing brand visibility

Our aim is to set up stores in close vicinity of our existing stores which gives better recognition amongst the population of those districts and therefore, creates a better visibility of the “Patel’s R Mart” brand.

(b) Understanding customer preferences

We believe the demographics of the Indian population and the culture varies every 100–150 kms which leads to varied customer preferences, tastes and physical attributes of individuals. Such deep understanding of the regions helps us to provide the right product to the target customers.

(c) Cost efficient logistics and better SCM

It ensures a cost efficient logistics support is available to our stores, whereby with a limited fleet of transport vehicles we service a large number of stores. Further, this cluster based approach will facilitate inter-store stock movements and allow us the flexibility of maximising benefits from capitalising on factors such as easy stock rotation from our stores, distribution of transportation cost and operational convenience of reporting and supervision.

(d) Better utilization of human resources

A common pool of employees can oversee the operations in the areas thereby improving the employee productivity and reducing the overheads. This will enhance administrative control over multiple stores located in a region by our regional managers.

(e) Effective implementation of marketing activities

A common channel for marketing activity can be effectively used to cover a wider area with minimum cost. For example, a single edition of print media in a region caters to multiple districts where our stores are located thereby reducing the average advertising cost per store

Increasing our penetration with a greater number of stores will enable us to penetrate into new catchment areas and optimize our infrastructure. Further, we plan to expand to other cities across the western and central India organically or inorganically by acquiring controlling stakes or through acquisition. Enhancing our reach to cover additional cities will enable us to reach out to a larger population and become a preferred shopping destination for their daily needs.

The key factor affecting the expansion of our stores is the selection of suitable locations will be local population density, accessibility and proximity to our competitors, population demography and real estate cost and rental rates. We will continue to adopt a methodical approach in evaluating and selecting suitable locations for the establishment of new stores, such as. For further information on our site selection criteria and process, see “***Our Business - Store Operations***” on page 228 of this Second Addendum. In order to optimise our profitability, maintain our operational flexibility and ensure that our stores continue to be located in densely populated neighbourhoods and residential locations, we intend to continue our flexible strategy of owning or leasing our premises according to availability, cost and other considerations.

Enhancing sales volumes by continuing to prioritise customer satisfaction through optimal product assortment and offering value for money using EDLC/EDLP strategy

Our strategy is to provide our customers with a comprehensive range of products at value for money prices and maintain optimal customer service standards. In order to maintain and enhance our competitive position, we will continue to offer our products at everyday low prices achieved through our low procurement, supply, operational and other costs.

We will continue to focus on optimal product assortment in each cluster of our operation keeping in mind the local needs and preferences. We plan to leverage our knowledge of consumer spending patterns and behaviour and rely on the data available to keep abreast of changes in consumption behaviour. We will continue to introduce new products

depending on customer needs at one or several of our stores. We believe a continuous review of our merchandise according to our evolving understanding of customer preferences will help us better cater to our customers' needs, enhance their shopping experience and maximise our sales.

Shopping is considered a family activity in the region where we operate. We endeavour to provide a one stop shopping experience. All our stores are air conditioned and we aim to provide a pleasant ambience and functional store layout. We have installed computerised billing points coupled with convenient payment options including, credit and debit cards, which provide greater flexibility and convenience to our customers. We intend to improve our customers' shopping experience by improving the checkout time and to continue to undertake periodic renovation of our stores.

Further strengthening our procurement network and increasing our share of private labels

We intend to strengthen our sourcing capability by identifying new and more efficient suppliers to reduce costs, increase speed of delivery and reduce lead times, including by identifying large manufacturers. We intend to develop new products and further strengthen our product offering under our private labels, as we have noted that our target customers normally do not shop for products with a pre decided brand in mind, but look for good quality and affordable products thereby providing us an opportunity to develop our private labels. We aim to achieve this by developing new products across categories and developing stronger relationships with our existing and new third-party manufacturers. We believe our private label initiative will offer us a differentiating factor as compared to our competition and at the same time helps us improve margins and strengthen our merchandise mix.

Our Company intends to adopt an integrated product-centric and customer-centric approach in developing our business. Our customer centric strategy aims at acquiring in depth customer preferences and securing customer loyalty. We intend to continuously improve the product mix offered to the customers as well as strive to understand and anticipate the future customer requirements, and cater to such needs.

Continue to launch new products and enhance our customer base

We plan to launch new products to capture consumer trends. We have been evaluating new products in adjacent categories, based on a set of criteria, including our ability to create a differentiated offering, competitive intensity, go-to-market capability, back-end product fitment, category, scale and profitability of the new products. Our potential new products may include varieties of blended spices, increase our ready-to-cook / instant mix range and launch of ready-to-eat range of products, etc. We expect new products to increase our market share and further expand our customer base. We will sell these products across our stores and also through our network of wholesalers, retailers and distributors in the domestic and export market including through online e-commerce platform. For instance, we launched over 20 varieties of blended spices under the brand name "Indian Chaska" during the month of October in Fiscal 2025. As part of the product launch we appointed 25 distributor and stockist and sole selling agent across select cities of Maharashtra, Gujarat and Uttar Pradesh. Our revenue from these products in the Fiscal 2025 is ₹ 170.64 Lakhs

Focus on increasing brand awareness

We will continue to invest in strengthening our brands. In the financial years 2025, 2024 and 2023, our advertising and sales promotion expenses were ₹ 154.71 lakhs, ₹ 55.44 lakhs and ₹ 154.77 lakhs or 0.19%, 0.07% and 0.15% of our revenue from operations, respectively. While we have used traditional means of advertisement such as print media, social media, and banners on autos and transport vehicle to create our brand awareness within the region we operate our supermarkets, going forward we will employ celebrity endorsement, digital advertising and other brand building initiatives in our marketing campaigns to increase our brand awareness. To market our brands, we use:

- ***Product brand advertising.*** As part of the product brand strategy, we will strive to maintain our market share in the existing categories and at the same time also grow the categories that we plan to launch. While we will be strategically pricing our new products, our focus will be to differentiate our products based on the quality, range and taste in order to compete with regional brands and capture market share.

- *Range advertising.* Range advertising will be conceptualized with a focus on highlighting our entire range of kitchen essentials across spices, staples and groceries, ready-to-cook / instant mix, home improving products and apparels.
- *Digital connect.* We will also focus on increasing our digital connect and reach by tying up with influencers and bloggers and drive on e-commerce sales to communicate with the young demographic.

However, we will continue to focus and increase our spend on the traditional advertisement approach to create visibility of our stores in the region where we operate. We believe that our cluster approach in establishing our store network helps us in maximising our value of advertisement and brand expenses.

Expand our market presence to other states of India and increase our distribution reach

Presently most of our Non-Retail Business is derived from the state of Gujarat and Maharashtra. We also sell in other states such as Tamil Nadu, Telangana, Madhya Pradesh, Karnataka, Delhi, Bihar, Andhra Pradesh, Uttar Pradesh and Rajasthan. We continually seek to enhance our addressable market through our network of wholesalers and by creating a network of distributors and dealers across these states. We gradually intend to expand our business operations to other states of the country. To sell products to end consumers, we intend to use modern trade channels, which comprise supermarkets and hyper-markets and general trade channels that include smaller retail stores. We plan to continue our strategy of diversifying and expanding our presence in other states for the growth of our business. Through further diversification of our operations geographically, we hope to hedge against risks of operations in only specific areas and protection from fluctuations resulting from business concentration in limited geographical areas. Appointment of distributors across India to undertake our stocking and distribution enables us to reach our customers faster by reducing transportation time, optimise inventory, and limit trade over-dues.

Our Facilities

Our Distribution Centre

As of May 31, 2025, we had one (1) distribution centre spread over 70,000 sq. fts. which is within a radius of 60 kms from our stores network (with our farthest store being 58 km and our nearest store being 5.4 km from our Facility 1). We believe that our distribution centres have provided us with the following benefits:

- streamline and consolidate certain administrative functions, logistics procedures and human resource requirements from the individual store level into the distribution centre level;
- reduce costs and time by providing centralised procurement for certain products;
- better inventory control with reduced stock shortages in stores due to use of our stock replenishment systems.
- better margins due to efficient supply chain management

Our Processing Facilities

Facility 1

Our Facility 1, which is situated at Ambernath, in the Thane District of the state of Maharashtra, is strategically located within a radius of 60 kms from our network of retail stores and is also close to the port of export, thus reducing the cost of transportation. Our Facility 1 is capable of undertaking a varied processing steps including, cleaning, grading, sorting and packaging of powder spices, pulses, staples and groceries which we sell under our brand Patel Fresh, Indian Chaska and also under the brand of our customers. From our Facility 1 we primarily cater to our retail stores, domestic customers and also to our export customers. Our Facility 1 is spread over an area of approximately 81,500 sq. fts., and employed 29 permanent employees as on May 31, 2025, including machine operators, supervisory, quality control and maintenance staff. In addition, we selectively hire contract workers based on production requirements, from time to time. All of the machinery at the facility is owned by us and power for the facility is sourced from Maharashtra State Electricity Distribution Company Limited at rates set by them. Our revenue from sale of processed goods from Facility 1 under our own brand and also under third party brand of our customer for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is ₹13,581.27 Lakhs, ₹13,234.75 Lakhs and ₹13,502.76 Lakhs, respectively. Of the above, our

export revenue from Facility 1 for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 is ₹12,034.34 Lakhs, ₹12,030.35 Lakhs and ₹12,918.57 Lakhs, respectively.



Facility 1 Process Areas

Facility 2 and Agri-cluster

Our strategically located multi-product facilities manufactures and process varied products and is situated close to the source of our raw materials and reduces our costs of transportation. For instance, 51.10% of our purchase for Facility 2 and Agri-cluster is within the state of Gujarat for the Fiscal 2025. Our Facility 2 is situated at Survey No. 145/1, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat – 370115. In our Facility 2 we process whole spices such as, coriander seeds, cumin seeds and processing of peanuts. Our Facility 3, is part of our Agri-cluster developed under the Pradhan Mantri Kisan SAMPADA Yojana scheme of the Ministry of Food Processing Industries, Government of India (“**Facility 3**”) and is situated at Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115 and is within 1 km from our Facility 2. In our Agri-cluster we have five distinct units and a fruit pulp processing unit, dry warehouse and cold storage.

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Whole Spices



Cryogenic Plant



Cold Storage



F&V Pulp



Blended Spices



F&V Pulp



Whole Spices



Dry Warehouse

Facility 2 & 3 Process

AT 025



Peanut / Blanched Peanut



Peanut / Blanched Peanut



Powder Spices



Flour Mill



Sesame



Flour Mill



Peanut / Blanched Peanut



Lab

Facility 2 & 3 Process Areas

At our Facility 2 and Agri-cluster, we manufacture a diverse range of products primarily in six categories:

- a) Whole Spices – In our Facility 2 and Unit 1 of Facility 3 we process whole spices such as, cumin, coriander, fennel, fenugreek, mustard, and carom. We sell these products under our brand Patel Fresh and Indian Chaska and also under the third-party brand of our customer both in the domestic market and also in the export market. We sell spices in Consumer Packs and also in bulks of 30 kgs and in excess.
- b) Powder Spices and Blended Spices – We manufacture and process a varieties of chilli powder and turmeric powder at our Unit 2 of Facility 3. We sell these products under our brand Indian Chaska and also under the third-party brand of our customer both in the domestic market and also in the export market. We sell powder spices in Consumer Packs and also in bulks of 30 kgs and in excess. We also expanded our offerings by introducing blended spices which comprises of garam masala, tea masala, chhole masala, sambhar masala, pav bhaji masala, pani puri masala, sabji masala, kitchen king masala, chat masala, jaljira powder masala, black pepper powder (mari), dry mango powder (aamchur), etc.
- c) Wheat flour - We manufacture high fibre Whole Wheat Atta (Wheat Flour), Refined Flour (Maida), Tandoori Atta and Semolina flour (Sooji) and wheat bran (bhoosa) at our Unit 3 of Facility 3. We sell wheat flour in domestic and export market and also supplies refined flour, semolina flour as per the specifications of our institutional and other customers. We sell these products under our brand ‘Indian Chaska’ and ‘Patel Fresh’. We sell wheat flour products and its variants in packs of 1 kg, 5 kgs, 10 kgs and also in bulks of 30 kgs and in excess.
- d) Peanut – we manufacture peanuts at our Facility 2 and at our Unit IV of Facility 3. We also manufacture blanch peanuts at our Unit IV of our Facility 3. We manufacture peanuts for FMCG companies, food processing company and to buyers who use our products to manufacture finished products such as peanut butter. We export peanuts to our customers spread across 10 countries as of March 31, 2025.
- e) Sesame seeds: We will process raw sesame into natural / unhulled sesame by sorting, grading, cleaning, sortex, packing and further processing the natural sesame into hulled sesame by washing, heating, drying and packing.
- f) Mango pulps: At our pulps processing unit, we process natural kesar mango into pulp and concentrate. we believe that our kesar mango pulp is loaded with all the natural vitamins present in fresh kesar mango along with its mouth-watering sweet taste. We export our mango pulp in tin box under our own brand “Indian Chaska” and also that of the brand of our customers.

As of the date of this Second Addendum, we own and operate two production units in Gujarat and a processing unit in Ambernath, Maharashtra. The table below shows certain information regarding the product categories manufactured at our Manufacturing Facilities as of the date of this Second Addendum:

Products	Facility 1	Facility 2	Facility 3					
			Unit 1	Unit 2	Unit 3	Unit 4	Unit 5	F&V Unit
Pulses	✓	-	-	-	-	-	-	-
Cumin	✓	✓	-	-	-	-	-	-
Coriander	✓	✓	-	-	-	-	-	-
Peanut	-	✓	-	-	-	✓	-	-
Fennel	✓	-	✓	-	-	-	-	-
Fenugreek	✓	-	✓	-	-	-	-	-
Mustard	✓	-	✓	-	-	-	-	-
Chilli Powder	-	-	-	✓	-	-	-	-
Turmeric Powder	-	-	-	✓	-	-	-	-
Blended Spices	-	-	-	✓	-	-	-	-
Chilli Flakes	-	-	-	✓	-	-	-	-
Blanched Peanut	-	-	-	-	-	✓	-	-
Chakki Atta	-	-	-	-	✓	-	-	-
Maida	-	-	-	-	✓	-	-	-
Soji (Semolina)	-	-	-	-	✓	-	-	-
Rava	-	-	-	-	✓	-	-	-
Tandoori Atta	-	-	-	-	✓	-	-	-
Bhusa (Cattle Feed)	-	-	-	-	✓	-	-	-
Mango Pulp	-	-	-	-	-	-	-	✓
Natural Sesame	-	-	-	-	-	-	✓	-
Hulled Sesame	-	-	-	-	-	-	✓	-

As certified V N Talithaya, Chartered Engineers vide their certificate dated June 10, 2025.

Our state of art manufacturing units within the Agri-cluster comprises of manufacturing of whole spices and oilseeds (Unit I), manufacturing of pulverised and blended spices (Unit II), manufacturing of chakki atta, maida, sooji and atta roller (Unit III), processing and blanching of peanut (Unit IV) and processing of sesame seeds (Unit V). Our manufacturing units are capable of manufacturing high fibre whole wheat atta, refined flour (maida), tandoori atta, semolina flour (sooji), grounded spices which comprises of various varieties of chilli powder, turmeric powder, coriander powder and coriander cumin powder and blend spices which comprises of garam masala, tea masala, chhole masala, sambhar masala, pav bhaji masala, pani puri masala, sabji masala, kitchen king masala, chat masala,, black pepper powder (mari), dry mango powder (aamchur) etc, and mango pulp. Our manufacturing unit within the Agri-cluster is equipped with ultra-modern highly automated mill for manufacturing of stoneless high fibre atta, also an

ultra-modern highly automated roller flour mill and modern cryogenic grinding system for improving color, aroma and flavor strength of the spices.

Installed Capacity and Capacity Utilization

The table below sets out the details of our installed capacity, and our total production and capacity utilization in our Facility 1, Facility 2, Facility 3 and F&V Unit for the Fiscal 2025, Fiscal 2024 and Fiscal 2023:

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Name of the unit	Capacity Metric Tons Per Annum (300 Days) ^(e)	Fiscal 2025			For Fiscal 2024			For Fiscal 2023		
		Installed Capacity (TPA)	Utilized Capacity (TPA)	Utilized Capacity (%)	Installed Capacity (TPA)	Utilized Capacity (TPA)	Utilized Capacity (%)	Installed Capacity (TPA)	Utilized Capacity (TPA)	Utilized Capacity (%)
Facility 1	14,400.00	14,400.00	8,484.04	58.92%	14,400.00	6,725.25	46.70%	14,400.00	6,512.56	45.23%
Facility 2	43,200.00	43,200.00	4,532.17	10.49%	43,200.00	3,526.69	8.16%	43,200.00	3,684.00	8.53%
Facility 3 - Unit I	7,200.00	7,200.00	975.07	13.54%	7,200.00	1,868.68	25.95%	7,200.00	2,098.00	29.14%
Facility 3 - Unit II	4,800.00	4,800.00	751.73	15.66%	4,800.00	618.43	12.88%	4,800.00	144.00	3.00%
Facility 3 - Unit III ^(a)	40,800.00	40,800.00	24,380.93	59.76%	40,800.00	28,019.76	68.68%	30,600.00*	10,287.00	33.62%
Facility 3 - Unit IV ^(b)	24,000.00	24,000.00	3,373.12	14.05%	24,000.00	2,426.21	10.11%	22,000.00 *	6,138.00	27.90%
Facility 3 - Unit V ^(c)	10,800.00	540.00*	-	-				-	-	-
Facility 3 - Fruit Pulp Processing Unit ^(d)	2,400.00	2,400.00	105.99	4.42%	2,400.00	99.24	4.13%	2,000.00*	56.00	2.80%

- Installed capacity is not annualised

As certified by V N Talithaya, Chartered Engineer vide their certificate dated June 10, 2025.

Notes:

(a) For Fiscal 2023, installed capacity in Unit III of Facility 3 is based on 9 months period

(b) For Fiscal 2023, installed capacity in Unit IV of Facility 3 is based on 11 months period

(c) For Fiscal 2023, installed capacity in Unit V of Facility 3 is considered as NIL pending commencement of production and For Fiscal 2025 installed capacity in Unit 5 of Facility 3 is based on 15 days period.

(d) For Fiscal 2023, installed capacity of F&V Unit is based on 10 months period

(e) Installed capacity is based on 2 shifts of 8 hours each for a period of 300 days for Facility 2 & Unit 3 of Facility 3. For all the other units and facilities installed capacity is based on 1 shift of 8 hours each for a period of 300 days.

We adopt stringent quality control measures for our products. Given the high level of automation at our plants, we can produce the desired quality consistently.

Apart from the requisite FSSAI and other Government certifications, we have also obtained BRCGS certification for our Facility 1 and Facility 3, at Ambernath, Maharashtra and Dudhai, Gujarat, respectively and are in the process of obtaining the same for our Facility 2.

The following table sets forth the performance of our product segments in the last three Fiscals, i.e., Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Product Segment	Retail				Non-Retail		
	Food	FMCG (Non-Foods)	Good Merchandising & Apparels	Retail Total	Manufacturing & Processing	Trading	Non-Retail Total
Fiscal 2025 (₹ in lakhs)	26,943.37	9,041.39	902.22	36,886.98	36,117.33	8,317.62	44,434.95
% of our revenue from operations	32.83%	11.02%	1.10%	44.95%	44.01%	10.13%	54.14%
Fiscal 2024 (₹ in lakhs)	21,384.99	5,553.92	2,033.28	28,972.19	38,482.98	14,116.02	52,599.00
% of our revenue from operations	26.27%	6.82%	2.50%	35.59%	47.27%	17.34%	64.61%
Fiscal 2023 (₹ in lakhs)	19,630.03	5,041.37	1,984.26	26,655.66	31,727.83	43,120.98	74,848.81
% of our revenue from operations	19.27%	4.95%	1.95%	26.17%	31.15%	42.34%	73.49%

*As certified by our Statutory Auditor- Kanu Doshi Associates LLP, pursuant to their certificate dated June 24, 2025.

Our Manufacturing Processes

We adhere to a strict system of quality control over our manufacturing operations. Our manufacturing processes are subject to certain regulations. For details, please see the section titled “**Key Regulations and Policies in India**” at page of 336 of the Draft Red Herring Prospectus.

Whole Spices:



Raw material received: Raw materials such as cumin, coriander, fennel, fenugreek, mustard, carom, etc. are sourced from farmers and other various sources, upon arrival, the quality and quantity of the raw materials are inspected. Materials are accepted only if they meet the predetermined quality standards and rejected materials are returned to the supplier.

Drying: Depending on the type of spice, the raw materials may undergo a drying process of removing excess moisture by keeping them under sunlight. Process of drying is carefully controlled to maintain the quality and flavor of the spices.

Raw Material Store: Raw materials are stored in designated storage areas with controlled environmental conditions to prevent contamination and maintain freshness. FIFO (First-in-First-Out) inventory management is followed to maintain freshness and quality.

Pre-Cleaning: Raw materials undergo a pre-cleaning process to remove any impurities, dirt, or foreign particles. This step ensures that the spices are free from contaminants before entering the main processing line.

Destoner: The pre-cleaned spices are passed through a destoner to remove stones and other heavy impurities. This step is crucial for ensuring the safety and quality of the final product.

Gravity Separation: The destoned spices are subjected to gravity separation to separate them based on their density. Lighter and heavier particles are separated, ensuring a more uniform product.

Sortex: Sortex machines sort the spices based on size, shape, and other quality parameters, ensuring uniformity and consistency in the final product.

Metal Detection: After sorting, the spices pass through a metal detection section to identify and eliminate any metal contaminants. This step is crucial for food safety and compliance with industry regulations.

FG Storage (Silo): The processed and quality-assured spices (FG) are stored in silos to maintain their freshness and quality.

Packaging: Packaging is done in based on customer requirements and in accordance with industry standards, ensuring proper sealing and labeling.

Finished Goods Store: The packaged products are moved to the finished goods area for dispatch. Quality checks are performed to ensure that the products meet the specified standards before dispatching.

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Ground / Powder Spices:

Chilly Powder



Turmeric Powder



Coriander Powder



Blended Spices



Chilly Flakes



Raw Material Received: The foundation of our spice manufacturing begins with the careful selection and sourcing of raw materials. Chillies, turmeric, coriander, and various other spices are meticulously procured from different regions of the country, emphasizing both quality and variety. This stringent sourcing approach sets the stage for a premium product.

Quality Checks: Upon arrival at the factory, all raw materials undergo rigorous quality checks to ascertain compliance with our stringent standards. This step ensures that only the finest and purest ingredients proceed to the subsequent stages of the manufacturing process.

Sun Drying: Certain spices, such as chillies, undergo natural sun drying to reduce moisture content and preserve their distinctive flavor and color. This traditional yet effective method adds an extra layer of authenticity to our products.

Cleaning and Stem Removal: Thorough cleaning is imperative to eliminate impurities like dirt and debris. Stem removal from chillies is a critical process, preventing any adverse effects on the final product's quality and texture.

Grinding 1: The cleaned and dried spices progress to the first stage grinding unit. Here, coarse grinding breaks them down into smaller particles, laying the foundation for subsequent refining.

Cryogenic Chamber (Chilli Powder): Incorporating cutting-edge technology, the chilli powder undergoes cryogenic grinding in a specialized chamber. Liquid nitrogen is utilized to subject the chillies to extremely low temperatures, preserving flavor, aroma, and color while maintaining the quality standards.

Grinding 2: Most powdered spices proceed to the second stage grinding unit, where they are finely ground to achieve the desired texture and consistency. This stage ensures a uniform and superior product.

Vibro Separation and Metal Detection: The ground powder undergoes further refinement through a vibro separator, removing any residual impurities or particles. To guarantee product safety and quality, a metal detector is employed to identify and eliminate any metal contaminants, upholding the integrity of our products.

Blending: Spice blending is the process of combining different spices in specific proportions to create a blend or mixture that enhances the flavor of a dish. This can involve dry blending of ground spices or creating a paste by blending fresh or dried ingredients. The goal is to achieve a harmonious and balanced flavor profile that complements the overall dish. Blending spices allows for customization and the creation of unique combinations for various cuisines and recipes.

Sieving: This process involves passing the chili mixture through a sieve or mesh to remove undesirable particles or impurities. This helps achieve a smoother and more consistent texture in the final product. The sieving process ensures that only the desired chili particles and ingredients pass through, while unwanted components such as seeds, skin, or larger particles are separated and discarded. This results in a high-quality and homogeneous pizza chili product that meets the desired standards of texture and flavor.

Packaging: Once the finished goods have undergone all necessary processing stages and quality checks, they are meticulously packed into appropriate packaging materials. This phase prioritizes proper sealing and labeling, ensuring the freshness and authenticity of our products.

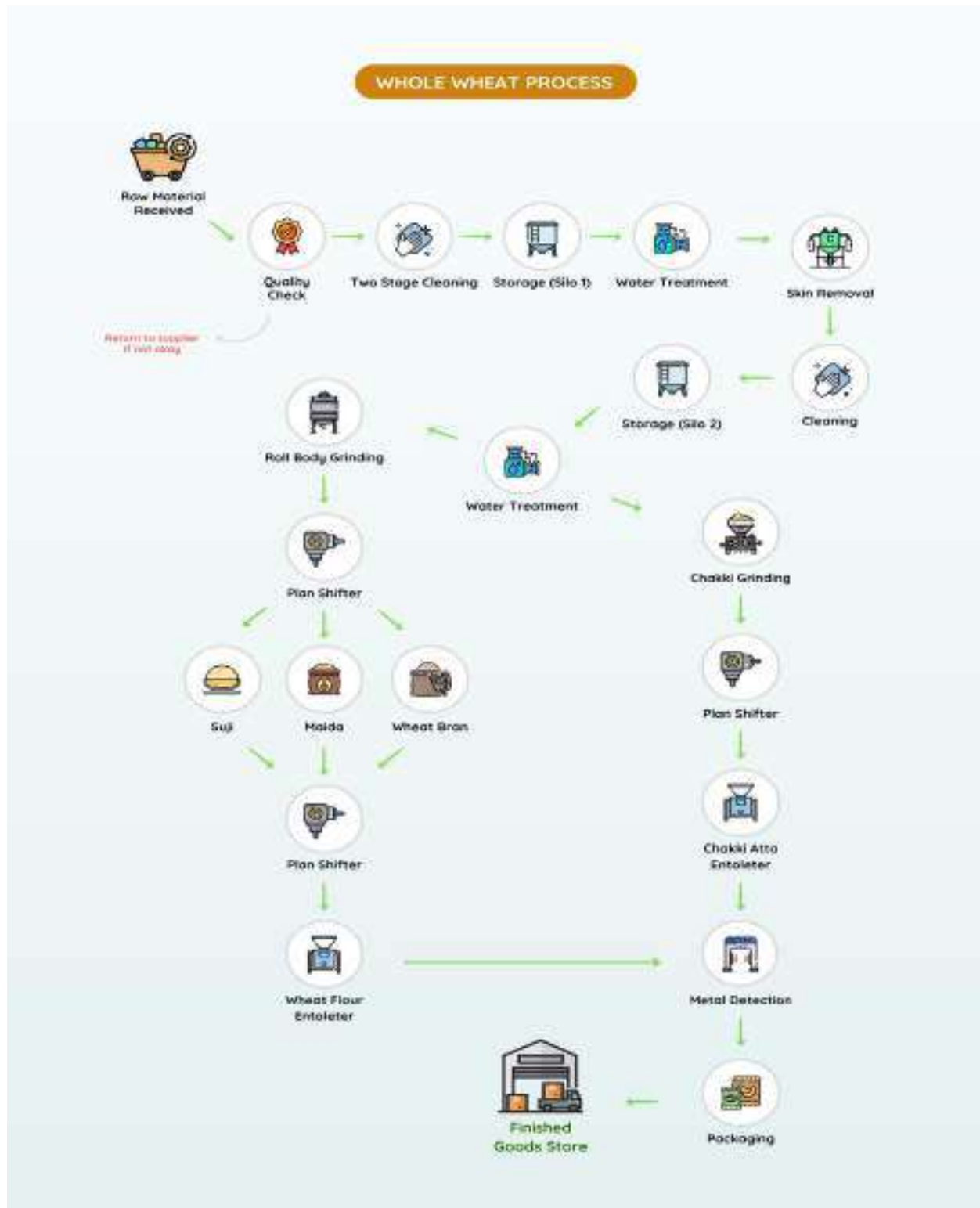
Finished Goods store: The packaged powdered spices are then transferred to the finished goods area or dispatch area. This serves as the final stage where our products await distribution to retailers or customers.

Wheat flour

Our Company is engaged in the business of manufacturing high fibre Whole Wheat Atta, Refined Flour, Tandoori Atta and Semolina flour. We use wheat grain as the primary raw material for manufacturing all of our products. We procure wheat grain from Gujarat, Maharashtra, Uttar Pradesh, Bihar, Rajasthan, Madhya Pradesh and from Food Corporation of India, from traders and institutional suppliers.

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Production process Whole Wheat



Raw Material Received: The process begins with the procurement of wheat grains from various sources. The quality of wheat is crucial as it directly impacts the quality of the final products.

Quality Check: Once the wheat grains are procured, they undergo a rigorous quality check to ensure that only quality grains are used for milling. This involves assessing factors such as moisture content, foreign particles, and overall grain quality.

Two-Stage Cleaning: The wheat grains then undergo a two-stage cleaning process to remove impurities such as dust, dirt, stones, and other foreign particles. The first stage of cleaning helps in removing larger impurities, while the second stage ensures finer cleaning to eliminate smaller particles.

Storage Silo 1: After cleaning, the wheat grains are transferred to Silo 1, which serves as a storage unit for the cleaned grains. Silo 1 helps in maintaining proper inventory management and ensures a continuous supply of wheat to the milling process.

Water Treatment: The next step involves subjecting the wheat grains to water treatment, which helps in softening the grains and preparing them for the milling process. Water treatment ensures that the grains are easier to process and helps in achieving the desired texture and consistency in the final products.

Skin Removal: In this step, the outer layer or skin of the wheat grains is removed to expose the inner endosperm, which is rich in nutrients and is the primary component used in flour milling.

Cleaning: Following the skin removal process, the grains undergo another round of pre-cleaning to further eliminate any remaining impurities and ensure that only clean grains proceed to the milling stage.

Storage Silo 2: The cleaned and pre-treated wheat grains are then transferred to Silo 2, which serves as another storage unit before the milling process. Silo 2 helps in maintaining a continuous flow of grains to the milling machinery.

Grinding: The heart of the milling process involves grinding the wheat grains to produce various types of flour. The grains are passed through grinding rollers, which crush and grind them into fine particles. Different settings and configurations are used to produce specific products such as suji, maida, wheat bran, chakki atta, etc.

Plan Shifter: Once the grains are ground, the resulting flour and meal undergo segregation and classification through a plan shifter. This helps in separating the different grades and types of flour and ensures uniformity in the final products.

Entoleter: The entoleter is a very high RPM machine which sanitizes the flour by destroying the insects before packing thereby increasing the shelf life of the flour.

Metal Detection: In this step, any metal particles or impurities that may have been introduced during the milling process are removed using a metal separator. This helps in maintaining the purity and safety of the final products.

Packaging: The final products are then packed into appropriate packaging materials, ensuring proper labeling and sealing to maintain freshness and quality.

Finish Good Store: The packed products are stored in the finish goods area before being shipped out to customers or distributors.

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The flowchart illustrates the process of converting raw peanuts into finished goods, starting with 'Raw Material Received' and ending at the 'Finished Goods Store'. The process includes several stages: Quality Check, Cleaning, Water Treatment, Storage, Shell Removal, Grading, Destoner, Size Creation, Splitting, Blanching, Roasting, and Packaging. A feedback loop is shown for 'Return to supplier if not okay'.

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graph TD
    A[Raw Material Received] --> B[Quality Check]
    B --> C[Cleaning]
    C --> D[Water Treatment]
    D --> E[Storage]
    E --> F[Shell Removal]
    F --> G[Grading]
    G --> H[Cleaning]
    H --> I[Grading]
    I --> J[Destoner]
    J --> K[Size Creation]
    K --> L[Storage]
    L --> M[Grading]
    M --> N[Metal Detection]
    N --> O[Packaging]
    O --> P[Finished Goods Store]
    F --> Q[Peanut]
    Q --> R[Grading]
    R --> S[Cleaning]
    S --> T[Grading]
    T --> U[Destoner]
    U --> V[Roasting Chamber]
    V --> W[Blancher Skin Remover]
    W --> X[Splitting]
    X --> Y[Sorting]
    Y --> O
    X --> Z[Whole Peanut]
    Z --> O
    B -- "Return to supplier if not okay" --> A
  
```

Raw Material Received: This is the initial stage where raw groundnuts are procured from suppliers or farms. It is crucial to ensure that the groundnuts meet quality standards and are free from any contaminants.

Quality Check: Groundnuts undergo thorough quality checks to ensure they meet the required standards for processing. Quality parameters typically include size, moisture content, appearance, and absence of foreign materials.

Cleaning: In this stage, the groundnuts are subjected to pre-cleaning to remove any large debris, stones, or foreign objects that may have been picked up during harvesting or transportation.

Water Treatment: Groundnuts may undergo water treatment to remove impurities and dirt adhering to their surface. This step helps improve hygiene and prepares the groundnuts for further processing.

Storage Silo: Groundnuts are stored in silos temporarily to maintain their quality and prevent spoilage before further processing.

Removal of Shell: The decanter process involves the removal of the outer shell or hull from the groundnuts. This can be achieved using various mechanical methods or machinery designed specifically for shell removal.

Grading: After shell removal, peanuts are graded based on size, color, and other quality attributes. This ensures consistency and uniformity in the final product.

Cleaning: Peanuts undergo another round of cleaning to remove any remaining shell fragments, dust, or impurities.

Destoner: The peanuts are passed through a destoner to remove stones and other heavy impurities. This step is crucial for ensuring the safety and quality of the final product.

Size Creation: Peanuts are sorted according to their size to meet specific product requirements or customer preferences. This grading process helps segregate peanuts into different categories based on their size.

Sorting: Sortex machines are used to further sort peanuts based on color, defects, and foreign materials. This ensures that only high-quality peanuts proceed to the next stage of processing.

Metal Detection: Peanuts pass through metal detectors to ensure there are no metal contaminants present.

Roasting: Raw peanuts are roasted to enhance flavor, aroma, and texture. Roasting also helps in removing excess moisture and enhancing the overall quality of the peanuts.

Blancher (Skin Removal): The blanching process involves briefly immersing the peanuts in hot water to loosen the skins. After blanching, the skin is easily removed through mechanical means or air blowers. A blanching process removes the skin from the peanuts.

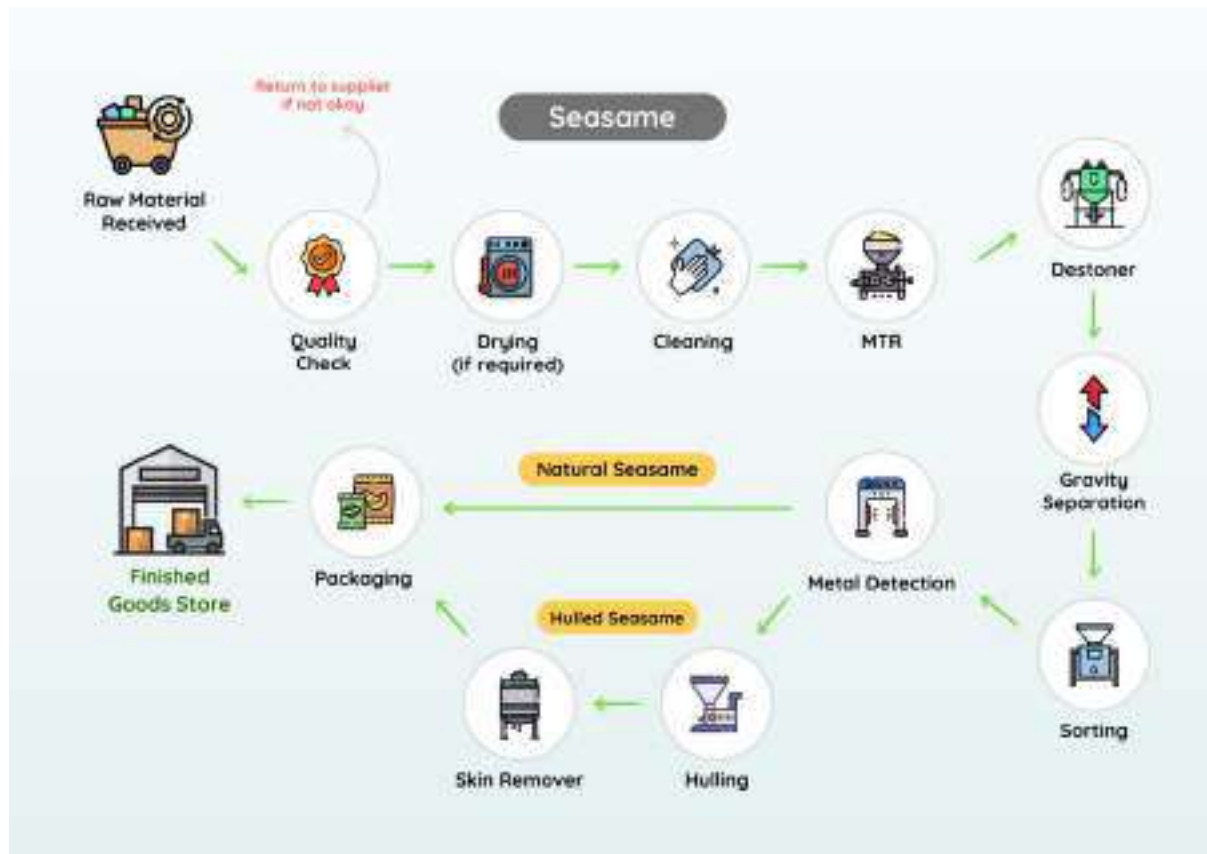
Split Peanut: Splitting machines are used to split the peanuts into halves or quarters, depending on the desired end product.

Split Pin (Vibro): This stage involves using vibrating screens or equipment to separate split peanuts from any remaining skin fragments or impurities.

Packaging: Finally, the sorted and processed peanuts are packed into suitable packaging materials, ready for distribution and consumption.

Finished Goods Store: The packed products are stored in the finish goods area before being shipped out to customers or distributors.

Sesame



Raw Material Received: The process begins with the procurement of sesame seeds from various sources. These sources can include local farmers, wholesalers depending on the scale of the operation and the quality requirements of the manufacturer.

Quality check: Once the sesame seeds are obtained, they undergo a thorough quality check to ensure that they meet the standards set by us. This involves inspecting the seeds for any signs of contamination, such as mold, debris, or foreign particles, as well as checking for the desired moisture content and color.

Cleaning: After the quality check, the sesame seeds are pre-cleaned to remove any impurities or foreign matter that may be present. This process typically involves passing the seeds through a series of sieves, screens, or air classifiers to separate out any unwanted materials.

MTR (Magnetic Treatment and Removal): In this step, any magnetic impurities such as iron or steel particles are removed from the sesame seeds using magnets or magnetic separators. This helps ensure the purity and safety of the final product.

Destoner: The sesame seeds are then subjected to a destoning process to remove any stones, pebbles, or other heavier impurities that may have remained after pre-cleaning. This is usually done using gravity-based equipment that separates the seeds from the heavier materials.

Gravity separation: In this step, the sesame seeds are further separated based on their density using gravity-based separators. This helps to remove any remaining lighter impurities such as dust, husks, or immature seeds.

Sorting: The sorted sesame seeds are then passed through a sorting machine, typically a sortex machine, which uses advanced optical technology to detect and remove any defective seeds based on color, size, shape, and other parameters. This ensures that only high-quality seeds are used in the final product.

Metal detection: After sorting, the sesame seeds undergo metal detection to ensure that no metallic contaminants are present. This is particularly important in food processing to prevent any potential hazards to consumer health.

Hulling: Hulling involves removing the outer husk or hull from the sesame seeds. This process can be achieved through mechanical means, such as hulling machines, which peel away the outer layer, leaving the edible seed.

Skin Remover: Some sesame seeds may retain a thin layer of skin even after hulling. A skin removal process is employed to eliminate this remaining layer, improving the appearance and quality of the seeds.

Packaging: Finally, the sorted and quality-checked sesame seeds are packaged into various packaging formats depending on the requirements of the customers and market demand. The packaging is done using automated machinery to maintain hygiene and ensure the freshness and integrity of the product until it reaches the consumer.

Finished Goods Store: The packed products are stored in the finish goods area before being shipped out to customers or distributors.

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Mango Pulp

We process natural kesar mango into pulp and concentrate at our F&V Unit. We believe that our fresh kesar mango pulp is loaded with all the natural vitamins present in fresh kesar mango along with its mouth-watering sweet taste. We export our mango pulp in tin box.



Raw Material Received: This involves obtaining fresh Mangoes from farms or suppliers. The mangoes should be of high quality and suitable for processing into pulp and concentrate.

Quality Check: Before processing, the mangoes undergo a quality check to ensure that only quality fruits are used for making the pulp and concentrate. This step involves sorting out damaged or low-quality mangoes.

Ripening: Ripening is the process of allowing the mangoes to ripen fully. This is important as ripe mangoes yield better flavor and pulp consistency.

Infeed Conveyor: Mangoes are loaded onto an infeed conveyor belt, which transports them to the next stage of the process.

Fruit Washer: The mangoes are washed thoroughly to remove any dirt, debris, or pesticides present on the surface.

Inspection Conveyor: After washing, the mangoes pass through an inspection conveyor where they are visually inspected for any remaining impurities or defects. The top part including the stem is cut manually on the conveyor belt.

Screw Elevator: This is a mechanical device that lifts the mangoes to the next stage of processing.

Destoner: The destoner removes the mango seed and the skin from the mango. This is essential as the seeds are not used in the pulp and concentrate.

Collection Tank with Transfer Pump: Once destoned, the mango pulp is collected in a tank equipped with a transfer pump, which moves the pulp to the next processing stage.

Two Stage Pulper: The pulping process extracts the pulp from the mangoes. The two-stage pulper ensures efficient extraction of pulp.

Blending Tank with Pump: In this tank, the mango pulp may undergo blending to achieve a consistent texture and taste.

RSSP Pasteurization: RSSP stands for "Rapid Steam Sterilization Process." This is a pasteurization method that helps to extend the shelf life of the mango pulp by quickly heating it to a high temperature and then rapidly cooling it down.

Insulated Storage Tank: The pasteurized mango pulp is stored in insulated tanks to maintain its freshness and quality before packaging.

Rotary Can Filler: The mango pulp is filled into tin cans using a rotary filling machine. This ensures accurate filling and minimizes spillage.

Can Exhauster: This equipment removes any excess air from the cans before they are sealed. Removing air helps to prolong the shelf life of the mango pulp.

24DS Seamer: The cans are sealed using a 24DS seamer, which ensures that they are tightly sealed to prevent spoilage.

Can Cooling Tank: After sealing, the cans are cooled down to room temperature before labeling and packaging.

Finished Goods Store: The cooled cans are kept in the finished goods storage area for dispatch.

Machine Details

Sr. No.	List of Machineries	Make	Nos	Purpose
A	Facility 1			
	Processing Plant (Includes Drume Sieve, Pre Cleaner, Cyclone with Air Locks, Vibro Separator, Destoner, Graders, Shifters, Elevator Sets, MP Fan, Splitters)	Vishwakarma Enterprises	1 Set	Cleaning, Grading, Sorting, Processing of Pulses, Staples & Groceries

Sr. No.	List of Machineries	Make	Nos	Purpose
B	Facility 2			
	Whole Spices Seeds Processing Plant: (Includes MTR, Expression Channel, Cyclone, Mana – Horizontal, Airlock, Blower, GI Aspiration Line, Bag Stand, Destoner Aspiration Line, Gravity Separator, Elevators)	Navrang Agro, Vishwakarma Enterprises, Ambica Industries, A K Industries	2 Sets	Processing of Whole Spices such as Cumin & Coriander
	Peanut Processing Plant: (Includes R.M Storage, G.N Feeding Point, Hopper, G.N Round Cleaning, Destoner, Converyor Belts, Elevators, Resting Tank, Decorticator, Greading, Oscillator, Z Elevator, Storage Tank, MTR, Gravity Separator, Sortex, Grading Machine, Final Bag Packing)	Gautam Agro Industries, Linux Magnetics	1 Set	Processing of Groundnuts into Peanuts
	CCD Color Sorter Machine and Compressor (Imported Machinery)	Iconic	2	Display seed images and swiftly sort through grains and harvested products with rapid efficiency
C	Facility 3			
	Unit I			
	Whole Spices Seeds Processing Plant: (Includes MTR, Expression Channel, Cyclone, Mana – Horizontal, Airlock, Blower, GI Aspiration Line, Bag Stand, Destoner Aspiration Line, Gravity Separator, Elevators)	Vishwakarma Enterprises, SK Engineering, Gautam Agro Industries	4 Sets	Processing of Whole Spices such as Fennel, Fenugreek, Mustard, Carom etc.
	CCD Color Sorter Machine and Compressor (Imported Machinery)	HEFEI TAIHE	1	Display seed images and swiftly sort through grains and harvested products with rapid efficiency
	Metal Detector	Target Innovations	1	Identification and elimination of any metal contaminants
	Unit II			
	Cryogenic Grinding System: (Includes Bulk Loaders, Chutes with Plate Magnet, Hammer Mill, Temperature Transmitter, Centrifugal Fans, Air Cooler cum Moisture Separators, Reverse Jet Filters, Rotary Airlock Valves, Universal Mill, Continuous Cryogenic Mixer, Rotary Sifter, Operator Terminal, Product Piping, Pneumatic pickup venturi & set of Down take ducts)	Axtel	1 Set	Manufacture of Chilly Powder

Sr. No.	List of Machineries	Make	Nos	Purpose
	Coriander and Cumin Milling System: (Includes Screw Conveyor, Spice Mill, Pneumatic Conveying System, Rotary Air Lock, Closed Type Dust Collector with Reverse Pulse jet Arrangement, Centrifugal Sieving machine, PLC Based Centralized Control Panel, motors)	Grade & Grind Technology	1 Set	Manufacture of Cumin and Coriander Powder
	Turmeric Milling System: (Includes Air Swept Mill, Pneumatic Conveying System, Rotary Air Lock Valve, Closed Type Dust Collector with Reverse Pulse jet Arrangement, Blower Units, Screw Conveyor, Centrifugal Sieving machine, Centralized Control Panel and Motors)	Grade & Grind Technology	1 Set	Manufacture of Turmeric Powder
	Blended Spices Milling System: (Includes Dump Booth, Bucket Elevator, Spice Mill, Pneumatic Conveying System, Rotary Air Lock Valve, Closed Type Dust Collector with Reverse pulse jet Arrangement, Screw conveyor, Centrifugal Sieving machine, Screw conveyor, Ribbon Blender, PLC Based centralized control panel, motors)	Grade & Grind Technology	1 Set	Manufacture of Blended Spices
	Chilly Crushing & Powder System: (Includes Screw Conveyor, Spice Mill, Pneumatic Conveying System, Rotary Air Lock, Closed Type Dust Collector with Reverse Pulse jet Arrangement, Centrifugal Sieving machine, PLC Based Centralized Control Panel, Motors)	Grade & Grind Technology	1 Set	Manufacture of Chilly Flakes
	Packing Machine	Vaishnavi Packaging	1 Set	Multi head to pack whole spices (14 head weigher 250g to 1kg)
	Packing Machine	Vaishnavi Packaging	1 Set	Servo Auger Collar Type Machine to pack spices
	Packing Machine	Asian Packing Machinery Pvt Ltd	2 Set	Manual Auger Filler for Spices with screw conveyor
	Packing Machine	Vaishnavi Packaging	1 Set	Jar Filling Machine for Spices with conveyor
Unit III				
	Pre-Cleaning Machineries:	S K Engineering Corporation	1 Set	Manufacturing of Wheat Flour

Sr. No.	List of Machineries	Make	Nos	Purpose
	(Includes Drum Sieve, Pre-cleaner, Elevators, Fan, Cyclone with Airlock, Magnet)			(Chakki Atta), Refined Wheat Flour (Maida), Semolina Flour (Sooji), Tandoori Atta, Wheat Bran
	First Cleaning Machineries: (Includes Vibro Separator with Asp., De-stoner, Horizontal Scourer with Asp channel, Inclined Whizzer, Elevators set, MP Fan, Cyclone with Air Valve, Magnet)	Hari Priya Global Enterprises Pvt Ltd	1 Set	
	Second cleaning Machineries: (Includes Vibro Separator with Asp., De-stoner, Horizontal Scourer with Asp channel, Intensive Dampener, Elevators set, MP Fan, Cyclone with Air Valve, Magnet)	Hari Priya Global Enterprises Pvt Ltd	1 Set	
	Cleaning Section Accessories: (Includes Screw Conveyors, Accessories (Pipe, Clips, Bend, Yee, Tee, Coupling, Refraction packing stand, Outlet Hoppers, Vibro Pads, etc.), Metering Conveyors, Aspiration Ducting)		1 Set	
	Milling Section Machineries: (Includes Roller Mill, Plan sifter, Vibro Purifier, Bran finisher, Impact Detacher, Entoleter, High Pressure Fan, Reverse Air jet Filter, Chakkis, MP Fan, Aspirator, Cyclone with Air Valve, Magnet)	Udawat Engineering Works	1 Set	
	Milling Section Accessories: (Includes Pneumatic Lift Set, Screw Conveyor, Aspiration Ducting, Bolting Cloth, Accessories (pipe, Clips, Bend, yee, Tee, Coupling))		1 Set	
	Packing Machine	Asian Packing Machinery Pvt Ltd	1 Set	Manual Auger Filler for Atta with screw conveyor
Unit IV				
	Peanut Processing Plant: (Includes: Decortications Machines) (Including Decorticator Machine [Double Chamber], Separator, Round Grader1, Decorticator Machine Stand, Round Grader, Decorticator Blower, Grader, Screw Conveyors, Decorticator Platform, Elevators)	Ganesh Engineering	1 Set	Processing of Groundnuts into Peanuts
	Peanut Cleaning and Processing Plant: (Includes Gravity Machine, Classifier Expression Line, Band Duct Line, Clam Air Lock, Cyclone With Plan Supporting Blower, Destoner, Grader)	Ganesh Engineering	1 Set	

Sr. No.	List of Machineries	Make	Nos	Purpose
	Peanut Roasting and Blanching Line: Includes the following: A. Cleaning Equipments including Hopper, Electromagnetic Feeder, Z Elevator, Destoner, Pipe, Cyclone B. Roasting Equipments including Hopper, Electromagnetic Feeder, Z Elevator, Nut Dryer, Distributor, Z Elevator, Silo, Silo Bottom Feeder C. Peeling Equipments including Z Elevator, Distributing Hopper, Storage Hoppers, Peanut Peelers, Wind Chamber Frames, Split Blanchers, Wind Pipes, Cyclones, Summary Belt, Vibrator D. Selecting Equipments: Electromagnetic Feeder, Z Elevator, Hopper for Sorter, Platform for Sorter, Discharge Hopper, Picking Belts, Light for picking belts, Summary Conveyor, Bridge, Vibrating Screen, Metal Detector E. Electromagnetic Feeder, Z Elevator, Vacuum Quantitative Packing Machine F. PLC Control Systems	Ganesh Engineering	1 Set	Processing of Peanuts into Blanched Peanuts / Roasted Peanuts
	CCD Color Sorter Machine and Compressor (Imported Machinery)	TAIHO	1	Display seed images and swiftly sort through grains and harvested products with rapid efficiency
Unit V				
	Natural Sesame Cleaning Machines: (Includes Round Cleaner Machine, MTR, Expression Channel, Cyclone, Mana Horizontol, Airlock, Blower, GI Aspiration Line, Plan Supporting, Destoner Expression Line, Gravity Machine, Elevators and Fittings)	Gautam Agro Industries	1 Set	Processing of Sesame into Natural Sesame
	Hulling Machine: (Includes SS 304 Single Drum Huld Machine, Kitly1, Kitly2, Storage Tank, Caustic Solution Tank, Extra Jari (Seives), Bucket Elevators, Boiler, Belt)	Bharat Engineering Company	1 Set	Processing of Natural Sesame into Hulled Sesame
	Hulled Sesame Cleaning Machines: (Includes MTR, Expression Channel, Cyclone, Mana Horizontol, Airlock, Blower, GI Aspiration Line, Plan Supporting, Destoner Expression Line, Gravity Machine, Elevators and Fittings)	Gautam Agro Industries	1 Set	

Sr. No.	List of Machineries	Make	Nos	Purpose
	Auto Dryer	Bharat Engineering Company	1 Set	Drying
	Cooler Machine	Bharat Engineering Company	1 Set	Cooling
	Vibro Cleaners	Bharat Engineering Company	2	Removing large impurities such as stick, buck and leaves as well as small impurities such as fine dirt and sand
	Cold Boiler with Chimney and Blower	Tea Mech (India)	1 Set	
	CCD Color Sorter Machine and Compressor (Imported Machinery)	Hefei Meyer	1 Set	Display seed images and swiftly sort through grains and harvested products with rapid efficiency
	RO (Water Treatment Plant)	Clean Aquato Pvt Ltd	1	Treatment of water used in processing
	ETP (30 KLD)		1	Treatment of wastewater
	F&V Pulp Unit			
	Pulp Processing Plant: (Includes Fruit & vegetable washing, grading, sorting, Two Tire Belt Conveyor, Screw Elevator For Pulper Feeding, Pulper and Finisher, Collection Tank, Pulper and Finisher Wastage, Screw Conveyor, Blending Tank, Fixed Kettle, Tube & Tube Pasturiser, Pulp Holding Tank, Product Transfer Pump, Bottle Filling Machine, Exhaust Box, Vertical Retort, Hoist & Trolley, Product Pipe Line, Pipeline For Water, Steam and Air Supply, Electrical Panel, Boiler, 24 DS Seamer, 1A Body Reformer, 1A Hand Flanger, Ripening Chamber 10x10x10 Ft)	Anjoplus Machines	1 Set	Manufacture of Fruits Pulp and Vegetables Pulp

Our Suppliers

We have a strong supplier network enabling flexibility and procurement at competitive prices. We endeavour to source our products from the regions where such products are widely available or manufactured, to minimise our procurement costs and endeavour to offer quality products at lowest costs. We have a standardised procurement system that enables us to source quality products through the best possible channels available to us.

Our procurement team conducts detailed research on an ongoing basis to locate the best product sources available, in relation to both quality and price. Our sustained efforts to improve our strong supplier network have led to a significant advantage in procurement leading to an efficient supply and sale cycle.

Our Retail Business Process

Strategy and Planning

We plan to expand our store network in Tier III cities in the Thane and Raigad District. For each of these locations, we open and operate new stores on a cluster-based approach. When a suitable property in a location we are interested in becomes available on commercially attractive terms, we may further undertake a detailed analysis in relation to opening a new store at such location.

In the process of opening new stores, we take various factors into account, including population density, customer traffic and vehicle traffic, customer accessibility, potential growth of local population, development potential and future development trends, estimated spending power of the population and local economy, profitability and payback period, estimated on the basis of the expected sales potential, strategic benefits, proximity and performance of competitors in the surrounding area and site characteristics and suitability with the specifications of our building plans.

We have in-house business development and project teams, focusing on acquiring properties for our new stores in accordance with our locational needs at reasonable prices and on timely completion of construction and commencement of operations.

We have largely kept the layout and design of our stores consistent and predictable to make shopping with us easier. We believe that adoption of a standard formats for our stores has also helped us in establishing our brand in the markets where we operate. We undertake promotion of our stores through print media, pamphlets distribution, rickshaw advertisement, cable TV advertisement, hoardings and targeted social media advertisement. Outdoor advertising such as billboards and hoardings are also employed to advertise and increase visibility. Our advertising strategy aims to promote our brand “Patel’s RMart” brand and not just the merchandise or a particular supermarket store or property location, except specifically targeted local advertising around the time of the opening of a new store. We also advertise on the eve of festivals and certain holidays.

Merchandising

In relation to the Foods category, our procurement is directly from manufacturers or FMCG companies and also through our network of suppliers in the wholesale market. In addition to carrying various brands preferred by local customers in a particular region, we retail private label goods including pulses and spices, which we buy in bulk quantities and package and brand after our quality checks and inspections at our Facility 1. Further we also sell men’s wear, home improving products, ready-to-cook / instant mix, ghee and papad, under our brand which we get manufactured from third-party manufacturers. We believe that our merchandising and private labels have helped us differentiate ourselves from our competitors, in addition to achieving good margins. We also sell groceries and staples by weight depending on the availability of space and consumer preferences, both of which may differ from one store to another.

We also sell groceries and staples, primarily, by weight depending on the availability of space and consumer preferences. We carefully select our suppliers to ensure that we sell good quality products and periodically evaluate introduction of new merchandise to enhance our product assortment, offered at our stores. We exercise price benchmarking to ensure price competitiveness. We use a demand driven model for forecasting, improving accuracy and reduction in slow moving inventory.

In relation to the Non-Foods (FMCG) category, variants and promotions may be introduced, replaced and withdrawn at regular intervals by their manufacturers over which we have no control. Consequently, we are required to make retailing decisions on a real time basis. We ascertain the demand for various products in this category and monitor the inventory position on a continuous basis, to minimise our stock turnover time. We use internally ascertained, pre-determined stock levels at each store and replenish these with additional purchase requisitions as necessary.

Supply Chain Management

Our stores utilise a computerised inventory management system, which allows us to track the inventory level and movement of our SKUs on a daily basis. Our inventory management system also records specific information in respect of our inventory, such as stock description, merchandise mix and positioning, prices and sales, on an individual store basis. As the inventory management systems of all our stores are synchronised with our distribution centres and offices, we are able to share such information and data on a periodic basis, thereby allowing us to control our inventories effectively across each of our stores. Further, each SKU in our store is coded with a unique bar code, and details of such items are instantly displayed on the screens of our check-out counters when scanned through a barcode scanner. All information on checked out merchandise is stored in our IT systems and available to our offices and distribution centres on a daily basis.

We strive to keep our inventory turnover days for all products to an optimum level. Our supply chain ensures that goods are dispatched in the appropriate quantities and times to reach our stores. Our supply chain relies on transportation services from third parties also. The re-order levels for each supermarket store vary and are determined based on a combination of several factors including display levels, lead times for replenishment and average sales. We review these reorder levels on a continuous basis to factor in variances in demand based on seasons and trends.

We have our own fleet of 18 trucks, which are utilised by us to transport the products to our stores from our distribution centre. In addition to our own transport fleet, we also engage third party logistic solution providers, who specialise in providing transportation services on certain specific routes, in order to deliver products on time to our stores, our network of retail customers and distributors to optimise the transportation costs of our products. We believe that using a combination of in-house and third-party transport services helps us to transport and deliver our products in a cost and time efficient manner.

We place orders with our suppliers based on the results of our analysis of customer demand and product assortment requirements to fit our customers' preferences. We believe that we take a conservative approach in our procurement to minimise expired products on our shelves. Orders are placed based on data generated from our inventory management systems in relation to current inventory levels as well as forecasted and historical inventory and sales data. Given the wide range of products and merchandise we offer in our stores, we do not have standard inventory retention days for our inventories. We closely monitor our inventory levels to ensure that our inventories are fresh by adopting a first-in, first-out policy for all our merchandise.

Store Operations

We have established multiple security checks to control pilferage at our stores. Our employees screen the goods being carried out of the store by customers. Professional security guards oversee the screening process. In addition, we use CCTV monitoring at all our stores.

As a value-retail chain, we emphasise the reduction of cost at various stages and levels. We aim to reduce our operating and administrative costs by way of optimum utilisation of our human and other resources. We determine our staffing requirements on the basis of several factors including store space and footfall intensity. As a measure for optimum utilisation of our space resources, we have adopted an efficient racking system by deploying higher racks to maximize the space available in store. The upper racks are utilised for storage and the lower ones for display.

We have established strict quality control procedures at all of our stores and distribution centres. In particular, we place emphasis on ensuring that our Foods products meets high quality and safety standards. Our stock receiving team at each distribution centre and at each store performs a series of daily checks of Foods products upon delivery. These include checks on appearance, smell, packing, production date, expiry date, net weight and brand logo. Our store managers at each store conduct periodic checks based on such guidelines to ensure high quality standards are maintained. Our commitment to maintaining high quality and safety standards also includes internal regular and random quality checks on our food merchandise based on international standards.

We have an internal control system tailored for managing our multiple product categories to optimize the use and protection of assets, facilitate accurate and timely compilation of financial statements and management reports, and ensure compliance with applicable laws, regulations and company policies. We also have an in-house audit team to

conduct internal audits within the group for inventory management, fixed assets, human resources, payroll and statutory compliances.

Support to Stores

Cash represents a significant proportion of our sales proceeds. Payments by our customers at our stores are handled by our cashiers at our check-out counters. We reconcile our cash proceeds received from our sales against receipts recorded in our point-of-sale systems in all of our stores on a daily basis. Cash sales of a day is collected by Cash Management Agency on the next working day from all our stores and are deposited in our bank account.

As we handle a significant amount of cash every day, we have implemented necessary procedures for the handling of cash in our stores. Our daily cash proceeds are only handled by our cashiers, and surveillance cameras are set up in all of our stores to monitor the cashiers' counters. We also conduct daily checks on our cash proceeds against the records of deposit of cash from the bank and sales reports to ensure that sales are properly recorded by the point-of-sale systems. We believe that there have not been any material internal control deficiencies in our cash management system.

We have also purchased insurance against cash loss by theft or robbery for all of our stores.

We use an integrated and robust IT system specifically built for us that covers major aspects of our business, including procurement, sales and inventory management, in-store systems, financial management and other administrative systems. Our IT systems provide accurate information across our stores, distribution centres and corporate offices on a daily basis. Our store opening and closing times vary according to their location and local requirements but are typically 09:30 am and 09:30 pm, respectively.

Our advanced IT systems used for procurement, sales and inventory management enable us to identify and quickly react to changes in customer preferences by adjusting our product assortment, stock levels and pricing in each of our stores, and effectively monitor and manage the performance of each of our stores.

Raw Materials

Raw materials required for our processing activity includes, whole spices such as chillies, coriander seed, cumin seeds, fennel seeds, fenugreek seeds, carom seeds, mustard seeds, turmeric, wheat, peanuts, mango, sesame, packaging material and water and other consumables. The cost of raw materials consumed is ₹ 35,243.56 Lakhs, ₹ 38,415.32 Lakhs and ₹ 32,407.46 Lakhs which represents 42.94%, 47.18% and 31.82% of our revenue from operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

Systematic procurement of raw material in their respected seasons helps us to provide linear quality of our products for the whole year. We also source our raw materials directly from farmers, to ensure that we use absolutely natural ingredients in our products and also through traders and sourcing agents in APMC markets. We source our raw materials from across the country to ensure that the products we manufacture have an authentic taste without artificially disturbing the natural taste of the spices or other food products. For instance, we source chillies from the APMC market of Guntur, Warangal, Gondal and our wheat flour is made from wheat grains which are sourced from Dahod, Rajkot, Gondal, Nimbahera, Jaipur and also from Food Corporation of India (FCI). Further, the pulses / dal are sourced from Jalgaon, Rajkot and Dhanduka. The key regions of staple food procurement are Madhya Pradesh, Rajasthan, Maharashtra, Uttar Pradesh, Bihar, Haryana and Gujarat. We have a well-established system in place for procurement of our raw materials from various market yards, traders and stockists. We have a quality and control team at our manufacturing facilities to check on the quality of our raw materials before unloading at our manufacturing units. In addition, we believe we have sufficient holding capacity, for some of our raw materials in place to derive benefits of seasonal shortages and price volatility. Our procurement is tailored around regional availability and a large network of our channel partners that include agents acting on behalf of farmers, traders, aadatiyas (middlemen), market yard players, commission agents and brokers spread across the key raw material producing belts. We leverage the relationship by having a common procurement team or desk for purchase of multiple commodities to derive synergies in terms of market intelligence and maximize cost efficiencies. We are also able to maximize our asset utilization at our integrated plants the same storage and processing infrastructure can be used for multiple seasonal commodities.

Further, we have also procured wheat from international market such as, Australia during the Fiscal 2025 and Fiscal 2024 under the Advance Authorization scheme of the Government of India. Our import of raw material for Fiscal 2025, Fiscal 2024 and Fiscal 2023 is ₹ 912.65 lakhs, ₹3,757.38 lakhs and ₹ NIL representing 1.11%, 4.61% and NIL of our revenue from operations, respectively.

We have long-standing relationships with most of our suppliers. We believe that the long-standing relationships with these suppliers enable us to secure raw materials even during the periods with leanest availability and give us various logistical flexibilities. We have developed a reputation and relationship with multiple suppliers to avoid concentration risk. For instance, our top 10 suppliers contributed ₹12,619.56 lakhs, ₹16,479.99 lakhs and ₹24,948.97 lakhs representing 15.38%, 20.24% and 24.49% for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively of our revenue from operations. Further, as of March 31, 2025 6 (six) of the top 10 (ten) suppliers have been associated with us for over 5 years. The strong relationships with suppliers also aid us in getting first-hand information and market intelligence on price movements in the international markets. Such market intelligence is essential in mitigating the price risk associated with commodities.

We have centralized our purchasing of raw materials for all production facilities to obtain economies of scale and to maximize our bargaining power with suppliers. This system enables us to obtain high quality raw materials at stable and competitive prices. Our suppliers deliver the raw materials directly to each of our manufacturing facilities to further enhance time and cost efficiency. We continuously monitor supply and price trends of these commodities to take appropriate action to obtain ingredients we need for production, and we are constantly looking for substitute products in order to help us manage our costs. We have a centralized internal quality control team for the inspection of all the raw materials received from different vendors.

We are largely dependent on the agricultural industry for almost all of our raw materials. Agricultural industry is largely dependent on various factors including monsoon and weather conditions. We purchase the raw materials in the harvest season and store them in our cold storage in our Agri-cluster for manufacturing, consumption and sales throughout the year during off season. Procurement of raw material during harvest season can be done at competitive prices along with retaining standard quality.

The availability and price of most of our raw materials, either imported or procured domestically, is in nature susceptible to volatility in the markets. We are also susceptible to volatility in foreign exchanges. Please see ***“Risk Factors- Our operations are dependent on the supply of large amounts of raw material such as wheat, spices and peanuts. We do not have long term agreements with suppliers for our raw materials and any increase in the cost of, or a shortfall in the availability of, such raw materials could have an adverse effect on our business and results of operations, and seasonable variations could also result in fluctuations in our results of operations”*** on page 6 ***“Risk Factors- We face foreign exchange risks that could adversely affect our results of operations and cash flows with a significant portion of our revenue from operations, amounting to ₹27,350.98 Lakhs, ₹ 40,651.96 Lakhs and ₹66,962.58 Lakhs, representing 33.33%, 49.93% and 65.74%, for the FYs 2024-25, 2023-24 and 2022-23 respectively, derived from export sales. .”*** on page 21. We follow strict commodity risk management process to ensure that our procurements are adequately hedged against volatility in the market. We have a robust board-approved commodity risk and foreign exchange risk management policy in place with proper built-in controls to check on any speculation.

Packaging:

The primary packaging material used by us are laminates, plastics, cardboard boxes and jute bags for packing spices, wheat flour, peanuts and tin cans for packing of mango pulp. This enables to keep the product life intact. We use automated packaging machines to pack our products into their different pack sizes. We order packaging material from certain suppliers in Gujarat which include Tirupati Polymers, Veedee Enterprises, etc. We typically order the material required by us on negotiated terms, in advance of our production requirements. For Fiscal 2025, Fiscal 2024 and Fiscal 2023 the cost of packing material ₹ 730.54 Lakhs, ₹ 762.49 Lakhs and ₹ 651.46 Lakhs constituted 1.10%, 1.16% and 0.76% of our cost of goods sold, respectively.

For the secondary packaging for shipping and distribution purposes, we use corrugated carton boxes and bags to protect the primary packs in different stages of sales and distribution.

Quality Control

We place great emphasis on quality assurance and product safety at each step of the production process, right from the procurement of our raw materials until the final product is packaged and ready for distribution to ensure that the quality of our products meets the expectations of our customers and achieves maximum customer satisfaction. We have quality control personnel, who ensure that people working in all departments from procurement to sales and marketing are trained on important quality control aspects. To ensure compliance with our quality management systems and statutory and regulatory compliance, our quality assurance team is equipped to train our staff on updates in quality, regulatory and statutory standards.

We have also implemented stringent quality control standards for raw material suppliers and vendors. On-site inspections and routine audits are conducted for our vendors and suppliers to ensure constant supply of quality products. We have testing laboratories at our facilities to conduct sampling tests to ensure that the color, odor, taste, appearance and nutrients of the raw materials comply with our requirements. Further, we maintain our facilities and machinery and conduct our manufacturing operations in compliance with applicable food safety standards, laws and regulations and our own internal policies. We also inspect product samples at the assembly line and conduct batch-wise quality inspections on our products to ensure compliance with applicable food safety standards and laws.

Further, we ensure the quality of products sourced from third-party manufacturers is through a detailed framework. Vendors are selected based on evaluation process, ensuring compliance with certifications such as ISO, FSSAI and HACCP. The products are subject to laboratory testing to ensure they meet the Company's specifications. Additionally, our team visits third party manufacturers' site to monitor production processes and warrant quality standards. We also test packaging materials for safety and durability, ensuring compliance with regulatory norms, while maintaining optimal storage conditions to prevent product deterioration during transit and storage.

Research and Development

We have a research and development team comprising 2 personnel as of May 31, 2025 at our research and development center at our Agri-cluster, to support our product development and process development activities for food products.

Our research and development centers are well equipped to develop new products, including upgrading product composition and packaging materials, to cater to evolving consumer trends. Our research and development team also works closely with our operations team and business team to improve the food safety standards of our existing manufacturing facilities, comply with the various regulations of Food Safety and Standards Authority of India and develop manufacturing process with an aim to minimize losses during the process and reduce process cycle time.

We believe that our research and development abilities are critical in maintaining our competitive position in the industry going forward. Currently, our research and development team are working on new product development initiatives with a focus on health benefits of these new products including, blended spices. We are working on potential new products, including various ready-to-cook products and ready-to-eat products.

Customers

Under our Retail vertical we try to build relationship with our customers by maintaining a cordial atmosphere at our stores. We provide a pleasant shopping experience to our customers. As a strategy to maintain our relationship we frequently communicate with our clients with respect to ongoing or upcoming discount scheme on a regular basis. Further, we also reward our loyal customers by providing them with discounts and schemes such as Lucky Draw, 1 month purchases free on consecutive purchases for 15 months of goods for a value worth starting from ₹2,500/- per month from our stores.

While we do not enter into any long term agreement with our customers, we take pride in having settled long lasting mutually beneficial relationships with our clients from the Non-Retail Business vertical. Our customers are primarily retail outlets, supermarkets, institutional buyers and network of dealers and wholesalers.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in Lakhs)	% to revenue from operations	Amount (₹ in Lakhs)	% to revenue from operations	Amount (₹ in Lakhs)	% to revenue from operations
Top 1 customer	2,886.22	3.52%	4,610.24	5.66%	6128.50	6.02%
Top 5 customers	8,450.77	10.30%	13,038.10	16.01%	21988.21	21.59%
Top 10 customers	12,862.10	15.67%	19,597.43	24.07%	32802.58	32.21%

**As certified by the Statutory Auditor of our Company, Kanu Doshi LLP, Chartered Accountants, pursuant to their certificate dated June 24, 2025.*

Note: (i) Our revenue from the top 10 customers does not exceed 50% of the revenue from operations and therefore, the names of our top 10 customers have not been disclosed. Further, the composition of our top 10 customers varies each year.

(ii) References to 'Customer' are to customers in a particular Fiscal and does not refer to the same customers across all Fiscals.

We do not enter into any long-term contract with our customers. We sell our products against the purchase order received from our customers. As on March 31, 2025, we served over 500 customers in our Non-Retail Business vertical.

Sales, Wholesale Network and Marketing

Our advertising strategy aims at promoting brand awareness, creating a bond with our customers and enhancing their trust in us. We engage third party advertising agencies to provide us advertising and communication services such as communication planning and development in all areas of press and point of sale advertising.

Our mode and media of advertisement is determined on the basis of the most widely accepted and used source of Social media by our target customers. As a part of our marketing strategy, we plan a calendar for the year's marketing activities, encompassing mega sales, schemes, discounts and events, annual days (women's day / mother's day / father's day / parent's day), festivals and new collections (summer collections, winter collections etc.). Some of our marketing strategies includes:

- In-store promotion – In store POP, Gate, Kiosk, Banner, danglers, inflatable, lucky draw, discount coupons
- Outdoor activities – Hoarding, kiosk, banners on auto, transport
- CRM activities – shop play and win, 1 month purchases free on consecutive purchases for 15 months of goods for a value worth starting from ₹2,500/- per month from our stores
- Events - Free Medical Camps, Swachata Abhiyaan (Cleaning Drive), and Distribution of Food Packets to Orphanage and Blind Kids, providing sponsorships for cultural and social events, wherein our products are marketed and displayed through advertisement or marketing displays;

Our sales strategy is focused on understanding the key drivers of customer behaviour and associating the product offering with such customer behaviour. We offer promotional schemes on a regional and store level during region specific festivals and store level and Company level milestones such as store opening anniversaries and upon the Company crossing number of stores respectively. We regularly greet our customers on all special occasions, festivals and regularly inform them about important events happening in the Company via social media influencers, print advertisements, SMS, social network pages, and cable. We also engage in cross-promotional arrangements with third parties, by providing additional discounts and special offers on the vouchers issued by such third parties. We arrange for lucky-draws at regular intervals where the winners are given special prizes by us.

Wholesale Network

We have built a network of wholesalers and retail touch points to whom we sell through our wholesalers and also directly through our sales and marketing team. We sell our products across 9 states with majority of our sales coming from the state of Maharashtra and Gujarat. In addition to our commission agents, as of March 31, 2025 we have a two (2) member sales team that visits our existing and potential customers on a regular basis.

Our domestic revenue based on our network of sales:

Particulars	Fiscal 2025			Fiscal 2024			Fiscal 2023		
	Network (in nos.)	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Network (in nos.)	Revenue (₹ in Lakhs)	As a % of Revenue from Operations	Network (in nos.)	Revenue (₹ in Lakhs)	As a % of Revenue from Operations
Wholesaler	234	14,588.85	17.78%	238	7,571.34	9.30%	199	4,851.91	4.76%
Retail outlets	72	186.51	0.23%	202	484.48	0.60%	329	1,072.31	1.05%
Total		14,775.36	18.00%		8,055.82	9.89%		5,924.22	5.82%

Direct Sales to third-party brand and Industrial consumer

In addition to the wholesale network, we may also offer our products, such as spices, wheat flour and peanuts, to third-party brand owners and industrial consumer. In the industrial consumer vertical, we produce and market spices, peanuts and wheat flour and refined wheat flour to companies in the food industry, such as manufacturers of biscuits and namkeens, snack foods, ready-to-eat, and food ingredients. We have had long standing relationships of over 3 years with our key customers which include prominent large fast-moving consumer goods (“FMCG”) companies. We sell our products to the above food industries predominantly in Gujarat. For our institutional customers, we provide customized product solutions and variants depending upon their individual requirements.

We undertake trading of food and non food products in assorted form of reputed brands and our also own brand to institutions such as restaurants and hotels and also to organization that undertakes distribution of assorted food packets. For instance in the past, we supplied 400 packet of assorted food packets containing garam masala, soap, tea powder, salt, sugar, turmeric powder, toor dal & sunflower oil to state government corporation). We also sell sugar, rice, edible oil, etc in bulk form to players operating with their own brands, to those who sell these products in unbranded or loose form. We sell these bulk products in domestic markets as well as in international markets. There is also a proportion of our products in the market that eventually gets consumed in bulk form through the wholesale network. We sell to traders and re-packers and the products ultimately gets sold either in their own brands or gets consumed in bulk form. This vertical adds value to our business by ensuring higher capacity utilization and improving the overall production efficiency and costs.

Export

We majorly export peanuts and its variants in unbranded form. While, we export whole spice, powder spices, pulses, staples & groceries and wheat flour in bulk form to players operating with their own brands, to those who sell these products in unbranded or loose form. We also export wholespices and powder spices under our brand ‘Indian Chaska’ and wheat flour, pulses, staples & groceries under the brand ‘Patel Fresh’. We have exported our processed products to over 35 countries during the disclose the financial period. Our ultimate customers in export are tier-II supermarkets and traders and re-packers who sell these products either in their own brands, in our brands or gets consumed in bulk form.

Further, we undertake export trading of food & non food products in mix container, as per customer specification and also in bulk containers to over 25 countries²⁶. We export our products to our customers directly and also through commission agents. Furthermore, we seek export opportunities of agri-products in bulk. For instances, we exported 76,084 metric tonnes of sugar during the Fiscal 2023, 14,687 MT of sugar during the Fiscal 2024 and Nil MT of sugar during the Fiscal 2025

²⁶ Countries and customers may overlap and we have undertaken export trading to 5 distinct countries.

In Fiscal 2025, Fiscal 2024 and Fiscal 2023, we generated ₹27,350.98 Lakhs, ₹40,651.96 Lakhs and ₹66,962.58 lakhs, respectively, from gross export sales, representing approximately 33.33%, 42.29% and 65.74%, respectively, of our revenue from operations.

E-tailing

We have also launched “Patel’s R Mart” in fiscal 2021, which is a mobile application on android and IOS platform to provide our Retail customers with access to our supermarket on their finger tip. Our supermarkets will also serve as fulfillment centers for home delivery of products ordered Online to domestic customers. As on May 31, 2025 we have 86,000+ downloads of our mobile applications.

Marketing

As of May 31, 2025, our sales and marketing team comprised 14 personnel and is based out of our registered office. Our sales and marketing initiatives for our retail stores is managed by cluster manager. Each cluster manager is responsible for increase in sales and promoting retail stores under his cluster. The cluster manager in turn reports to Head – Retail Business. Our marketing initiatives include advertising through print, TV commercials and electronic media such as promoting our brands through social media.

Our marketing is driven by store advertising, product advertising and range advertising. Product advertising is intended to maintain the market share of some products while we seek to increase the market share of some other products. Range advertising promotes a range of our products. For example, a recently launched advertising campaigns such as “Saste 6 Din”, “Fabulous February Offer”, “Winter Dhamaka Offer” promotes our store and entire range of our products. Certain marketing initiatives that we have undertaken to increase visibility of our brand “Patel’s R Mart” include cable TV commercials, print publication, digital media, public relations, consumer offers and roadshows, among others. Print media is typically used at the time of launch of a campaign and is primarily used to reach our customers in the region which we operate. Further, consumer offers such as promotional schemes provide us with an opportunity to test new products with various demographics.

For our domestic and export sales of our manufactured and traded goods we employ a go-to-market approach and engage different advertising strategies for premium and masstige brands. Further, we have a dedicated team of 6 members who are responsible for promoting our export sales based on the geography assigned to the team. Further, we also participate in trade fairs and exhibitions organised domestically and also internationally. For instance in the past, we participated in “Gulf Food” organised by Dubai World Trade Centre (DWTC) and “Indus Food” an integrated trade show for the Food and Beverage industry, organised by the Trade Promotion Council of India with the support of the Department of Commerce, Government of India.

In the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our advertisement and sales promotional expenses were ₹154.71 Lakhs, ₹55.44 Lakhs and ₹154.77 lakhs, or 0.19%, 0.07% and 0.15% of our revenue from operations, respectively.

Risk Management

Our risk management framework includes our risk management policy approved by our Board. Monitoring and identification of risks is carried out at regular intervals with the aim of improving the processes and procedures involved and to set appropriate risk limits and controls. After risks have been identified, risk mitigation solutions are determined to bring risk exposure levels in line with risk appetite. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and our business activities.

We have a comprehensive risk management system covering various aspects of our business, including operational, legal, treasury, regulatory and financial reporting. Our Board reviews the probability of risk events that may adversely affect the operations and profitability of our business and suggests suitable measures to mitigate such risks.

Grievance Redressal Mechanism:

Our Company has a structured grievance redressal mechanism in place to ensure the effective resolution of customer complaints. Customers can register their complaints through multiple channels, including the in-store complaint desk

at any Patel's R Mart store, email support via a designated customer care email ID, and escalation to Cluster (Regional) Managers in case of unresolved grievances. Complaints are addressed promptly, with store-level issues being resolved by store managers within 24–48 hours, product quality concerns investigated and addressed within 3–5 working days, and billing or payment disputes reviewed by the finance team and resolved within 48 hours.

In instances where a complaint remains unresolved for more than 7 days, it is escalated to senior management for further intervention. Additionally, for complaints or queries specifically related to private-label products, we have a dedicated email ID - customercare@indianchaska.in, to provide a separate grievance redressal channel.

Our Company has received 24, 34 and 38 complaints in the financial years 2022-23, 2023-24 and 2024-25 respectively and the complaints were resolved in the same financial year and there was no instance of any pending complaints at the end of each period.

HUMAN RESOURCES

Our employees include in-store personnel, management, IT and administrative, finance, marketing, procurement and logistics personnel. As of May 31, 2025, we had two hundred and twenty-nine (229) permanent employees, and One thousand one hundred and seventy-one (1171) contract workers working in our stores, Manufacturing Facilities, Distribution centre and offices and admin staff. We engage contract employees from time to time depending on business needs. Having a mix of full-time employees and contract employees gives us flexibility to run our business efficiently. For further details, see *“Risk Factors – Our business is manpower intensive and a high proportion of our total staff comprises of employees on contract. Our business may be adversely affected if we are unable to recruit and retain suitable staff for our operations.”* on page 24.

We believe that our emphasis on training our employees improves our operations and efficiency as well as our customer service standards. It incentivises and encourages our employee loyalty and builds a strong corporate culture. Through our regular in-house training programs, employees not only receive training on areas such as (i) responsibilities to customers on product quality and customer services; (ii) competitive pricing policies; and (iii) the operational procedures of our stores and regular updates on developments in management and market trends.

In Fiscal 2025, Fiscal 2024 and Fiscal 2023, we engaged 1005, 648 and 674 contract labourers at our stores, Distribution Centre, and Facility 1, and 166, 119 and 54 contract labourers at Facility 2 and Agri-cluster, respectively, not on our payroll.

As of May 31, 2025, we had 229 employees as set out below:

Department	Number of employees
Accounts & Finance	13
Administration	13
Advertising & Marketing	4
Sales	10
Export Operations	15
Factory	27
Human Resources	3
IT	6
Lab & Research & Development	2
Purchase	17
Retail Store	87
Operations	32
Total	229

COLLABORATIONS/TIE UPS/ JOINT VENTURES

As on date of this Second Addendum, our Company does not have any Collaborations/Tie-ups/Joint Ventures

EXPORT OBLIGATION

We have 13 licenses issued under Advance Authorization scheme of Government of India (import license) to import, in aggregate of 14,570.19 MT of wheat within 12 months from the date of issuance of import license. Against this import authorization our company have imported 13316.46 MT of wheat as of March 31, 2025 and have a balance authorization to import 485.44 MT of wheat on or before December 6, 2025. Against the wheat imported under the import license, we have an export obligation of around 12,588.81 MT of Wheat Flour within the time specified in the import license. As of June 15, 2025 we have exported 11,521.05 MT of wheat flour against the export obligation of 12,588.81 MT and our outstanding export obligation to be completed by August 12, 2025 is 1,067.76 MT of wheat flour. Except for the forfeiture of fees paid to obtain the import license, no other penalties is levied in case of failure to import as per import license. While we have not defaulted against our export obligation any failure to export would lead to payment of duties against the corresponding import value of wheat.

COMPETITION

The Indian retailing space particularly FMCG is a captivating blend of tradition and transformation, where established giants like kirana stores face off against the rising tide of modern trade and innovative e-commerce players. Major players include Reliance Fresh, More Retail, Avenue Supermarkets (DMart), Max Hypermarket (Spar), Spenser's retail, and Star Bazaar, to name a few. *(Source: D&B Report. The D&B Report will be available on our Company's website at <https://patelrpl.in/investor-relations/>).* Each of the aforementioned organised retailers has an established presence in the markets we operate and in some cases across India and each is continuing to open additional stores in the same cities where we have opened or intend to open our stores.

Although we also compete with grocery retail across varying formats, we believe that our business model is different from several such operators, primarily because of our store reach, careful product assortment and EDLC/EDLP strategy. In addition, although e-tailing is not currently a major part of the retail industry in the markets we operate, we expect competition from e-tailing to increase in the long term as the market develops.

We believe the principal elements of competition in our industry are product range, quality, brand image, price, delivery, general customer experience. We face competition from various organised and unorganised player in the industry. Additionally, we face competition from a number of regional, unorganized manufacturers and retailers. For further details, see ***“Risk Factors- We operate in a competitive market and any increase in competition may adversely affect our business and financial condition.”*** on page 8.

Health, Safety and Environment

We aim to comply with applicable health and safety regulations and other requirements in our operations and have adopted a health and safety policy that is aimed at complying with regulatory requirements, requirements of our licenses, approvals, various certifications and ensuring the safety of our employees and the people working at our facilities or under our management. We aim to significantly reduce accidents and occupational health hazards through a systematic analysis and control of risks and by providing appropriate training to our management and our employees. We have implemented health and safety measures to ensure a healthy and safe working environment at our facilities and to the general public. Such measures include regular reporting and internal audit. Further, we provide regular trainings to our senior managements and employees.

We are committed to environmental sustainability and towards this objective we have implemented solar power at our Facility 1 and Facility 3. Further as part of our manufacturing process for sesame in our Unit V of Facility 3, we have installed ETP of 30 KLD. We also take efforts for zero discharge of agri waste and also use recyclable packing materials to the extent possible.

Information Technology

Our information technology systems are vital to our business and we have adopted information technology policies to assist us in our operations. The key functions of our information technology team include establishing and maintaining enterprise information systems and infrastructure services to support our business requirements, maintaining secure enterprise operations through, among others, risk assessment and incident management policies. We utilize an enterprise resource planning solution, Sanvik (Oracle) and Tallyprime (ERP), which assists us with various functions including customer relationship management, human resources and supply chain management. Our information technology team is also engaged in data analytics as decision making support for the management by providing various MIS reports for our sales and marketing, manufacturing and other key functions. Our information technology team also plays a significant role in our go-to-market strategy and various supply chain solutions which increases our operational efficiency.

Insurance

Our operations are subject to risks inherent to manufacturing operations such as risk of equipment failure, work accidents, fire, earthquakes, flood and other force majeure events, acts of terrorism and explosions including hazards that may cause injury and loss of life, severe damage to and the destruction of property and equipment and environmental damage. We may also be subject to product liability claims if the products that we manufacture are not in compliance with regulatory standards and the terms of our contractual arrangements. In order to manage the risk of losses from potentially harmful events, we maintain insurance policies such as, fire and other natural and accidental risks at our facilities, money and fidelity insurance, and stock insurance. Additionally, our Company maintains vehicle and marine insurance, burglary and employee Medclaim insurance policies. These insurance policies are renewed periodically to ensure that the coverage is adequate. We have not currently taken any D&O insurance, cyber crime, corporate general liability or keyman insurance.

We believe that our insurance coverage is in accordance with industry custom, including the terms of and the coverage provided by such insurances. Our policies are subject to standard limitations. Therefore, insurance might not necessarily cover all losses incurred by us and we cannot provide any assurance that we will not incur losses or suffer claims beyond the limits of, or outside the relevant coverage of, our insurance policies. Further, in the past, there are instances where our insurance claims were not satisfactorily honoured. See ***“Risk Factors – Our insurance coverage may not be sufficient or may not adequately protect us against all material hazards, which may adversely affect our business, results of operations and financial condition”*** on page 31.

Infrastructure

Power:

As part of our manufacturing operations, we require a steady and abundant supply of power in our processing and manufacturing facilities. The power requirements of our Facility 1, in the state of Maharashtra are met through local state power grid, Maharashtra State Electricity Board (MSEB) and the power requirements of our Facility 2 and Agri-cluster, in the state of Gujarat is met through local state power grid, Paschim Gujarat Vij Company Limited. Our Company also maintain 1 (one) diesel generator of 30 KvA in our Facility 2 and 1 (one) diesel generator of 125 KvA in our Facility 3. Further, our Facility 1 has maintained 1 (one) diesel generator of 125 KvA. Further, as on May 31, 2025, we have installed diesel generators in each of our 35 retail stores ranging from 10 KvA to 62.50 KvA and 51 (fifty one) inverters across our 43 (forty three) retail stores. We use diesel generators and inverters on a stand-by basis to meet any disruption in power supply. We have also entered into Solar Power Purchase Agreement with Bidprotrade Solutions Private Limited, for supply of renewable power, by installing roof top solar power plant of 1100 KWp capacity with approximate monthly average generation of 132,000 units at our Agri-cluster, for a period of 25 (twenty five) years.

Water and other consumables

In our supermarkets we use tap water from local municipality, in our Facility 1 we use water connection available from MIDC and in our Facility 2 & Facility 3 we use water from bore-wells, which is treated and purified in the water purification plant installed in these facilities.

Utilities

Our Office is well equipped with computer systems, internet, connectivity, other communication equipment, security and other facilities, which are required for smooth functioning of our business activity.

Our utility expenses based on our Restated Financial Statements is ₹ 1166.63 Lakhs, ₹ 1091.14 Lakhs, ₹ 685.96 Lakhs 1.42%, 1.34% and 0.67% of our revenue from operations and constituting 1.47%, 1.39% and 0.69% of our total expenses in the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

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PROPERTIES

Intellectual Property

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
1.	Patel Low Price Super Market (Label)		35	Device	Bechar Raghavji Patel*	1382388; September 05, 2015	Registered
2.	Patel's R Choice		35	Device	Patel Retail Limited	1662557; March 10, 2018	Registered
3.	Patel's R Marrr (Label)		35	Device	Patel Retail Limited	1662558; March 10, 2018	Registered
4.	Patel's R Vallue		35	Device	Patel Retail Limited	1662559; March 10, 2018	Registered
5.	Patel's R Phresh (Label)		35	Device	Patel Retail Limited	1662560; March 10, 2018	Registered
6.	Dial A Job (Label)		35	Device	Patel Retail Limited	1662561; March 10, 2018	Registered
7.	Patel's R Pharesh (Label)		30	Device	Patel Retail Limited	1735819; September 23, 2018	Registered

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
8.	Patel fresh		35	Device	Patel Retail Limited	1945736; April 05, 2020	Registered
9.	Patel fresh		29	Device	Patel Retail Limited	2463597; January 21, 2023	Registered
10.	Patel Fresh		30	Device	Patel Retail Limited	2463598; January 21, 2023	Registered
11.	Patel Fresh		32	Device	Patel Retail Limited	2463599; January 21, 2023	Registered
12.	Blue Nation		25	Device	Patel Retail Limited	2665377; January 24, 2024	Registered
13.	P (Device) with Low Price		35	Device	Patel Retail Limited	4115770; March 13, 2019	Registered

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
14.	Mumbai Chaska With Device (Label)		29	Device	Patel Retail Limited	4116705; March 13, 2019	Registered
15.	Mumbai Chaska With Device (Label)		30	Device	Patel Retail Limited	4116706; March 13, 2019	Registered
16.	Mumbai Chaska With Device (Label)		32	Device	Patel Retail Private Limited	4116707; March 13, 2019	Opposed (i) The Opponent is the true and lawful proprietor of the following trademarks: “Aam Chaska”, “Anar Chaska”, “Chaska”, and “Chaska Bite”. (ii) The trademarks “Aam Chaska” and “Chaska” were in commercial use since December 1, 1995, whereas the trademark “ANAR CHASKA” has been in commercial use since 2004. (iii) The Opponent submitted that the trademark “Mumbai Chaska” (“Impugned Trademark”) was devoid of any distinctive character. Further, the said trademark was deceptively and/ or confusingly similar to its well-known and reputed trademarks i.e., Aam Chaska, Anar Chaska, Chaska and

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
							Chaska Bite. The Impugned Trademark is likely to be considered by the public at large as an extension of trademarks of the Opponent.
17.	Mumbai Chaska With Device (Label)		35	Device	Patel Retail Limited	4116708; March 13, 2019	Registered
18.	Indian Fresh Food with Device (Label)		29	Device	Patel Retail Limited	4116769; March 13, 2019	Registered
19.	Indian Fresh Food with Device (Label)		30	Device	Patel Retail Limited	4116770; March 13, 2019	Registered
20.	Indian Fresh Food with Device (Label)		32	Device	Patel Retail Limited	4116771; March 13, 2019	Registered
21.	Indian Fresh Food with Device (Label)		35	Device	Patel Retail Limited	4116772; March 13, 2019	Registered

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
22.	Patel fresh (label)		30	Device	Patel Retail Limited	5019556; June 25, 2021	Registered
23.	Indian - Chaska		30	Device	Patel Retail Private Limited	5292618; January 20, 2022	Opposed (i) The Opponent is the true and lawful proprietor of the following trademarks: “Aam Chaska”, “Anar Chaska”, “Chaska”, and “Chaska Bite”. (ii) The trademarks “Aam Chaska” and “Chaska” were in commercial use since December 1, 1995, whereas the trademark “ANAR CHASKA” has been in commercial use since 2004. (iii) The Opponent submitted that the trademark “Mumbai Chaska” (“Impugned Trademark”) was devoid of any distinctive character. Further, the said trademark was deceptively and/or confusingly similar to its well-known and reputed trademarks i.e., Aam Chaska, Anar Chaska, Chaska and Chaska Bite. The Impugned Trademark is likely to be considered by the public at

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
							large as an extension of trademarks of the Opponent.
24.	PRL logo		35	Device	Patel Retail Limited	6102465; September 9, 2023	Registered
25.	Patel Retail Limited with Logo Trust & Togetherness		35	Device	Patel Retail Limited	6102469; January 20, 2022	Objected The text of the objection raised is as under: <i>"The objection is raised under S 9(1) (a) of the Trade Marks Act 1999, as the mark is a common surname/ personal name/ ornamental or a non-distinctive geometrical figure and as such it is not capable of distinguishing the services of one person from those of others."</i>
26.	Indian Chaska		30	Device	Patel Retail Limited	6133747; October 03, 2023	Accepted
27.	Saniq		3	Device	Patel Retail Limited	6949188; April 10, 2025	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
28.	Tidymax		3	Device	Patel Retail Limited	6949189; April 10, 2025	Formalities Check Pass
29.	Washybar		3	Device	Patel Retail Limited	6949190; April 10, 2025	Formalities Check Pass
30.	Yelo		35	Device	Patel Retail Limited	6949191; April 10, 2025	Formalities Check Pass
31.	Ye-lo		35	Device	Patel Retail Limited	6949192; April 10, 2025	Formalities Check Pass
32.	Tidyflush		3	Device	Patel Retail Limited	6949193; April 10, 2025	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
33.	Blue Commando		31	Device	Patel Retail Limited	6949194; April 10, 2025	Formalities Check Pass
34.	Blixo		3	Device	Patel Retail Limited	6949195; April 10, 2025	Formalities Check Pass
35.	R Care		21	Device	Patel Retail Limited	6949196; April 10, 2025	Formalities Check Pass
36.	Yelona		39	Device	Patel Retail Limited	6949197; April 10, 2025	Formalities Check Pass
37.	BrightWave		3	Device	Patel Retail Limited	6949666; April 10, 2025	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
38.	Indian Chaska Chaat Masala		30	Device	Patel Retail Limited	6987849; May 02, 2025	Formalities Check Pass
39.	Indian Chaska Chhole Masala		30	Device	Patel Retail Limited	6987850; May 02, 2025	Formalities Check Pass
40.	Indian Chaska Chicken Masala		30	Device	Patel Retail Limited	6987851; May 02, 2025	Formalities Check Pass
41.	Indian Chaska Egg Curry Masala		30	Device	Patel Retail Limited	6987852; May 02, 2025	Formalities Check Pass
42.	Indian Chaska Fish Fry Masala		30	Device	Patel Retail Limited	6987853; May 02, 2025	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
43.	Indian Chaska Garam Masala		30	Device	Patel Retail Limited	6987854; May 02, 2025	Formalities Check Pass
44.	Indian Chaska Jaljira Masala		30	Device	Patel Retail Limited	6987855; May 02, 2025	Formalities Check Pass
45.	Indian Chaska Kitchen King Masala		30	Device	Patel Retail Limited	6987856; May 02, 2025	Formalities Check Pass
46.	Indian Chaska Meat Masala		30	Device	Patel Retail Limited	6987857; May 02, 2025	Formalities Check Pass
47.	Indian Chaska Shahi Paneer Masala		30	Device	Patel Retail Limited	6987858; May 02, 2025	Formalities Check Pass
48.	Indian Chaska Jeera Powder		30	Device	Patel Retail Limited	7019791; May 21, 2025.	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
49.	Indian Chaska Amchur Powder		30	Device	Patel Retail Limited	7019792; May 21, 2025.	Formalities Check Pass
50.	Indian Chaska Red Chilli Powder		30	Device	Patel Retail Limited	7019793; May 21, 2025.	Formalities Check Pass
51.	Indian Chaska Kashmiri Chilli Powder		30	Device	Patel Retail Limited	7019794; May 21, 2025.	Formalities Check Pass
52.	Indian Chaska Coriander Powder		30	Device	Patel Retail Limited	7019795; May 21, 2025.	Formalities Check Pass
53.	Indian Chaska Turmeric Powder		30	Device	Patel Retail Limited	7019796; May 21, 2025.	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
54.	Indian Chaska Panipuri Masala		30	Device	Patel Retail Limited	7020862; May 22, 2025.	Formalities Check Pass
55.	Indian Chaska Pav Bhaji Masala		30	Device	Patel Retail Limited	7020863; May 22, 2025.	Formalities Check Pass
56.	Indian Chaska Shahi Biryani Masala		30	Device	Patel Retail Limited	7020864; May 22, 2025.	Formalities Check Pass
57.	Indian Chaska Sambhar Masala		30	Device	Patel Retail Limited	7020865; May 22, 2025.	Formalities Check Pass
58.	Indian Chaska Sabji Masala		30	Device	Patel Retail Limited	7020867; May 22, 2025.	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
59.	Indian Chaska Chicken Tandoori Masala		30	Device	Patel Retail Limited	7020869; May 22, 2025.	Formalities Check Pass
60.	Indian Chaska Tea Masala		30	Device	Patel Retail Limited	7020870; May 22, 2025.	Formalities Check Pass
61.	Indian Chaska Usal Misal Masala		30	Device	Patel Retail Limited	7020871; May 22, 2025.	Formalities Check Pass
62.	Indian Chaska Kasuri Methi Masala		30	Device	Patel Retail Limited	7020873; May 22, 2025.	Formalities Check Pass
63.	Indian Chaska Black Pepper Powder		30	Device	Patel Retail Limited	7020875; May 22, 2025.	Formalities Check Pass
64.	MM Magic Meals with tagline Tasty Hai Bro		29	Device	Patel Retail Limited	7050477; June 7, 2025.	Formalities Check Pass

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
65.	MM Magic Meals with tagline Tasty Hai Bro		30	Device	Patel Retail Limited	7050478; June 7, 2025.	Formalities Check Pass
66.	Magic Meals with tagline Tasty Hai Bro		29	Device	Patel Retail Limited	7050479; June 7, 2025.	Formalities Check Pass
67.	Magic Meals with tagline Tasty Hai Bro		30	Device	Patel Retail Limited	7050480; June 7, 2025.	Formalities Check Pass
68.	Mumbai Chaska with P (Logo) (Label)		Artistic work		Patel Retail Private Limited	A133420/2020; January 19, 2020	Registered
69.	PRL Logo		Artistic work		Patel Retail Limited	A-155579/2024; July 11, 2024	Registered

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
70.	PRL Logo..... Trust & Togetherness		Artistic work		Patel Retail Limited	A-155580/2024; July 11, 2024	Registered
71.	Patel Fresh		Artistic work		Patel Retail Private Limited	A-110966/2014; March 19, 2014	Registered
72.	P (logo) with Low Price (Label)		Artistic work		Patel Retail Private Limited	A-133418/2020; January 18, 2020	Registered
73.	Indian Fresh Food with P Logo (Label)		Artistic work		Patel Retail Private Limited	A-133419/2020; January 19, 2020	Registered
74.	BrightWave		Artistic work		Patel Retail Limited	142624; April 10, 2025	New Application

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
75.	Blixo		Artistic work		Patel Retail Limited	142654; April 4, 2025	Objected The text of the objection raised is as under: <i>“Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed.</i> <i>If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given.”</i>
76.	Saniq		Artistic work		Patel Retail Limited	142655; April 4, 2025	Objected The text of the objection raised is as under: <i>“Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned</i>

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
							period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given.”
77.	Tidyflush		Artistic work		Patel Retail Limited	142656; April 4, 2025	Objected The text of the objection raised is as under: “Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given.”

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
78.	Tidymax		Artistic work		Patel Retail Limited	142657; April 4, 2025	Objected The text of the objection raised is as under: <i>“Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed.</i> <i>If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given.”</i>
79.	Washybar		Artistic work		Patel Retail Limited	142658; April 4, 2025	Objected The text of the objection raised is as under: <i>“Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned</i>

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
							period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."
80.	Blue Commando			Artistic work	Patel Retail Limited	142659 ; April 4, 2025	Objected The text of the objection raised is as under: "Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed. If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given."

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
81.	Yelo		Artistic work		Patel Retail Limited	142660; April 4, 2025	Objected The text of the objection raised is as under: <i>“Copyright certificate under Section 45(1) of the Copyright Act, 1957 cannot be issued. However, if you so desire, you may file written submission in this regard within 2 months from the date of receipt of this objection letter. Please note that written submission received after expiry of the above mentioned period will not be considered and the case be treated as closed.</i> <i>If the artistic work attached with the Application is already registered or applied for registration by you under the Trade Marks Act, 1999, the details thereof like application number, date of filing, Journal number and copy of representation should be given.”</i>
82.	Ye-lo		Artistic work		Patel Retail Limited	142661; April 4, 2025	Marked for exam
83.	R Care		Artistic work		Patel Retail Limited	142662; April 4, 2025	Marked for exam

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
84.	Yelona		Artistic work		Patel Retail Limited	142663; April 5, 2025	Marked for exam
85.	Indian Chaska Panipuri Masala		Artistic work		Patel Retail Limited	143723; May 21, 2025	New Application
86.	Indian Chaska Pav Bhaji Masala		Artistic work		Patel Retail Limited	143724; May 21, 2025	New Application
87.	Indian Chaska Shahi Biryani Masala		Artistic work		Patel Retail Limited	143725; May 21, 2025	New Application
88.	Indian Chaska Sambhar Masala		Artistic work		Patel Retail Limited	143726; May 21, 2025	New Application
89.	Indian Chaska Sabji Masala		Artistic work		Patel Retail Limited	143727; May 21, 2025	New Application

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
90.	Indian Chaska Chicken Tandoori Masala		Artistic work		Patel Retail Limited	143728; May 21, 2025	New Application
91.	Indian Chaska Tea Masala		Artistic work		Patel Retail Limited	143729; May 21, 2025	New Application
92.	Indian Chaska Usal Misal Masala		Artistic work		Patel Retail Limited	143730; May 21, 2025	New Application
93.	Indian Chaska Kasuri Methi		Artistic work		Patel Retail Limited	143731; May 21, 2025	New Application
94.	Indian Chaska Black Pepper Powder		Artistic work		Patel Retail Limited	143732; May 21, 2025	New Application
95.	Indian Chaska Jeera Powder		Artistic work		Patel Retail Limited	143733; May 21, 2025	New Application

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
96.	Indian Chaska Amchur Powder		Artistic work		Patel Retail Limited	143734; May 21, 2025	New Application
97.	Indian Chaska Red Chilli Powder		Artistic work		Patel Retail Limited	143735; May 21, 2025	New Application
98.	Indian Chaska Kahmiri Chilli Powder		Artistic work		Patel Retail Limited	143736 ; May 21, 2025	New Application
99.	Indian Chaska Coriander Powder		Artistic work		Patel Retail Limited	143737; May 21, 2025	New Application
100.	Indian Chaska Turmeric Powder		Artistic work		Patel Retail Limited	143738; May 21, 2025	New Application
101.	Indian Chaska Chaat Masala		Artistic work		Patel Retail Limited	143751; May 22, 2025	New Application
102.	Indian Chaska Chhole Masala		Artistic work		Patel Retail Limited	143752; May 22, 2025	New Application

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
103.	Indian Chaska Chicken Masala		Artistic work		Patel Retail Limited	143753; May 22, 2025	New Application
104.	Indian Chaska Egg Curry Masala		Artistic work		Patel Retail Limited	143754; May 22, 2025	New Application
105.	Indian Chaska Fish Fry Masala		Artistic work		Patel Retail Limited	143755; May 22, 2025	New Application
106.	Indian Chaska Garam Masala		Artistic work		Patel Retail Limited	143756; May 22, 2025	New Application
107.	Indian Chaska Jaljira Masala		Artistic work		Patel Retail Limited	143757; May 22, 2025	New Application
108.	Indian Chaska Kitchen King Masala		Artistic work		Patel Retail Limited	143758; May 22, 2025	New Application

Sr. No.	Trademark/ Copyright	Logo	Class	Nature of Trademark / Copyright	Owner	Application Number and Date	Status
109.	Indian Chaska Meat Masala		Artistic work		Patel Retail Limited	143759; May 22, 2025	New Application
110.	Indian Chaska Shahi Paneer Masala		Artistic work		Patel Retail Limited	143760; May 22, 2025	New Application

Note:

*The Company has filed an application/ request dated December 22, 2023 with the Registrar of Trademarks for change of name of the owner as regards the said trademark from 'Bechar Raghavji Patel' to 'Patel Retail Limited'.

Immovable Properties

Details of our immovable properties are as below:-

OWNED PROPERTIES

Sr. No.	Details of Property	Area (Sq. Ft. / Sq. Mtrs.)	Date of Agreement	Actual use	Details of the lessor/licensor/seller
1.	Survey no. 35, Hissa no. 2, Revenue Village, Kulgaon, Tal. Ambernath, Thane	906 sq. yards	May 23, 2011	Retail Store	Patel Retail Limited
2.	Basement floor, A wing, Sai Arcade, Village, Navagaon, Taluka Kalyan, Dist. Thane	331.54 sq. ft.	January 16, 2020	Retail Store	Patel Retail Limited

Sr. No.	Details of Property	Area (Sq. Ft. / Sq. Mtrs.)	Date of Agreement	Actual use	Details of the lessor/licensor/seller
3.	Survey No. 145/1, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115	3 Acres -27 Guntha	April 23, 2015	Factory	Patel Retail Limited
4.	Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat – 370115	7 Acres -38 Guntha	November 8, 2019	Factory	Patel Retail Limited
5.	Survey No. 425/11/P2, Ward No. 1, Dhamadka, Dhamadka B.O, Kachchh, Gujarat, India, 370115	13 Acres -14 Guntha	November 18, 2023	Factory	Patel Retail Limited

LEASED PROPERTIES

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
1.	Plot M-2, Udyog Bhavan No.5, M.I.D.C, Additional Ambernath, Anand Nagar, Ambernath	7500 sq. metres	December 20, 2012	Processing Unit / Warehouse / Distribution Centre / Corporate Office	Lease (Tenure - 92.28 Years)	₹366.89 Lakhs (Lease rent paid for the tenure of the lease)	The Maharashtra Industrial Development Corporation	No	NA
2.	Survey No. 151, No.4A, Village Chikhholi, Tal, Ambernath, Kalyan Badalpur Road, Ambernath, Thane	10,000 sq. ft.	January 16, 2024	Retail Store	Leave and License (Tenure – 3 Years)	₹1,21,000 Per Month	Khalil Ahmed, Nawabali Subedar	No	NA
3.	Jain Plaza, Office premises 1, 2, 11, 111 and 112, Ambernath (East)- 421501	1320 Sq. ft.	May 1, 2023	Retail Store	Leave and License (3 years)	₹15,000 Per Month	Bechar Raghavji Patel	Yes	Yes
4.	Laxmichhaya Apt., Mahalaxmi Nagar, Vadavli, Ambernath (East)	2616.10 sq. ft.	May 6, 2022	Retail Store	Leave and License (Tenure – 5 Years)	₹1,10,000 Per Month	M/s. Parijat Constructions	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
5.	Ground floor, Jainam Residency, Palegaon, Ambernath (East)	3500 sq. ft.	January 1, 2019	Retail Store	Leave and License (Tenure – 9 Years -slab of 3 years renewable by mutual consent)	₹1,70,000 Per Month	M/s. KBP Corporation	Yes	Yes
6.	Ground Floor, May Flower Gardens, Shivganganagar, Shiv Mandir Road, Ambernath, Thane- 421501	9700 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure – 5 Years)	₹4,18,000 Per Month	Jayan Wadhwa, Vikramraj Chouhan, Rekha Chouhan, Divyaraj Chouhan, Mehul Chouhan, Sagar Chouhan, Manisha Chouhan, Indra Chouhan, Ram Kukreja, Roshni Wadhwa and Murli Valecha	No	NA
7.	Gr. Gala No. 3 Opp Jathar Hospital, Ambernath (West)	2965 sq. ft.	January 1, 2024	Retail Store	Leave and License (Tenure - 9 Years)	₹ 50,000 Per Month	Patel RPL Realty Private Limited	Yes	Yes
8.	Survey no.46/11, 46/12, 83/7 & 83/8, shop no. 1 to 14, Surval Heights B wing Ground floor, Shirgaon Badlapur (East)	3600 sq. ft.	July 28, 2023	Retail Store	Leave and License (Tenure- 10 years)	₹2,52,000 Per Month	Dilip Tukaram Surval, Nandkumar Tukaram Surval, Arun Tukaram Surval, Bharat Tukaram Surval, Sharad Tukaram Surval, Anil Tukaram Surval and Bhimabai Tukaram Surval.	No	NA
9.	Ground Floor, bearing No. 1, E-2 building and Premises No. 2 in E-3 Building in Ushakiran Residency, Village Kharvai, Taluka Ambernath, District Thane, Kulgaon, Badlapur	6300 sq. ft.	November 10, 2024	Retail Store	Agreement for commission on sales of business (Tenure – 5 Years) [#]	₹1,50,000 Per Month or 3% of Sales, whichever is higher	Stalwart Impex Private Limited, M/s. Usha Construction Co.	No	NA
10.	Shree Gan Neel Apartment, Village Katrap, Badlapur (East)	1500 sq. ft.	January 16, 2024	Retail Store	Leave and License (Tenure – 3	₹3,81,397 Per Month	M/s. Neel Siddhi Enterprises	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
					Years)				
11.	Basement, Mandavkar Complex, Nr. Shamrao Vithal Coop Bank, Sanewadi, Stn. Road, Badlapur (West)	2500 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure – 5 Years)	₹3,11,732 Per Month	Raju Mandavkar and Neha Constructions	No	NA
12.	Shop no. Property no. 8000054, Ground Floor, Patil Mangal Karyalay, Manjarli, 50/2, Plot no. 1&/ 50/ 2, Plot no. 2, Ganesh Chowk, Patil Nagar, Badlapur, Ambernath, Thane	4521 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure – 5 years)	₹1,87,500 Per Month	Sudam Mahadeo Patil	No	NA
13.	Vakratunda CHSL, Rajaji Path, Opp. Swaminarayan Temple, Dombivili (East) Thane 421201	900 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure – 5 Years)	₹72,000 Per Month	Meena Thakkar & Pooja H. Lakhani	No	NA
14.	Unique Plaza Commercial Complex, X-5, Shop No. 9, MIDC, Dombivili (East), Dist: - Thane, State: Maharashtra	1540 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure - 5 Years)	₹1,76,400 Per Month	Deepak P. Mejari Anita P. Mejari Shanta M. Mejari Prasad K Kabade Tushar G Bedekar Sapna Sekhar Pal	No	NA
15.	Ground Floor, Near Ice Factory, Manpada road, Dombivli (East)	4000 Sq. ft.	July 29, 2022	Retail Store	Leave and License (Tenure – 60 months)	₹2,40,000 Per Month	Bhagirathi Bharat Jondhale	No	NA
16.	Mhatre Chawl, Opp. Municipal Hospital, Kopar Road, Dombivili (West)	1900 Sq. Ft.	November 13, 2024	Retail Store	Leave and License (Tenure – 5 Years)	₹1,00,000 Per Month	M/s. Surya Trading Company, Mrs. Usha Jethalal Haria, Mrs. Kanya Devi	No	NA
17.	Mahajivinayak Co-Operative Housing Society Shree Harsh Plaza, City survey No. 131, 134 Samrat Chowk, Dindayal Road, Dombivli (West), Dist – Thane	3000 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure - 5Years)	₹ 40,000 Per Month	Kalpesh B Mhatre	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
18.	Shop No. 1, Datta Bhagwan Mhatre Building, Village Shivaji Nagar, Survey No 94/10 Kumbharkhanpada, Dombivli (West), Thane	3000 sq. ft.	October 6, 2022	Retail Store	Leave and License (Tenure – 5 Years)	₹2,50,000 Per Month	Datta Bhagwan Mhatre	No	NA
19.	Survey No. 1873, Ward No. 21, House No. 78/1, Village Mulgaon Budruk, Tal. Khalapur, Dist. Raigad	5100 sq. ft.	January 30, 2023	Retail Store	Leave and License (Tenure - 5 Years)	₹2,35,000 Per Month	Anand Kumar Mohatta HUF	No	NA
20.	Shankeshwar Kreators, A 13, H No. 2, Kolivali, Kalyan (West)-421301	2900 sq. ft.	April 1, 2022	Retail Store	Leave and License (Tenure – 5 Years)	₹2,17,500 Per Month	Shankheshwar Kreators	No	NA
21.	Shop no. 1, Office no. 5 to 7 plus dressing room on Ground Floor, Shop no. 1 to 12, and Office no. 18 to 23 plus dressing room on 1 st Floor, A wing, Krishna Square Building	9347 sq. ft.	January 16, 2024	Retail Store	Leave and License (Tenure – 3 Years)	₹9,27,170 Per Month	M/s. Gopal Krishna Developers	No	NA
22.	Ground Floor, Yogi Commercial Premises CHS, Opp. Madhav Shrishti, Godrej Hill Road, Khadakpada, Kalyan (West)	4810 sq. ft.	July 1, 2024	Retail Store	Leave and License (Tenure – 5 Years)	₹3,80,000 Per Month	Jairam Patel	No	NA
23.	Cholkar Niwas, Tilak Chowk, Kalyan (West)	1700 sq. ft.	October 12, 2020	Retail Store	Leave and License (Tenure – 5 Years)	₹1,94,040 Per Month	Satram Verhani (HUF), Anil Balchandani, Milind Pandit, Prakash Jagyasi	No	NA
24.	Ground Floor, Shop No. 1, 2 & 3, Pranav Shopping Centre, Santoshi Mata Road, Kalyan (West)	3500 sq. ft.	November 13, 2024	Retail Store	Leave and License (Tenure – 33 Months)	₹94,833 Per Month	M/s. Prachee Associates	No	NA
25.	Shop No. 3 to 5, Murbadkar Building, Sonar Pada, Near Heritage School, Kalyan-Murbad Road- 421401	4200 sq. ft.	July 1, 2024	Retail Store	Leave and License (Tenure – 5 Years)	₹2,25,000 Per Month	Rakesh Subhashchandra Shah	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
26.	Shop No. 1, Pandit Naka, Cherpoli, near ST Depot, Shahapur- 421601	4000 sq. ft.	January 16, 2024	Retail Store	Leave and License (Tenure – 3 Years)	₹4,20,000 Per Month	M/s. Shiv Sagar Builders	No	NA
27.	Shop No. 1, 2, 3 and 4, Ground Floor, Omkar Complex, Near Shahad Bridge, Shahad	2200 sq. ft.	September 3, 2020	Retail Store	Leave and License (Tenure – 5 Years)	₹1,92,500 Per Month	Parin Kirti Mota, Bhavin Kirti Mota, Ladhilbai Kanji Mota	No	NA
28.	Regency Sarvam, Shop no. 1, 2, 3 and 4 of Commercial Building No. 2, bearing S. No. 42, H No. 1, 2, 3, Manda Titwala- 421605	Shop no. 1, 2 and 3 -3964 sq. ft. Shop no. 4 – 1321 sq. ft.	Shop no. 1, 2 and 3 - September 17, 2021 Shop no. 4 – September 17, 2021	Retail Store	Leave and License (Tenure – 5 Years)	Shop no.1,2 and 3 - ₹1,44,493 Per Month Shop no. 4- ₹55,389	Shop no. 1, 2 and 3 - Mahesh S. Khairari Shop no. 4- Neha Anil Bathija and Bharat Jessaram Bhatija	No	NA
29.	Shop No. 1, Mukund Building, Aman Talkies Road, Ulhasnagar (West) , Thane	4500 sq. ft	January 16, 2024	Retail Store	Leave and License (Tenure – 3 Years)	₹2,55,000 Per Month	Deepak M. Tanna	No	NA
30.	Shop no. 1, 2 and 3, Plot 6, 7, 8, 9 Part of Maha Laxmi Marria Law Ulhasnagar (East)	8500 sq. ft.	December 22, 2022	Retail Store	Leave and License (Tenure – 3 Years)	₹1,92,5000 Per Month	Gopidevi Dayaram Senani and Ramchander Dayaram Senani	No	NA
31.	Jain Plaza, Office premises 3, 4, 10 and 110, Ambarnath (East)- 421501	1320 Sq. ft.	May 1, 2023	Retail Store	Leave & License (Tenure - 3 years)	₹15,000 Per Month	Dhanji Raghavji Patel	Yes	Yes
32.	Shop No 9, B Wing Navare Arcade, Shivam Tower, Ambarnath (East)- 421501	500 sq.ft	October 1, 2023	Godown	Leave and License (Tenure- 5 years)	₹6000 per month	Perumal Pechaiya Konar	No	NA
33.	Ground floor, Shop No. 12 Vivekanand Arcade, Gandhi	250 Sq. ft	February 26, 2024	Godown	Leave and License	₹9000 per month	Ujjwala Ulhas Ambavane	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
	Chowk, Station road, Badlapur (East)-421503				(Tenure- 22 months)				
34.	2/5 Sayyad Building Rajaji Path, Near Swami Narayan Mandir, Ram Nagar, Dombivali (E)	400 sq. ft	October 1, 2023	Godown	Leave and License- (Tenure- 11 months)	₹7500 per month	Yogesh Hirji Malani	No	NA
35.	Room No. 206, Tulsi Das Apt., Vijay Nagar, Near Ram Mandir, Dombivali (West)	500 Sq. ft	August 1, 2023	Staff room	Leave and License (Tenure- 5 years)	₹6000 per month	Ganesh Shaligram Patil	No	NA
36.	Shivkrupa Hsg Society, Room No. 04 Zunzarao, Complex Murbad-421401	800 sq. ft.	August 1, 2023	Staff room	Leave and License (Tenure- 5 years)	₹5000 per month	Ummedsingh Naruka	No	NA
37.	Flat No 02, Behind SBI Bank, Taluka Khalapur, Raigad - 410203	450 Sq. ft.	August 1, 2023	Staff room	Leave and License (Tenure- 5 years)	₹6000 per month	Anand Kumar Mohatta HUF	No	NA
38.	Survey No. 733/ P34, Village Dudhai, Taluka Anjar, Kutch, Gujarat	7.975 acres	November 1, 2018	Warehousing and Logistics	Lease (Tenure- 50 years)	₹10,000 per month	Hiren Bechar Patel	Yes	Yes
39.	House No. 212/2, Hari Om Timber Mart Compound, Near Bank of Maharashtra, Kamatghar Ajurphat Agar Road, Bhiwandi, Dist. Thane- 421302, Maharashtra, India	6000 sq. ft.	February 29, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹2,81,000 per month	Vasant Poonamchand Patel, Sumit Ladharam Patel and Aditya Naresh Patel	No	NA
40.	House No. 293, Parekh Timber Mart Compound, Opposite Krishna Complex, Behind IndusInd Bank, Kaneri Agar Road, Near Rameshwar Mandir, Kaneri, Bhiwandi, Dist. Thane- 421302, Maharashtra, India	5200 sq. ft.	January 29, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹2,21,000 per month	Harshad N. Patel, Himmatlal N. Patel, Sanjay M. Patel, Kishor M. Patel, Ashok T. Patel, Jitesh T. Mukhi	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
41.	Survey no 30, Adarsh Park, Ajay Nagar, Kasar Alley, Kombadpada, Bhiwandi-421302	5200 sq. ft.	September 5, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹2,25,000	Smarnan Brothers Infra LLP	No	NA
42.	SER No. 158/1 Diva Shill Road Opp. Sudama Regency, Thane-400612	5400 sq. ft.	May 7, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹75,000 per month	Kaulram Rama Chaudhary, Hanuman Harishchandra Chaudhary, Sandip Harishchandra Chaudhary	No	NA
43.	Survey no. 30 Hissa No. 48, 49, 53, 54, 57 & 58, Tisgaon, Kalyan East-421306	3000 sq. ft.	October 7, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹1,00,000 per month	Rai Residency Pvt. Ltd.	No	NA
44.	Survey No. 114/1, Near Palava-Taliya Road, Khoni MIDC Road Dombivali East-421301	6000 sq. ft.	January 6, 2024	Retail Store	Leave and License (Tenure- 4 years)	₹1,38,000 per month	Rupesh Arjun Valilkar, Bhavesh Arjun Valilkar	No	NA
45.	Motiram Residency 02 Gr No 2008, Om Sai Nagar, Central Bank Padgha	2450 sq. ft.	May 16, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹70,000 per month	Neha Nilesh Damodar, Madhura Milind Damodar	No	NA
46.	Survey No 169/5, Old Agra Road, Near Chaubal wada Bhare Maidan, Shahpur-tal,-421601	4700 sq. ft.	April 30, 2024	Retail Store	Leave and License (Tenure- 5 years)	₹1,97,400 per month	Kevalchand Mangaram Chaudhary, Dayaram Mangaram Chaudhary, Ranchodram Mangaram Chaudhary	No	NA
47.	Shop No. 2A, Survey No. 5/5 Rangoli Village, H. No. 611, Opposite Mahindra Happinest, Kalyan Bhiwandi Road, Bhiwandi, Thane, Maharashtra 421302	4500 sq. ft.	January 29, 2025*	Retail Store	Leave and License (Tenure- 5 years)	₹4,11,000 per month	M/s Agarwal Rrecycling and Manufacturing Private Limited	No	NA
48.	Shop No. 1,2,3, Ground Floor, Nice World, Wing 1, Survey No. 55, Taloapali Road, Near MM	3950 sq. ft.	May 1, 2025	Retail Store	Leave and License (Tenure- 5	₹2,90,000 per month	Ayub Mohd Nafiz Khan, Akalbun Nisa Mohd Khan	No	NA

Sr. No.	Details of Property	Area (Sq. Ft./ Sq. Mtrs.)	Date of Agreement	Actual use	Owned / Leased (Validity*)	Lease Rent	Details of the lessor/licensor/seller	Whether Lessor is a related party?	Whether transaction is at Arm's length
	Valley, Kausa, Mumbra Thane, 400612				years)				

*Our company signed the agreement on January 29, 2025, but the store only became operational on February 14, 2025.

#For further details, please see ***History and Certain Corporate Matters – Other Agreements*** on page 345 of the Draft Red Herring Prospectus.

Further, our Company has entered into Memorandum of Understanding (“MOU”) for purchase of the following immovable properties:

Sr. No.	Details of Property	Area (Sq. Ft. / Sq. Mtrs.)	Date of MOU	Actual use	Details of the seller
1.	Karjat Badlapur Road, Near Poonam Hotel, Vangani West.	3200 sq. ft.	May 6, 2025	Retail Store	Shelar Chhaya Arun
2.	SHOP NO 2417/1 & SHOP NO 2339 Village-Neral, Taluka-karjat, Dist. - Raigad,- 410101	3250 sq. ft.	May 6, 2025	Retail Store	Rajendra Chandu Vagheshwar

The Details of Domain Name registered on the name of the Company is: -

Sr. No.	Domain Name and ID	Sponsoring Registrar and IANA ID	Registrant Name	Creation date	Registration Expiry date
1.	Domain Name: PATELRMART.COM Registry Domain ID: 2525958254_DOMAIN_COM-VRSN	Registrar: GoDaddy.com, LLC IANA ID: 146	Registrant Name: Patel Retail Limited Organization: Company	May 14, 2020	May 14, 2026
2.	Domain Name: PATELRPL.IN Registry Domain ID: D55F3A4071ED8453E83327882D374E319-IN	Registrar: GoDaddy.com, LLC IANA ID: 146	Registrant Name: Patel Retail Limited Organization: Company	January 08, 2021	January 08, 2028
3.	Domain Name: PATELRPL.NET Registry Domain ID: 1661904265_DOMAIN_NET-VRSN	Registrar: GoDaddy.com, LLC IANA ID: 146	Registrant Name: Patel Retail Limited Organization: Company	June 16, 2011	June 16, 2028
4.	Domain Name: Indianchaska.in Registry DomainID: D0E1E162FDF084B3B85DC1D7DE5A29BB7-IN	Registrar: GoDaddy.com, LLC IANA ID: 146	Registrant Name: Patel Retail Limited Organization: Company	June 19, 2024	June 19, 2034

CORPORATE SOCIAL RESPONSIBILITY

We have set up a corporate and social responsibility (“CSR”) committee of our Board of Directors (the “CSR Committee”) comprising of Managing Director, Whole Time Director, Non Executive Director and Independent Director and have adopted and implemented a CSR policy on 13th October, 2023 pursuant to which we carry out our CSR activities. The main objective of the policy is to lay down guidelines for our Company’s corporate social responsibility, and make it a key business process for sustainable development, to make a positive impact on society and enhance our image as a credible and reliable business partner. These CSR activities may include, amongst others, efforts to eradicate hunger, poverty, promoting education and animal welfare. Against our CSR obligation our Company has incurred a sum of ₹ 45.43 Lakhs, ₹ 31.71 Lakhs and ₹ 30.00 lakhs towards CSR expense for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. For more details, please see “*Our Management- Corporate Governance*” on page 356 of the Draft Red Herring Prospectus.

SECTION V- FINANCIAL INFORMATION

RESTATED FINANCIAL STATEMENTS

Financial Statements	Page Nos.
Restated Financial Statements	274 - 306

INDEPENDENT AUDITOR'S EXAMINATION REPORT ON RESTATED FINANCIAL INFORMATION

To,
The Board of Directors
Patel Retail Limited

Dear Sirs,

1. We have examined the attached Restated Financial Information of Patel Retail Limited (Formerly known as Patel Retail Private Limited) (the "Company") comprising the Restated Statement of Assets and Liabilities as at March 31, 2025, March 31, 2024 and March 31, 2023, the Restated Statements of Profit and Loss (including other comprehensive income), the Restated Statement of Changes in Equity, the Restated Cash Flow Statement for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023, the Summary Statement of Significant Accounting Policies, and other explanatory information (collectively, the "Restated Financial Information"), as approved by the Board of Directors of the Company at their meeting held on 16th June 2025 for the purpose of inclusion in the Red Herring Prospectus ("RHP") prepared by the Company in connection with its proposed Initial Public Offer of equity shares ("IPO") prepared in terms of the requirements of:
 - a) Section 26 of Part I of Chapter III of the Companies Act, 2013 (the "Act");
 - b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"); and
 - c) The Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India ("ICAI"), as amended from time to time (the "Guidance Note").
2. The Company's Board of Directors is responsible for the preparation of the Restated Financial Information for the purpose of inclusion in the RHP to be filed with Securities and Exchange Board of India, the BSE Limited, the National Stock Exchange of India Limited and Registrar of Companies, Mumbai in connection with the proposed IPO. The Restated Financial Information have been prepared by the management of the Company on the basis of preparation stated in Note no.2 to the Restated Financial Information. The Board of Directors of the Company responsibility includes designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Restated Financial Information. The Board of Directors are also responsible for identifying and ensuring that the Company complies with the Act, ICDR Regulations and the Guidance Note.
3. We have examined such Restated Financial Information taking into consideration:
 - a) The terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter dated 29th September 2023 in connection with the proposed IPO of equity shares of the Company;
 - b) The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;
 - c) Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Information; and

d) The requirements of Section 26 of the Act and the ICDR Regulations. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the ICDR Regulations and the Guidance Note in connection with the IPO.

4. These Restated Financial Information have been compiled by the management from:
 - a) Audited Ind AS financial statements of the Company as at and for the year ended March 31, 2025 & March 31, 2024 prepared in accordance with the Indian Accounting Standards (referred to as “Ind AS”) as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other accounting principles generally accepted in India, which have been approved by the Board of Directors at their meeting held on 10th June 2025 & 23rd September 2024 respectively and audited by us.
 - b) Audited Special purpose Ind AS financial statements of the Company as at and for the year ended March 31, 2023 prepared in accordance with the Indian Accounting Standards (referred to as “Ind AS”) as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other accounting principles generally accepted in India, which have been approved by the Board of Directors at their meeting held on 01st March, 2024. These financial statements for the year ended March 31, 2023 have been prepared after making suitable Ind AS adjustments to the audited financial statements of the Company as at and for the year ended March 31, 2023 prepared in accordance with the accounting standards notified under the section 133 of the Act (“Indian GAAP”) audited by K C Ramrakhiyani & Co. (previous Statutory Auditor) which have been approved by the Board of Directors at their meeting held on 27th September 2023. There are no audit qualifications in the audit reports issued by the statutory and tax auditors for the financial year ended on March 31, 2023 which would require adjustments in the Restated Financial Information of the Company. The financial report included for this year is based solely on the report submitted by them.
5. We have re-audited the special purpose financial information of the Company for the year ended March 31, 2023 prepared by the Company in accordance with the Ind AS for the limited purpose of complying with the requirement of getting its financial statements audited by an audit firm holding a valid peer review certificate issued by the “Peer Review Board” of the ICAI as required by SEBI ICDR Regulation 11(1)(A)(e) of Schedule VI in relation to the proposed IPO. We have issued our report dated 01st March 2024 on this special purpose financial information to the Board of Directors who have approved these in their meeting held on 01st March 2024.
6. For the purpose of our examination, we have relied on:
 - a) Auditors’ reports issued by us dated 10th June 2025 and 23rd September 2024 on the financial statements of the Company as at and for year ended March 31, 2025 and March 31, 2024 respectively and Re-audited financial statements as at and for the year ended March 31, 2023 as referred in Paragraph 4 & 5 above;
7. Based on our examination and according to the information and explanations given to us we report that the Restated Financial Information:
 - a) have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the financial years ended March 31, 2024 and March 31, 2023 to reflect the same accounting treatment as per the accounting policies and grouping/classifications followed as at year ended March 31 2025;

- b) does not contain any qualifications requiring adjustments; and
 - c) have been prepared in accordance with the Act, ICDR Regulations, Guidance Note.
8. The Restated Financial Information do not reflect the effects of events that occurred subsequent to the respective dates of the reports on the audited financial statements mentioned in paragraph [4] above.
 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 the Previous Auditors, 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 Board of Directors for inclusion in the RHP to be filed with Securities and Exchange Board of India, the BSE Limited, the National Stock Exchange of India Limited and Registrar of Companies, Mumbai in connection with the proposed IPO. Our report should not be used, referred to, or distributed for any other purpose except with our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Kanu Doshi Associates LLP
Chartered Accountants
Firm Registration Number: 104746W/W100096

Sd/-

Kunal Vakharia
Partner
Membership No: 148916
UDIN: 25148916BMKNMG3277

Place: Mumbai
Date: 16th June 2025

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")

Restated Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
ASSETS				
Non - Current Assets				
Property, Plant and Equipment	3	6,292.32	5,824.91	5,749.56
Capital work-in-progress	3	-	447.35	174.83
Intangible Assets	3	12.01	13.70	12.40
Intangible assets under development		-	-	58.70
Right-to-use assets		192.10	185.13	99.44
Financial assets				
i. Non Current Investments	4	-	-	1.65
ii. Other Financial assets	5	612.95	609.27	473.46
Other Non - Current assets	6	1,259.99	1,416.66	1,431.57
Other Non - Current Tax assets (Net)	7	68.19	118.34	129.70
Deferred Tax Asset (Net)	8	246.52	215.81	186.16
Total Non- Current Assets		8,684.08	8,831.18	8,317.48
Current Assets				
Inventories	9	14,371.97	12,700.16	7,667.65
Financial assets				
i. Trade receivables	10	12,464.44	9,655.62	10,359.63
ii. Cash and cash equivalents	11	274.61	293.26	264.62
iii. Other Bank Balances	12	964.17	69.44	66.23
iv. Other financial assets	13	357.56	600.79	459.39
Other Current assets	14	1,169.52	1,151.27	3,176.99
Total Current Assets		29,602.27	24,470.54	21,994.51
TOTAL ASSETS		38,286.35	33,301.72	30,311.99

EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital	15	2,488.25	2,438.25	380.98
(b) Other Equity	16	10,969.19	7,002.08	6,805.94
Total Equity		13,457.44	9,440.33	7,186.92
Liabilities				
Non Current Liabilities				
Financial Liabilities				
i. Long Term Borrowings	17	2,015.87	2,685.82	3,527.06
ii. Lease Liabilities		91.62	101.50	43.89
iii. Other Financial liabilities	18	40.51	-	-
Long Term provisions	19	60.22	30.08	19.72
Total Non- Current Liabilities		2,208.22	2,817.40	3,590.66
Current Liabilities				
Financial Liabilities				
i. Short Term Borrowings	20	16,037.83	15,889.21	14,754.33
ii. Lease liabilities		109.34	88.65	59.64
iii. Trade payables	21			
Dues of Micro and Small enterprises		1,319.67	681.35	-
Dues of other than Micro and Small enterprises		4,720.27	4,066.54	4,282.07
Short Term Provisions	19	2.95	0.06	0.04
Other Current liabilities	22	142.04	106.25	262.14
Current tax liabilities (Net)	23	288.60	211.93	176.18
Total Current Liabilities		22,620.70	21,043.99	19,534.41
TOTAL EQUITY AND LIABILITIES		38,286.35	33,301.72	30,311.99

The accompanying notes forming an integral part of the financial statements

As per our report of even date attached.

FOR KANU DOSHI ASSOCIATES LLP

Chartered Accountants

Firm's Registration Number: 104746W/W100096

FOR AND ON BEHALF OF BOARD OF DIRECTORS

SD\-\nKunal Vakharia\nPartner\nMembership No. 148916

SD\-\nDhanji R. Patel\nChairman & Managing Director\nDIN 01376164

SD\-\nBechar R. Patel\nDirector\nDIN 02169626

Place: Mumbai\nDated: 16th June 2025

SD\-\nRahul D. Patel\nChief Executive Officer

SD\-\nManish R. Agarwal\nChief Financial Officer

SD\-\nPrasad Khopkar\nCompany Secretary

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Statement of Profit and Loss
(All amounts are in INR lakhs except per share data or otherwise stated)

Particulars	Note No.	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Continuing operations				
Revenue from operations	24	82,069.29	81,418.83	1,01,854.78
Other income	25	529.72	352.42	125.58
Total Income		82,599.01	81,771.25	1,01,980.36
Expenses				
Cost of material consumed	26	35,243.56	38,415.32	32,407.46
Purchases Of Stock-In-Trade	27	32,950.20	30,418.32	55,451.87
Changes in inventories	28	(2,062.92)	(2,944.14)	(1,839.72)
Employee benefit expenses	29	3,170.96	2,717.83	2,264.15
Finance Cost	30	1,637.97	1,518.82	1,113.45
Depreciation & amortization expenses	31	1,172.50	1,003.95	985.78
Other Expenses	32	7,053.94	7,579.97	9,372.63
Total Expenses		79,166.21	78,710.07	99,755.63
Profit before exceptional items and tax		3,432.80	3,061.18	2,224.73
Exceptional items		-	-	-
Profit before tax		3,432.80	3,061.18	2,224.73
Less: Tax expenses				
(1) Current tax				
of Current year		928.70	837.57	591.18
of Earlier years		3.39	(0.06)	(1.06)
(2) Deferred tax				
of Current year		(27.10)	(29.67)	(3.37)
of Earlier years				
Total Tax Expenses		904.99	807.83	586.75
Profit after tax	A	2,527.81	2,253.34	1,637.97
Other Comprehensive Income				
A. (i) Items that will be reclassified to profit or loss				
(ii) Income tax relating to items that will be reclassified to profit or loss				
B. (i) Items that will not be reclassified to profit or loss		(14.30)	0.09	3.74
(ii) Income tax relating to items that will not be reclassified to profit or loss		3.60	(0.02)	(0.94)
Total Other Comprehensive Income for the year	B	(10.70)	0.07	2.80
Total Comprehensive Income for the year	(A+B)	2,517.11	2,253.41	1,640.77
Earning per equity share (Face Value of Rs.10 /- each)				
Basic/ Diluted (In Rs.)		10.30	9.24	6.72

FOR KANU DOSHI ASSOCIATES LLP
Chartered Accountants
Firm's Registration Number: 104746W/W100096

SD\ -
Kunal Vakharia
Partner
Membership No. 148916

Place: Mumbai
Dated: 16th June 2025

FOR AND ON BEHALF OF BOARD OF DIRECTORS

SD\ -
Dhanji R. Patel
Chairman & Managing Director
DIN 01376164

SD\ -
Rahul D. Patel
Chief Executive Officer

SD\ -
Bechar R. Patel
Director
DIN 02169626

SD\ -
Manish R. Agarwal
Chief Financial Officer

SD\ -
Prasad Khopkar
Company Secretary

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Statement of Cash Flows
(All amounts are in INR lakhs except per share data or otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Profit before income tax	3,432.80	3,061.18	2,224.73
Adjustments for			
Depreciation and amortisation expense	1,065.72	931.79	939.35
Depreciation on Right of Use of assets	106.78	72.17	46.44
Loss on disposal of property, plant and equipment	(4.36)	-	0.80
Unwinding of discount on security deposits	(28.24)	(23.30)	(16.89)
Dividend and interest income	(23.40)	(54.03)	(11.99)
Finance costs	1,637.97	1,518.82	1,113.45
Provision for expected credit loss reversed	(30.00)	-	(84.00)
OCI portion of gratuity	(14.30)	0.09	3.74
Unrealised Gain / Loss	(103.19)	(100.65)	
Change in operating assets and liabilities, net of effects from purchase of controlled entities and sale of subsidiary:			
(Increase)/Decrease in trade receivables	(2,597.99)	791.48	(1,908.07)
(Increase) in inventories	(1,671.81)	(5,032.52)	(2,220.02)
Increase in trade payables	1,292.02	465.82	1,119.82
(Increase) in other financial assets	243.23	(141.40)	(276.24)
(Increase)/decrease in other non-current assets	156.67	14.90	(206.15)
(Increase)/decrease in other non current financial assets	24.56	(112.51)	(40.64)
(Increase)/decrease in other current assets	(18.25)	2,025.72	427.69
Increase/(decrease) in provisions	33.03	10.38	6.73
Increase/(Decrease) in other non- current liabilities	40.51	-	-
Increase/(Decrease) in other current liabilities	35.79	(155.89)	(1,238.15)
Cash generated from operations	3,577.54	3,272.06	(119.41)
Income taxes paid	(805.27)	(790.40)	(436.77)
Net cash inflow from operating activities	2,772.27	2,481.66	(556.18)
Cash flows from investing activities			
Payments for property, plant and equipment	(1,167.34)	(1,222.25)	(1,138.34)
Proceeds from receipt of government grant against PPE	82.20		265.01
Proceeds from sale of investments	-	1.65	-
Proceeds from sale of property, plant and equipment	5.40	-	372.86
Dividends received	-	0.42	0.28
Interest received	23.40	53.61	11.71
Net cash outflow from investing activities	(1,056.34)	(1,166.57)	(488.46)
Cash flows from financing activities			
Proceeds from issues of shares	1,500.00	-	-
Increase in short term borrowings	71.02	1,148.05	1,357.82
Decrease in long term borrowings	(669.95)	(841.24)	(166.88)
Finance lease payments	(119.67)	(81.60)	(52.56)
Interest paid	(1,621.25)	(1,508.46)	(1,104.26)
Dividends paid to company's shareholders	-	-	(38.10)
Net cash inflow (outflow) from financing activities	(839.85)	(1,283.24)	(3.98)
Net increase (decrease) in cash and cash equivalents	876.08	31.85	(1,048.62)
Cash and cash equivalents at the beginning of the financial year	362.70	330.85	1,379.47
Cash and cash equivalents at end of the year	1,238.78	362.70	330.85

FOR KANU DOSHI ASSOCIATES LLP
Chartered Accountants
Firm's Registration Number: 104746W/W100096

FOR AND ON BEHALF OF BOARD OF DIRECTORS

SD_
Kunal Vakharia
Partner
Membership No. 148916

SD_
Dhanji R. Patel
Chairman & Managing Director
DIN 01376164

SD_
Bechar R. Patel
Director

Place: Mumbai
Dated: 16th June 2025

SD_
Rahul D. Patel
Chief Executive Officer

SD_
Manish R. Agarwal
Chief Financial Officer

SD_
Prasad Khopkar
Company Secretary

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Statement of Changes in Equity
(All amounts are in INR lakhs except per share data or otherwise stated)

A. Equity Share Capital

Particulars	No of Shares	Amount
Balance at at 31st March, 2022	38,09,770	380.98
Changes in equity share capital during the year	-	-
Balance at at 31st March, 2023	38,09,770	380.98
Changes in equity share capital during the year	205,72,758	2,057.28
Balance at at 31st March, 2024	243,82,528	2,438.25
Changes in equity share capital during the year	5,00,000	50.00
Balance at at 31st March, 2025	248,82,528	2,488.25

B. Other Equity

Particulars	Reserves and Surplus			Other items of Other comprehensive income	Total
	Capital Reserve	Security Premium	Retained Earnings	Remeasurement of net defined benefit plans	
Balance at at 31st March, 2022	-	969.02	4,237.06	(2.82)	5,203.26
Profit for the year	-	-	1,637.97	2.80	1,640.77
Final Dividend paid	-	-	(38.10)		(38.10)
Balance at at 31st March, 2023	-	969.02	5,836.94	(0.02)	6,805.94
Profit for the year	-	-	2,253.34		2,253.34
Reserves utilised for Issue of Bonus Shares		(969.02)	(1,088.25)		(2,057.27)
Remeasurements of Defined Benefit Plan				0.07	0.07
Balance at at 31st March, 2024	-	-	7,002.03	0.05	7,002.08
Profit for the year	-	-	2,527.81	-	2,527.81
Securities Premium	-	1,450.00	-	-	1,450.00
Remeasurements of Defined Benefit Plan				(10.70)	(10.70)
Balance at at 31st March, 2025	-	1,450.00	9,529.84	(10.65)	10,969.19

FOR KANU DOSHI ASSOCIATES LLP
Chartered Accountants
Firm's Registration Number: 104746W/W100096

SD\ -
Kunal Vakharia
Partner
Membership No. 148916

Place : Mumbai
Dated: 16th June 2025

FOR AND ON BEHALF OF BOARD OF DIRECTORS

SD\ -
Dhanji R. Patel
Chairman & Managing Director
DIN 01376164

SD\ -
Bechar R. Patel
Director
DIN 02169626

SD\ -
Rahul D. Patel
Chief Executive Officer

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Chief Financial Officer

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Prasad Khopkar
Company Secretary

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Notes to the Balance Sheet
(All amounts are in INR lakhs except per share data or otherwise stated)

Statement Of Significant Accounting Policies & Notes To Restated Financial Statements

1 Company Overview

The company is primarily engaged in retail supermarket chain operating in Tier-III cities and nearby suburban areas of Thane and Raigad District, offering Food, Non Food (FMCG), Apparels, Home Improvement, Small Home Appliances, Over the Counter Products, Personal Care and general Merchandise catering to the needs of the entire family. The Company is also engaged in processing and manufacturing of Whole Spices, Powder Spices, Wheat Flour, Peanuts, etc. from its unit located at Maharashtra and Kutch, Gujarat. During the Year, The Company has started Manufacturing of Blended Spices under the brand name " Indian Chaska" from its unit located at Kutch, Gujarat. The Company also undertakes trading activities.

2 Significant accounting policies

(a) Basis of preparation

(i) Statement of compliance

The Restated Balance Sheets of the company as at 31 March 2025, 31 March 2024, 31 March 2023; the related Restated Statement of Profit and Loss (including Other Comprehensive Income), the Restated Statement of Changes in Equity, and the Restated Statement of Cash Flows for the Year ended 31 March 2025, 31 March 2024 and 31 March 2023 and the Significant accounting policies have been extracted by the management from the audited financial statements for the March 31, 2025, March 31, 2024 and March 31, 2023, approved by the respective Board of Directors of the companies.

The financial statements Complies in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements were authorized for issue by the Company's Board of Directors on 16th June 2025.

These financial statements are presented in Indian Rupees (INR), which is also the functional currency. All the amounts have been rounded off to the nearest lacs, unless otherwise indicated.

(ii) Basis of measurement

The Restated Financial Statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the Restated Financial Statements except where a newly issued accounting standard is initially adopted or revision to an existing accounting standard where a change in accounting policy hitherto in use.

The Restated Financial Statements have been prepared under the historical cost convention except for certain financial instruments measured at fair value as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition.

(b) Current vs non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realised within twelve months after the reporting period, or
 - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
- Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve month as its operating cycle.

(c) Use of estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

(d) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Financial Assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- (a) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss); and
- (b) Those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

- (a) For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.
- (b) For investments in debt instruments, this will depend on the business model in which the investment is held.
- (c) For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(a) Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss (FVTPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.

(b) Equity instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has selected to present fair value gains and losses on equity investments in other comprehensive income and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income or other expenses, as applicable in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime credit losses (ECL) to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

(iv) Derecognition of financial assets

- (a) The Company has transferred the rights to receive cash flows from the financial asset or
(b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(II) Financial Liabilities

(i) Measurement

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liability not at fair value through profit or loss), that are directly attributable to the issue of financial liability. After initial recognition, financial liabilities are measured at amortised cost using effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees paid, transaction cost, and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit or loss.

(ii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(e) Inventories Valuation

- (i) Raw materials, components, stores & spares, packing material, semi-finished goods & finished goods are valued at lower of cost and net realisable value.
(ii) Cost of Raw Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of semi-finished good and finished good comprises, raw materials, direct labour, other direct costs and related production overheads is arrived through Weighted Average Cost.
(iii) Scrap is valued at net realisable value.
(iv) Due allowances are made in respect of slow moving, non-moving and obsolete inventories based on estimate made by the Management.

(f) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount taxes and amounts collected on behalf of third parties. Discount is recognised on cash basis in accordance with the contractual term of the agreement with the customers. The Company recognises revenue as under:

(i) The Company recognizes revenue from sale of goods when:

- (a) The significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods.
(b) The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.
(c) The amount of revenue can be reliably measured.
(d) It is probable that future economic benefits associated with the transaction will flow to the Company.
(e) The cost incurred or to be incurred in respect of the transaction can be measured reliably.
(f) The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Interest on deployment of funds is recognised on accrual basis. Dividend income is recognised when right to receive dividend is established. Profit on sale of investments is recognised on sale of investments.

(g) Property, plant and equipment

(i) Recognition and measurement

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2020 measured as per the previous GAAP and used those carrying value as the deemed cost of the property, plant and equipment.

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss. The cost of an item of property, plant and equipment comprises:

- a) its purchase price, including import duties and non-refundable taxes (net of GST), after deducting trade discounts and rebates.
b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
c) borrowing costs for long-term construction projects if the recognition criteria are met.
If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred.

(iii) Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values, if any, over their estimated useful lives using the Reduced Balance method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act, except as stated below. Depreciation on additions/(disposals) is provided on a pro-rata basis i.e. from/ (upto) the date on which asset is ready for use / disposed off.

The estimated useful lives of assets are as taken as per Companies Act, 2013

(h) Intangible assets

On transition to Ind AS, The Company has elected to continue with the carrying value of all of its intangible assets recognised as at 1 April 2020 measured as per the previous GAAP and used those carrying value as the deemed cost of the intangible assets.

- (i) An intangible asset shall be recognised if, and only if: (a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and (b) the cost of the asset can be measured reliably.
(iii) Computer software is capitalised where it is expected to provide future enduring economic benefits. Capitalisation costs include licence fees and costs of implementation / system integration services. The costs are capitalised in the year in which the relevant software is implemented for use. The same is amortised over a period of 5 years on straight-line method.

(i) Leases

Company as lessee:

Lease under which the Company assumes substantially all the risks and rewards of ownership are classified as Finance Leases. The leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items, are classified as operating lease. Operating lease payments are recognised as expenses in the Statement of Profit and Loss.

(j) Employee Benefit

(i) Defined Contribution Plan

Contribution to defined contribution plans are recognised as expense in the Statement of Profit and Loss, as they are incurred.

(ii) Defined Benefit Plan

Company's liabilities towards gratuity and leave encashment are determined using the projected unit credit method as at Balance Sheet date. Actuarial gains / losses are recognised immediately in the Statement of Profit and Loss.

(k) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. All the foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other expenses or other income as applicable.

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

(l) Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(i) Commencement of capitalisation

Capitalisation of borrowing cost as part of the cost of a qualifying asset shall begin on the commencement date. The commencement date for capitalisation is the date when the entity first meets all of the following conditions:

- a. it incurs expenditures for the asset;
- b. it incurs borrowing costs; and
- c. it undertakes activities that are necessary to prepare the asset for its intended use or sale.

(ii) Cessation of capitalisation

Cessation of capitalisation shall happen when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(m) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company; and
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

ii) Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares; and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(n) Impairment of Assets

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are Companyed at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Companies of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(o) Provisions, contingent liabilities and contingent assets

(i) Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

(ii) Contingent liabilities:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

(iii) Contingent Assets: Contingent Assets are disclosed, where an inflow of economic benefits is probable.

(p) Investments

On transition to Ind AS, equity investments are measured at fair value, with value changes recognised in Other Comprehensive Income, except for those mutual fund for which the Company has elected to present the fair value changes in the Statement of Profit and Loss.

(q) Trade receivables

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(r) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are recognised, initially at fair value, and subsequently measured at amortised cost using effective interest rate method.

(s) Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non current.

(t) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Rupees Lacs (upto two decimals), unless otherwise stated as per the requirement of Schedule III (Division II).

(u) Government Grants, subsidies and export incentives

Government grants and subsidies are accounted when there is reasonable assurance that the Company will comply with the conditions attached to them and it is reasonably certain that the ultimate collection will be made. Capital grants relating to specific fixed assets are reduced from the gross value of the respective fixed assets. Revenue grants are recognised in the Statement of Profit and Loss. Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and there is no uncertainty in receiving the same.

(v) Segment reporting

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief operating decision maker (CODM). Identification of segments : In accordance with Ind As 108 "operating segment", the operating segment used to present segment information reviewed by CODM to allocate resources to the segments and assess their performance. An operating segment is a component of the group that engages in the business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the group's other components.

(w) Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period. As per Corporate laws in India, a distribution in the nature of final dividend is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

(x) Income tax

Tax expense comprise of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act.

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

At each balance sheet date unrecognized deferred tax assets are re-assessed. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

(y) Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from date of purchase to be cash equivalents.

(z) Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(aa) Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Particulars <i>(All amounts are in INR lakhs except per share data or otherwise stated)</i>	Property, Plant & Equipments										Intangible Assets		Total			
	Leasehold Land	Freehold Land	Factory Building	Shop	Plant & Machinery	Electrical Equipments	Office Equipment	Furniture & Fixture	Lab Equipments	Computers	Motor Vehicle	Road		Trademark	Software	CWIP
Gross Carrying Value																
Gross Carrying Value As at March 31, 2022	366.89	190.56	2,121.12	207.10	1,636.68	390.46	441.93	988.67	9.13	282.69	617.37	-	0.38	38.12	2,679.18	9,970.26
Additions	-	-	785.84	-	1,527.03	242.53	112.85	147.49	-	32.83	3.70	76.07	-	-	-	2,982.24
Disposals / derecognised	-	-	-	-	(4.98)	-	-	-	-	-	(12.79)	-	-	-	(2,504.36)	(2,522.13)
Gross Carrying Value As at March 31, 2023	366.89	190.56	2,906.95	207.10	3,158.73	632.99	554.78	1,136.16	38.35	315.52	629.27	76.07	0.38	41.82	174.82	10,430.38
Additions	-	234.00	60.49	-	325.52	65.96	66.88	163.66	-	53.77	35.57	-	-	2.57	272.52	1,280.95
Disposals / derecognised	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Gross Carrying Value As at March 31, 2024	366.89	424.56	2,967.44	207.10	3,484.25	698.95	621.66	1,299.82	38.35	369.29	664.84	76.07	0.38	44.39	447.34	11,711.33
Additions	-	1.58	173.24	-	570.97	95.70	126.85	355.33	-	28.67	203.94	14.49	-	4.60	14.49	1,575.36
Grants Received	-	-	(10.44)	-	(12.62)	(2.71)	-	-	(0.80)	-	(14.79)	(1.82)	-	-	-	(82.20)
Disposals / derecognised	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(408.01)	(422.81)
Gross Carrying Value As at March 31, 2025	366.89	426.14	3,130.24	207.10	4,042.60	791.93	748.50	1,655.14	37.56	397.96	853.99	74.25	0.38	48.99	-	12,781.67
Particulars																
Accumulated depreciation																
Accumulated depreciation As at March 31, 2022	36.90	-	858.40	21.53	713.70	228.10	353.79	707.21	4.37	256.94	361.55	-	0.37	22.39	-	3,565.23
Depreciation charge during the year	3.98	-	175.16	9.04	378.62	95.19	56.69	93.61	5.88	28.02	66.50	19.64	-	7.03	-	939.35
Disposals / derecognised	-	-	-	-	-	-	-	-	-	-	(10.98)	-	-	-	-	(10.98)
Accumulated depreciation As at March 31, 2023	40.87	-	1,033.55	30.57	1,092.32	323.28	410.48	800.82	10.24	284.96	417.07	19.64	0.37	29.42	-	4,493.60
Depreciation charge during the year	3.98	-	173.87	8.60	394.54	82.89	67.36	96.92	6.97	24.68	56.10	14.61	-	1.27	-	931.79
Disposals / derecognised	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated depreciation As at March 31, 2024	44.85	-	1,207.42	39.17	1,486.86	406.17	477.84	897.74	17.22	309.64	473.16	34.25	0.38	30.69	-	5,425.39
Depreciation charge during the year	3.98	-	163.87	8.18	394.53	88.16	99.53	158.43	5.47	46.49	85.26	10.83	-	6.29	-	1,071.02
Disposals / derecognised	-	-	(0.84)	-	(2.63)	(0.94)	-	-	(0.25)	-	(13.75)	(0.63)	-	-	-	(19.05)
Accumulated depreciation As at March 31, 2025	48.83	-	1,370.45	47.34	1,878.76	493.38	577.37	1,056.16	22.44	356.13	544.67	44.44	0.38	36.99	-	6,477.33
Net carrying amount as at March 31, 2025	318.06	426.14	1,759.79	159.76	2,163.84	298.55	171.14	598.98	15.11	41.83	309.33	29.81	0.00	12.01	-	6,304.33
Net carrying amount as at March 31, 2024	322.04	424.56	1,760.02	167.94	1,997.39	292.77	143.82	402.08	21.14	59.65	191.69	41.82	0.00	13.70	447.34	6,285.95
Net carrying amount as at March 31, 2023	326.02	190.56	1,873.40	176.53	2,066.41	309.70	144.30	335.34	28.11	30.56	212.20	56.43	0.00	12.40	174.82	5,956.79

i) The company does not have any immovable property whose title deeds are not held in the name of the company except those held under lease arrangements for which lease agreements are duly executed in the favour of the company.

ii) On transition to Ind AS (i.e. 1 April 2020), the company has elected to continue with the carrying value of all Property, Plant and Equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, Plant and Equipment.

CWIP*

Project In Progress:	CWIP Ageing Schedule			
	Less than 1 Year	1 - 2 Year	2 - 3 Year	More than 3 Years
As at March 31, 2024	272.52	-	98.15	76.68
As at March 31, 2023	-	98.15	65.68	11.00

* The above ageing pertains to FY 2023-24. Capital Work-in-Progress has been capitalised in the current financial year

During the current year, the company has received government grant amounting to Rs. 53.82 lakhs in respect of Unit under work in progress and Rs. 28.39 lakhs in respect of APC unit from Ministry of Food Processing Industries.

Patel Retail Limited
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Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

4 NON CURRENT INVESTMENTS

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Non Trade Investments			
Unquoted Investment in equity instruments (fully paid-up) (FVOCI)			
Jai Hind Co-operative Bank Ltd.			
Nil: 31 March 2025, (Nil 31 March 2024, 6,600: 31 March 2023	-	-	1.65
Equity shares Rs. 25/- each)			
Total	-	-	1.65

5 OTHER NON CURRENT FINANCIAL ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)			
Other Deposits	612.95	609.27	473.46
Loans & advances to Others	-	-	-
	612.95	609.27	473.46

6 OTHER NON CURRENT ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)			
Capital Advances	325.30	259.27	495.53
Balance with govt authorities	934.69	1,157.39	936.04
	1,259.99	1,416.66	1,431.57

7 OTHER NON CURRENT TAX ASSETS (NET)

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Advance Tax/ TDS/ TCS	68.19	118.34	129.70
[Advance Tax and Tax Deducted at Source - Net of Current Tax Provisions]			
	68.19	118.34	129.70

8 Deferred Tax Asset (Net)

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Deferred Tax Asset/ (Liabilities) on the below mentioned:			
On Property, plant and equipment/Other Intangible Assets	141.77	106.51	80.54
On allowance for Expected Credit Loss	70.25	98.15	98.15
On Lease deposits under Ind AS	1.63	1.26	1.48
On lease right to use asset under Ind AS	2.23	1.60	1.03
On gratuity	15.90	7.59	4.96
On account of non-payment of dues to MSME	9.91	0.70	-
On Bonus	4.83	-	-
	246.52	215.81	186.16

9 Inventories

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Raw Material	2,173.05	10,136.00	7,191.86
Finished Goods and other Materials	12,198.92	2,564.16	475.78
	14,371.97	12,700.16	7,667.65

Finished Goods inventory includes Goods in Transit Rs. 464.32 lakhs (As at 31.03.2024 - Rs. 229.96 lakhs) and (As at 31.03.2023 - Rs. Nil lakhs)

10 TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
(Unsecured)			
Considered Good	12,464.44	9,655.62	10,359.63
Considered Doubtful	279.13	390.00	390.00
	12,743.57	10,045.62	10,749.63
Less: Impairment allowance			
(Allowance for bad and doubtful debts)	(279.13)	(390.00)	(390.00)
	12,464.44	9,655.62	10,359.63

Patel Retail Limited
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Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

Trade Receivables Ageing Schedule

10 (a)

As at 31 March 2025

Particulars	Outstanding for following period from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	9,059.04	3,416.54	119.17	112.25	36.57	12,743.57
(ii) Undisputed Trade Receivables - considered doubtful						-
(iv) Disputed Trade Receivables - Considered Good						-
(v) Disputed Trade Receivables - Considered Doubtful						-
	9,059.04	3,416.54	119.17	112.25	36.57	12,743.57
Less: Expected credit loss allowance						(279.13)
						<u>12,464.44</u>

As at March 31, 2024

Particulars	Outstanding for following period from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	8,005.80	1,612.99	293.27	8.68	124.86	10,045.62
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Considered Doubtful	-	-	-	-	-	-
	8,005.80	1,612.99	293.27	8.68	124.86	10,045.62
Less: Expected credit loss allowance						(390.00)
						<u>9,655.62</u>

As at March 31, 2023

Particulars	Outstanding for following period from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - Considered good	10002.45	369.59	161.13	65.39	151.08	10,749.64
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Considered Doubtful	-	-	-	-	-	-
	10,002.45	369.59	161.13	65.39	151.08	10,749.64
Less: Expected credit loss allowance						(390.00)
						<u>10,359.64</u>

11 CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Cash on hand	205.45	151.73	39.95
Cash Collection*	36.81	93.41	80.44
<u>Balance With Banks</u>			
Bank Balance	32.35	48.13	144.24
	<u>274.61</u>	<u>293.26</u>	<u>264.62</u>

* This represents the amount lying with cash collection agency

12 OTHER BANK BALANCES

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Fixed Deposits	964.17	69.44	66.23
	<u>964.17</u>	<u>69.44</u>	<u>66.23</u>

Note: In FY 2024-25 out of the above FD's Amounting ₹64.10 Lakhs (In FY 2023-24 ₹69.44 Lakhs and In FY 2022-23 ₹66.23 Lakhs) are on lien

Patel Retail Limited
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Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

13 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
(Unsecured, Considered Good, unless specified otherwise)			
Claims Receivable	-	24.55	-
Loans & advances to Employees	138.33	104.67	95.56
Interest Receivable	-	4.39	2.76
Export License Receivable	219.23	467.18	361.07
	357.56	600.79	459.39

14 OTHER CURRENT ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
(Unsecured, Considered Good, unless specified otherwise)			
Prepaid expenses	167.43	142.81	263.80
Advance to Trade Payables	811.84	924.12	2,913.20
IPO related expenses	182.76	76.86	
Custom Duty	7.49	7.49	-
	1,169.52	1,151.27	3,176.99

15 EQUITY SHARE CAPITAL

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Authorized Share Capital			
3,51,00,000 Equity shares, Rs. 10/- par value (31 March 24 : 3,51,00,000 and 31 March 2023 : 50,00,000) Equity shares Rs. 10/- each)	3,510.00	3,510.00	500.00
	3,510.00	3,510.00	500.00
Issued, Subscribed and Fully Paid Up Shares			
2,48,82,528 Equity shares, Rs. 10/- par value fully paid up (31 March 2024: 2,43,82,528 and 31 March 2023 : 38,09,770 Equity shares Rs. 10/- each fully paid up)	2,488.25	2,438.25	380.98
	2,488.25	2,438.25	380.98

Note No 15.1: The reconciliation of the number of shares outstanding at the beginning and at the end of the period/year:

Particulars	As at March 31, 2025		As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Number of shares at the beginning	2,43,82,528	2438.25	38,09,770	380.98	38,09,770	380.98
Add: Shares issued during the year (refer note 15.2 (c) & (d))	5,00,000	50.00	2,05,75,758	2057.27		-
Less : Shares bought back (if any)		-		-		-
Number of shares at the end	2,48,82,528	2488.25	2,43,82,528	2438.25	38,09,770	380.98

Note No 15.2: Terms/rights attached to equity shares

(A) The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(B) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(C) The Company has issued 5,00,000 Equity Shares of Face Value of ₹10/- each @ ₹300/- Per Share with a Share Premium of ₹290/- Per Share on account of pre-IPO allotment.

(d) The Company has issued 2,05,72,758 Bonus Equity Shares in the ratio of 54:10 vide resolution of the shareholder dated December 30, 2023.

Note No 15.3: The details of shareholders holding more than 5% shares in the company :

Name of the shareholder	As at March 31, 2025		As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% holding	No. of Shares	% holding	No. of Shares	% holding
Equity shares with voting rights						
Bechar R. Patel	46,72,000	18.78%	46,72,000	19.16%	730,000	19.16%
Dhanji R. Patel	1,62,86,528	65.45%	1,62,86,528	66.80%	26,44,770	69.42%
Bharat H. Patel	12,48,000	5.02%	12,48,000	5.12%		

Patel Retail Limited
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Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

Note No 15.4(a): The details of shareholding of Promoters :

Name of the shareholder	As at March 31, 2025		As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% holding	No. of Shares	% holding	No. of Shares	% holding
Equity shares with voting rights						
Bechar R. Patel	46,72,000	18.78%	46,72,000	19.16%	730,000	19.16%
Dhanji R. Patel	1,62,86,528	65.45%	1,62,86,528	66.80%	26,44,770	69.42%
Hiren B. Patel	6,40,000	2.57%	6,40,000	2.62%	1,00,000	2.62%
Rahul D. Patel	6,40,000	2.57%	6,40,000	2.62%		

Note No 15.4(b): The details of change in % shareholding of Promoters:

Name of the shareholder	As at March 31, 2025		As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% change during the year	No. of Shares	% change during the year	No. of Shares	% change during the year
Bechar R. Patel	46,72,000	-	46,72,000	-	730,000	-
Dhanji R. Patel	1,62,86,528	-	1,62,86,528	(2.62)%	26,44,770	-
Hiren B. Patel	6,40,000	-	6,40,000	-		
Rahul D. Patel	6,40,000	-	6,40,000	2.62%		

16 OTHER EQUITY

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Retained Earnings			
Opening Reserves	7,002.03	5,836.94	4,237.06
Profit for the year	2,527.81	2,253.34	1,637.97
Reserves utilised for issue of Bonus shares		1,088.25	
Dividend Paid	-	-	38.10
	2,527.81	1,165.09	1,599.88
Closing Reserves	9,529.84	7,002.03	5,836.94
Share Premium			
Opening Reserves	-	969.02	969.02
Share Premium utilised for issue of Bonus Shares (refer note 15.2 (d))	-	(969.02)	
Additions to Share Premium (refer note 15.2 (c))	1,450.00		
Closing Reserves	1,450.00	-	969.02
Other Comprehensive Income (OCI)			
Opening Reserves	0.05	(0.02)	(2.82)
-Remeasurement of net defined benefit plans	(10.70)	0.07	2.80
-Fair Value of Equity Investments through OCI	-	-	-
Closing Reserves	(10.65)	0.05	(0.02)
	10,969.19	7,002.08	6,805.94

17 Long Term Borrowings

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
<u>Secured (Refer Note 17.1, 17.2, 17.3, 17.4 & 17.5)</u>			
Bank Loan	563.72	881.94	947.01
	563.72	881.94	947.01
<u>Unsecured</u>			
Director's Loan	1,452.15	1,803.88	2,580.05
	1,452.15	1,803.88	2,580.05
	2,015.87	2,685.82	3,527.06

Note I: Bank Loans carrying interest rates range in % per annum

Particulars	Interest Rate Range	Interest Rate Range	Interest Rate Range
Term Loans	8.25% to 9.25%	8.25% to 9.25%	8.25% to 9.25%
Vehicle Loans	7.00% to 9.00%	7.00% to 9.00%	7.00% to 9.00%
Directors Loan	8.00% to 12.00%	8.00% to 12.00%	8.00% to 12.00%

Note 17.1: Vehicle Loans

From banks secured by Hypothecation of respective vehicles.

Note 17.2: HDFC Bank

Primary - Plant & Machinery, Stock Book-Debts , Current Assets, Fixed Deposit, Stock for pledge, Stock for Export & Export Debtors.

Collateral - 1. Personal gurantee of Mr Dhanji Patel, Mrs Smitaben Patel, Mr Hiren B Patel & Mr Bechar Patel
2. Property Details:

Sr. No.	List of Collateral Properties as on 31st March 2025	List of Collateral Properties as on 31st March 2024 & 31st March 2023
1	Office And Factory/Plot No M-2, Anand Nagar Ambernath East, Udyog Bhavan No. 5 Midc Additional Ambernath Industrial Area, Opp. Oriental Ltd, 421506, Addl.Ambarnath Ind.Area,Maharashtra,India 421506	Office And Factory/Plot No M-2, Anand Nagar Ambernath East, Udyog Bhavan No. 5 Midc Additional Ambernath Industrial Area, Opp. Oriental Ltd, 421506, Addl.Ambarnath Ind.Area,Maharashtra,India 421506
2	Commercial Property/Basement, Village Kulgaon, Vivekanand Arcade Survey No. 35 Hissa No. 2 (Part), Plot No. 5, Near Bank Of Baroda, 421503, Badlapur, Maharashtra	Commercial Property/Basement, Village Kulgaon, Vivekanand Arcade Survey No. 35 Hissa No. 2 (Part), Plot No. 5, Near Bank Of Baroda, 421503, Badlapur, Maharashtra
3	Factory/Survey No. 145 /1, Village Dudhai, Anjar- Bhachau Road, Bhuj-Bhachau Highway (Dudhai Village) Kachchh- 370110, Anjar, Gujarat, India	Factory/Survey No. 145 /1, Village Dudhai, Anjar- Bhachau Road, Bhuj-Bhachau Highway (Dudhai Village) Kachchh- 370110, Anjar, Gujarat, India
4	Property At Kutch/Survey No 170/2,, Bhuj Bhachau Highway, Village: Dudhai, Ta. Anajr-Kachchh, Opp. Sardar Patel High Schoo,, 370511,Kachchh, Gujarat	Property At Kutch/Survey No 170/2,, Bhuj Bhachau Highway, Village: Dudhai, Ta. Anajr-Kachchh, Opp. Sardar Patel High Schoo,, 370511,Kachchh, Gujarat
5	Vacant Land S NO 425/11 AT DHAMDAKA VILLAGE BHUJ BACHAU ROAD VILL DHAMADKA TAL: ANJAR, DIST: KUTCHH 370140 OPP SP HIGH SECONDARY SCHOOL, 370110 KUTCH	-
6	Commercial Property Entire Basement Floor, Behind Ganesh Mandir Road, Dombivli East, 421201 Sai Arcade, Ganesh Mandir Road, Navagaon 400610 Behind Ganesh Mandir, Dombivali East - 421201	-
7	-	Residential Property/Flat No 410, Sai Section Road, 4Th Floor C-Wing Building No. 1 Padmavati Chsl, Near Tadka Hotel, 421501, Ambernath,Maharashtra,India421501 *
8	-	Residential Property/Flat No 111, Sai Section Road, 1St Floor C-Wing Building No. 1 Padmavati Complex, Near Tadka Hotel, 421501, Ambernath, Maharashtra, India 421501 *

9	-	Sh100Op/Office No 3, Khoj Khuntoli Shivaji Chowk Ambarnath East, And 4 1St Floor Wing B Jain Plaza, Near Bank Of India, 421401, Murbad, Maharashtra, India 421401 *
10	-	Residential Property/Plot No 111, Kansai Section Road, Ambarnath (E)-421502, 1St To 6Th Floor, Akshardham, Cts No. 3846, Near Chaudhary Hospital, 421501, Thane, Maharashtra, India *
11	-	Commercial Property/Shop No.112, Khoj Kuntoli Shivaji Chowk Ambarnath East, 1St Floor Wing A Jain Plaza, Near Bank Of India, 421401, Murbad,Mahara *
12	-	Commercial Shop/Shop No. 111, Khoj Kuntoli Shivaji Chowk Ambarnath East, 1St Floor Wing A Jain Plaza, Near Bank Of India, 421401, Murbad, Maharashtra, India*
13	-	Commercial Shop/Shop No 11, Khoj Kuntoli Shivaji Chowk, Ground Floor Wing A Jain Plaza, Near Bank Of India, 421401 ,Murbad, Maharashtra, India *
14	-	Commercial Shop/Shop No 10, Khoj Kuntoli Shivaji Chowk, Ground Floor Wing A Jain Plaza, Near Bank Of India, 421401 ,Murbad, Maharashtra, India*
15	-	Commercial Property/Office No 1, Khoj Kuntoli Shivaji Chowk Ambarnath East, And 2 1St Floor Wing B Jain Palza, Near Bank Of India, 421401, Murbad, Maharashtra, India *
16	-	Commercial Shop/Shop No. 110, Khoj Kuntoli Shivaji Chowk Ambarnath East, 1St Floor Wing A Jain Plaza, Near Bank Of India, Murbad, Maharashtra, India *
17	-	Residential Property/Flat No 409, Sai Section, Ambarnath (E), Taluka Ulhasnagar, 4Th Floor Wing C Building No. 1 Padmavati Complex, Near Tadka Hotel, 421501, Ambarnath, Maharashtra, India *

***These Properties were released from collateral security vide Mortgage Deed dated March 6, 2025**

Note 17.3: Yes Bank

I. 1st Charge Pari Passu by way of Hypothecation on Current Assets and Specific Movable Fixed Assets (except vehicles)

II. 1st Charge Pari Passu by way of Equitable Mortgage on Property

Sr. No.	List of Collateral Properties as on 31st March 2025	List of Collateral Properties as on 31st March 2024 & 31st March 2023
1	Industrial Property (Plot No M-2, Udyog Bhawan) located at Plot no M-2, Udyog Bhawan No. 5, Additional Ambernath Industrial Area, Village Jambhivali, Ambernath (E), Thane	Industrial Property (Plot No M-2, Udyog Bhawan) located at Plot no M-2, Udyog Bhawan No. 5, Additional Ambernath Industrial Area, Village Jambhivali, Ambernath (E), Thane
2	Commercial (Shop No 1, Vivekanand Arcade) located at Shop No 1, Basement Vivekanand arcade CHS, Ghandhi Chowk, Badlapur East - 421503	Commercial (Shop No 1, Vivekanand Arcade) located at Shop No 1, Basement Vivekanand arcade CHS, Ghandhi Chowk, Badlapur East - 421503
3	Industrial Property (Plant 1 Dudhai, Kutch Property) located at Survey No. 145/1, Bhuj-Bhachau Highway No. 42, Village Dudhai, Tal Anjar, Kutch - 3701101	Industrial Property (Plant 1 Dudhai, Kutch Property) located at Survey No. 145/1, Bhuj-Bhachau Highway No. 42, Village Dudhai, Tal Anjar, Kutch - 3701101
4	Industrial Property located at Survey No. 170 paiki 2, Situated at village Dudhai, Taluka Anjar, District Kutch.	-
5	Godown, Basement, Sai Arcade, Dombivli East	-
6	RS No. 425/11 at Dhamdaka Village, Anjar, Kutch.	-
7	-	Residential (Flat No 409 and 410) located at Flat no. 409 and 410, 4th floor, Padmavati *
8	-	Residential (Flat No. 111 Padmavat Complex) located at Flat No. 111, 1st Floor, Padmavati complex, khoj Kuntavali, Ambernath (E), Thane *
9	-	Residential (Plot No. 111, Kansai Sections) located at Plot no. 111, CTS no. 3846, New Fields, Kansai Sections, Ambernath (E), Thane *
10	-	Commercial (Offices/Shops at Jain Plaza) located at Shop/ office no 1,2,3,4,10,11,110,111,112 Jain Plaza, Khoj Kuntoli, Shivajij Chowk, Ambernath, Thane, Maharashtra (9Shops/Offices) *

*These Properties were released from collateral security vide Mortgage Deed dated March 6, 2025

III. Personal gurantee of Mr. Dhanji Patel, Mr. Hiren B Patel & Mr. Bechar Patel

Note 17.4: Standard Chartered Bank*

I. 1st Charge Pari Passu by way of Hypothecation on Current Assets and Specific Movable Fixed Assets (except vehicles)*

II. 1st Charge Pari Passu by way of Equitable Mortgage on Property *

Sr. No.	List of Collateral Properties as on 31st March 2025 & 31st March 2024	List of Collateral Properties as on 31st March 2023
1	-	Industrial Property (Plot No M-2, Udyog Bhawan) located at Plot no M-2, Udyog Bhawan No. 5, Additional Ambernath Industrial Area, Village Jambhivali, Ambernath (E), Thane*
2	-	Factory/Survey No. 145 /1, Village Dudhai, Anjar- Bhachau Road, Bhuj-Bhachau Highway (Dudhai Village) Kachchh- 370110, Anjar, Gujarat, India *
3	-	Commercial Property/Basement, Village Kulgaon, Vivekanand Arcade Survey No. 35 Hissa No. 2 (Part), Plot No. 5, Near Bank Of Baroda, 421503, Badlapur, Maharashtra *
4	-	Residential Flat Located at Flat No. 409 and 410. Sai Section Road, 4th Floor, C Wing Building No. 1. Padmavati Complex, Kohoj Kuntavali, Ambernath (E), Thane - 421501 owned by Dhanji R Patel (Flat no. 409) and Smitaben D Patel (Flat no. 410). *
5	-	Residential Property located at Flat No. 111, 1st floor, C Wing Building No. 1. Padmavati Complex, Kohoj Kuntavali, Ambernath (E), Thane - 421501 *
6	-	Residential Property at Akshardham Building, Plot No. 111, CTS No. 3846, New Fields, Survodaya CHS, Kansai Sections, Ambernath (E), Thane owned by Shree Sai Developer. *
7	-	Commercial Properties located at Shop No. 10, Ground floor, Office No. 3, 4 & 110, 1st floor, Jain Plaza, Khoj Khuntoli, Shivaji Chowk, Ambernath (E), Thane owned by Dhanji R Patel. *
8	-	Commercial Properties located at Shop No.11, Ground floor, Office No. 1, 2, 111 & 112, 1st floor, Jain Plaza, Khoj Khuntoli, Shivaji Chowk, Ambernath (E), Thane owned by Bechar R Patel. *

III. Corporate Guarantee of Shree Sai Developer *

IV. Personal gurantee of Mr Dhanji Patel, Mrs Smitaben Patel, Mr Hiren B Patel & Mr Bechar Patel *

*** This charges had been satisfied on 23/11/2023 as the entire borrowings were repaid**

Note 17.5: Bank Wise bifurcation of Working Capital Loan

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
HDFC BANK:			
Utilization Amount	7,453.50	7,363.69	6,096.13
YES BANK:			
Utilization Amount	8,120.33	8,067.07	5,590.52
STANDARD CHARTERED BANK:			
Utilization Amount	-	-	2,719.76

Patel Retail Limited
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Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

18 Other Financial Liabilities

Particulars	As at	As at	As at
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Deposits from super stockists / Distributors	40.51		
	40.51	-	-

19 Long Term Provisions

Particulars	As at	As at	As at
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
<u>Provision for Employee Benefits (Unfunded)</u>			
For Gratuity			
Long term provision (Refer note 36)	60.22	30.08	19.72
Short term provision (Refer note 36)	2.95	0.06	0.04
	63.17	30.14	19.76

20 Short Term Borrowings

Particulars	As at	As at	As at
	As at March 31, 2025	March 31, 2024	As at March 31, 2023
<u>Secured (Refer Note 17.1, 17.2, 17.3 & 17.4)</u>			
Working Capital Loan	15,573.82	15,430.76	14,406.41
Current Maturities of Long Term borrowings	464.01	458.45	345.28
Bank OD			2.65
	16,037.83	15,889.21	14,754.33

Note I: Working Capital Loans carrying interest rates range in % per annum

Particulars	Interest Rate Range	Interest Rate Range	Interest Rate Range
Cash Credit	8.75% to 10.75%	8.75% to 10.75%	8.00% to 9.25%
Packing Credit	6.00% to 7.25%	6.00% to 7.25%	5.00% to 6.00%
Working Capital Demand Loan	8.25% to 9.50%	8.25% to 9.50%	-

Note II: In respect of working capital loans, quarterly return or statements of current assets filed by the company with banks are in agreement with books of accounts

21 TRADE PAYABLES

Particulars	As at	As at	As at
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Dues of micro and small enterprises (Refer Note No 21.1)	1,319.67	681.34	-
Dues other than micro and small enterprises	4,720.27	4,066.54	4,282.07
	6,039.94	4,747.89	4,282.07

Note No 21.1 : Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are follows:

Particulars	As at March 31, 2025	As At March 31, 2024	As At March 31, 2023
(a) Dues remaining unpaid			
- Principal	39.36	2.78	-
- Interest on above	2.07	-	-
(b) Interest paid in terms of Section 16 of MSMED Act			
- Principal paid beyond the appointed date	-	-	-
- Interest paid in terms of Section 16 of MSMED Act	-	-	-
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-	-
(d) Amount of interest accrued and unpaid	-	-	-

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Restated Notes to the Balance Sheet

(All amounts are in INR lakhs except per share data or otherwise stated)

As on 31st March 2025:

Particulars	Outstanding for the following period from the due date of the payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)MSME	1,307.13	12.54	-	-	1,319.67
(ii)Others	4,425.69	78.11	6.81	15.57	4,526.17
(iii)Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-
(v) Accrued Expense (including employee benefit liability)	194.10	-	-	-	194.10
Total	5,926.92	90.65	6.81	15.57	6,039.94

As on 31st March 2024:

Particulars	Outstanding for the following period from the due date of the payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)MSME	681.34	-	-	-	681.34
(ii)Others	3,874.45	14.96	17.49	66.96	3,973.86
(iii)Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-
(v) Accrued Expense (including employee benefit liability)	92.69	-	-	-	92.69
Total	4,648.48	14.96	17.49	66.96	4,747.89

As on 31st March, 2023

Particulars	Outstanding for the following period from the due date of the payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)MSME	-	-	-	-	-
(ii)Others	4,132.06	44.47	33.58	13.78	4,223.89
(iii)Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-
(v) Accrued Expense (including employee benefit liability)	58.18	-	-	-	58.18
Total	4,190.24	44.47	33.58	13.78	4,282.07

22 OTHER CURRENT LIABILITIES

Particulars	As at	As at	As at
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Advance from customers	87.36	48.50	183.24
Gift Vouchers	2.45	3.19	-
Interest accrued	6.12	8.40	-
Statutory dues	46.11	46.15	78.90
	142.04	106.25	262.14

23 CURRENT TAX LIABILITIES (NET)

Particulars	As at	As at	As at
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Provision for Tax (Net of Advance Tax)	288.60	211.93	176.18
	288.60	211.93	176.18

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24 REVENUE FROM OPERATIONS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Sale of Products (Refer Note 24.1)	81,321.93	80,344.70	1,00,818.80
Sale of Services			-
Other Operating Revenue			
Export Benefits Income	381.39	770.36	908.81
Display / Listing Income	287.38	227.99	94.20
Miscellaneous Operating Income	78.59	75.78	32.97
	747.36	1,074.13	1,035.99
	82,069.29	81,418.83	1,01,854.78
 Note 24.1 : Breakup of Sale of Products			
Processed Sales	36,117.33	37,256.33	31,042.15
Retail sales	36,886.98	28,972.19	26,655.66
Trading Sales	8,317.62	14,116.18	43,120.98
	81,321.93	80,344.70	1,00,818.80

25 OTHER INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Interest Income	23.40	53.61	11.71
Interest Income on fair valuation of deposit	28.24	23.30	16.89
Exchange Gains	402.60	257.23	-
Profit on sale of Car	4.36	-	-
Rent Income	5.30	3.79	8.21
Dividend		0.42	0.28
Provision for Expected Credit Loss reversed	30.00		84.00
Miscellaneous Income	35.82	14.08	4.49
	529.72	352.42	125.58

26 COST OF MATERIALS CONSUMED

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Opening Stock	2,564.16	475.78	95.48
Purchase	34,852.45	40,503.70	32,787.76
Closing Stock	2,173.05	2,564.16	475.78
Cost of Materials Consumed	35,243.56	38,415.32	32,407.46

27 PURCHASE OF STOCK IN TRADE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Purchase of Stock in Trade	32,950.20	30,418.32	55,451.87
	32,950.20	30,418.32	55,451.87

28 CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK-IN-TRADE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Finished Goods/ Traded Goods			
Opening	10,136.00	7,191.86	5,352.15
Closing	12,198.92	10,136.00	7,191.86
Net increase / (decrease)	(2,062.92)	(2,944.14)	(1,839.72)

29 EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Basic Salary, Wages & Allowances	2,973.48	2,565.57	2,124.66
Contribution towards PF & Other funds	59.48	43.81	36.69
Staff Welfare Expense	138.00	108.45	102.81
	3,170.96	2,717.83	2,264.15

30 FINANCE COST

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Interest on loan from Bank	1,419.44	1,322.92	803.01
Interest on Loan from Directors	142.78	145.11	287.44
Loan Processing Fees	59.03	30.17	13.81
Interest Others	-	10.26	
Interest Expenses on Lease Liabilities	16.72	10.36	9.19
	1,637.97	1,518.82	1,113.45

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31 DEPRECIATION & AMORTIZATION EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation on Property, Plant and Equipment	1,059.43	930.51	932.32
Amortisation on Intangible Assets	6.29	1.28	7.03
Depreciation on Lease Assets	106.78	72.17	46.44
	1,172.50	1,003.95	985.78

32 OTHER EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Advertisement & Sales Promotion	154.71	55.44	154.77
APMC Charges	24.16	-	23.39
Audit fees (Refer Note 32.1)	9.00	10.75	2.50
Bank Charges	103.87	118.55	121.97
Carriage Inward	792.89	919.35	855.21
Cash collection charges	16.19	16.86	14.61
Clearing & Forwarding	1,424.18	2,044.46	4,021.93
Commission & Brokerage	91.64	214.18	386.66
Communication Expense	28.79	34.94	26.97
Corporate Social Responsibility Expense	45.43	31.71	30.00
Custom Duty	0.06	57.68	0.77
Director's Sitting Fees	7.80	3.06	-
Documentation Charges	25.02	33.90	23.88
Electricity Charges	1,031.25	950.21	550.65
Fumigation Charges	37.22	37.77	32.50
Exchange gain/ loss	-	-	328.62
Housekeeping Charges	94.41	58.93	48.14
Ineligible ITC	80.49	95.45	37.10
Insurance	98.41	80.07	69.26
Interest on GST	1.01	0.01	2.34
Interest on TDS	0.01	0.09	0.01
Interest paid to others	20.67	-	-
Job Work Expenses	47.32	8.73	-
Penalty	14.55	-	-
Legal & Prof Fees	179.96	134.29	187.06
License Fees	11.99	7.13	7.89
Making Charges	-	-	4.81
Miscellaneous Expense	158.17	193.17	167.62
Office Expense	10.38	14.79	19.03
Packing Expense	730.54	762.49	651.46
Printing & Stationery	14.77	14.06	26.59
Production Expense	0.02	10.07	3.59
Rent Rates & taxes	817.19	677.37	601.83
Repair & Maintenance	262.56	275.06	323.34
ROC fees	0.36	0.40	0.31
Security Charges	172.99	150.14	135.39
Service Charges	186.64	181.86	181.70
Spares & Loose tools	12.86	28.45	10.53
Stamp Charges	1.61	51.69	8.23
Travel & Conveyance	257.09	216.12	247.30
Testing fees	61.82	41.70	23.12
GST Paid	1.14	-	-
Donation	-	0.76	11.03
Loss on sale of Fixed Assets	-	-	0.80
Bad Debts	80.87	-	14.91
Less: Adjusted From Expected Credit Loss	(80.87)	-	-
Reserch & Development Exp	-	6.89	4.83
Subscription charges	22.38	0.25	0.45
Loss by Flood	2.39	41.15	9.19
Loss due to Theft	-	-	0.29
	7,053.94	7,579.97	9,372.63

Note 32.1: Payment to Statutory Auditors

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
<u>As Auditors :</u>			
Audit Fees	9.00	10.75	2.50
Other Services	-	-	-
<u>In Other Capacity</u>	12.19*	18.56*	-
	21.19	29.31	2.50

*₹12.19 Lakhs for the Fiscal 2025 and ₹18.56 Lakhs for the Fiscal 2024 was paid to the auditors for preparations of restated financials statements and certificates in relation to IPO and it is shown under IPO related expenses under other current assests.

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33 Calculation of EPS :

	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Net profit/(loss) attributable to equity holders (Rs in lakhs)	2,527.81	2,253.34	1,637.97
Weighted average number of Equity Shares outstanding at the end of the period/year)	245,53,761	243,82,528	243,82,528
Earnings Per Share (Rs):			
Basic and Diluted	10.30	9.24	6.72
Face value per share in Rs	10	10	10

34 Disclosures under Ind AS 116 Leases:

The company as a lessee:

The following is the movement in lease liabilities during the period/year:

Rs. In Lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Opening Balance	190.16	103.53	36.37
Add: Additions during the period/year	113.75	157.86	110.53
Add: Interest Expenses	16.72	10.36	9.19
Less : Disposals	-	-	-
Less: Payments	(119.67)	(81.60)	(52.56)
Closing Balance	200.96	190.16	103.53
Non-current	91.62	101.50	43.89
Current	109.34	88.65	59.64

The following table presents the various components of lease costs:

Rs. In Lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation charge on right-to-use asset	106.78	72.17	46.44
Interest on Lease Liabilities	16.72	10.36	9.19
Total cash outflow for leases	(119.67)	(81.60)	(52.56)
Carrying amount of right-to-use asset	192.10	185.13	99.44

Net total cash outflow for leases for period/year ended:

Rs. In Lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Total cash outflows for leases	(119.67)	(81.60)	(52.56)
Less: Concessional rent	-	-	-
Net total cash outflow for leases	(119.67)	(81.60)	(52.56)

35 Contingent Liabilities and Commitments

Contingent Liabilities: 1.#

Rs. In Lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Disputed Income Tax Liability			
Total	-	-	-

Note:

1. The Disputed Income Tax Liability for the Assessment Year 2014-15 to Assessment Year 2018-19 has been extinguished pursuant to the CIT Appeals order dated 28/06/2024 in the favor of the company and the assessing officer has given effect to CIT Appeals order vide its order dated July 16, 2024.

2. Bank Garuntee issued by bank amounting to ₹ 67.80 Lakhs as at 31st March 2025, ₹50.12 Lakhs as at 31st March 2024 & ₹ 50.12 as at 31st March 2023.

36 Employee Benefits

As per IND AS 19 "Employee Benefits", the disclosures of Employee benefits as defined in the said Accounting Standards are given below :

i) Defined Contribution Plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, Labour Welfare Fund and Employees' State Insurance, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to profit or loss as they accrue. The amount recognised as an expense towards contribution to Provident Fund, Labour Welfare Fund and Employees' State Insurance are:

Rs. In Lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Employer's Contribution towards PF & ESIC	26.19	19.59	13.15

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ii) Gratuity:

The Company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days/one month salary last drawn for each completed year of service depending on the date of joining. The same is payable on termination of service, retirement or death, whichever is earlier. The benefit vests after 5 years of continuous service. and accordingly we have disclosed below information.

Rs. In Lakhs				
I	Changes in present value of obligations	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
i)	Present value of Defined Benefit Obligation at beginning of the year.	30.15	19.76	13.03
ii)	Current Service Cost	16.57	9.01	9.53
iii)	Interest Cost	2.17	1.47	0.93
iv)	Settlement Cost	-	-	-
v)	Past Service Cost	-	-	-
vi)	Employee Contributions	-	-	-
iv)	Past Service Cost	-	-	-
v)	Actuarial (Gain) / Losses	14.30	(0.09)	(3.74)
vi)	Benefits Payments	-	-	-
vii)	Present value of Defined Benefit Obligation at the end of the year.	63.19	30.15	19.76

Rs. In Lakhs				
II	Changes in the fair value of plan assets	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
i)	Fair value of plan assets at the beginning of year	-	-	-
ii)	Interest Income	-	-	-
iii)	Contributions	-	-	-
iv)	Benefits paid	-	-	-
v)	Actuarial gain on Plan assets, Excluding Interest Income	-	-	-
vi)	Fair value of plan assets at the end of year	-	-	-

Rs. In Lakhs				
III	Change in the present value of the defined benefit obligation and fair value of plan assets	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
i)	Present value of Defined Benefit Obligations as at end of year.	(63.19)	(30.15)	(19.76)
ii)	Fair value of plan assets as at 31st March	-	-	-
iii)	Funded status [Surplus/(Deficit)]	(63.19)	(30.15)	(19.76)
iv)	Net assets/ (liabilities) at the end of the period/ year.	(63.19)	(30.15)	(19.76)

Rs. In Lakhs				
IV	Expenses Recognised in statement of Profit & Loss	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
i)	Current Service Cost	16.57	9.01	9.53
ii)	Interest Cost	2.17	1.47	0.93
iii)	Employee Contributions	-	-	-
iii)	Expected return on plan assets	-	-	-
iv)	Net Actuarial (Gain) / Losses	14.30	(0.09)	(3.74)
vi)	Past Service Cost	-	-	-
vii)	Settlement Cost	-	-	-
v)	Total Expenses	33.04	10.39	6.73

Rs. In Lakhs				
V	Actuarial Gain/Loss recognized	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
i)	Actuarial gain for the year -Obligation	14.30	(0.09)	(3.74)
ii)	Actuarial gain for the year - plan assets	-	-	-
ii)	Total gain for the year	14.30	(0.09)	(3.74)
iii)	Total actuarial (gain)/ loss included in other comprehensive income	14.30	(0.09)	(3.74)

Rs. In Lakhs				
VI	Actuarial Gain/Loss recognized	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
i)	Discount Rate	6.78%	7.19%	7.44%
ii)	Salary Escalation	7.00%	7.00%	7.00%
iii)	Attrition Rate	7.00%	7.00%	7.00%

37 SEGMENT :

i) Primary Segment :

The Company regards the business of retail as a single reportable segment. Since the Company's business is from single business reporting segment there are no other primary reportable segments. Thus, the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge for depreciation during the period/year is as reflected in the restated financial statements.

ii) Secondary : Geographical Segment

Rs. In Lakhs			
Segment Revenue	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
India	54,095.22	40,016.83	34,197.36
Rest of world	27,226.71	40,327.87	66,621.44
	81,321.93	80,344.70	1,00,818.80

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38 Fair Value Measurement

Financial instruments by category

Rs. In Lakhs

Particulars	Year ended March 31, 2025			Year ended March 31, 2024		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Trade receivables	-	-	12,464.44	-	-	9,655.62
Cash and cash equivalents	-	-	274.61	-	-	293.26
Bank balances other than cash and cash equivalents	-	-	964.17	-	-	69.44
Security deposits	-	-	612.95	-	-	609.27
Loan and Advances to Employees and Others	-	-	138.33	-	-	104.67
Claims Receivable	-	-	-	-	-	24.55
Export Incentives Receivables	-	-	219.23	-	-	467.18
Interest accrued	-	-	-	-	-	4.39
Total financial assets	-	-	14,673.73	-	-	11,228.39
Financial liabilities						
Borrowings	-	-	18,053.70	-	-	18,575.03
Trade payables	-	-	6,039.93	-	-	4,747.89
Lease liabilities	-	-	200.96	-	-	190.15
Deposits from super stockists / Distributors	-	-	40.51	-	-	-
Total financial liabilities	-	-	24,335.10	-	-	23,513.07

Particulars	Year ended March 31, 2023		
	FVTPL	FVOCI	Amortised cost
Financial assets			
Investments			
- Equity instruments (Excluding investment in subsidiary)	-	1.65	-
Trade receivables	-	-	10,359.63
Cash and cash equivalents	-	-	264.62
Bank balances other than cash and cash equivalents	-	-	66.23
Security deposits	-	-	473.46
Loan and Advances to Employees	-	-	95.56
Claims Receivable	-	-	-
Export Incentives Receivables	-	-	361.07
Interest accrued	-	-	2.76
Total financial assets	-	1.65	11,623.33
Financial liabilities			
Borrowings	-	-	18,281.39
Trade payables	-	-	4,282.07
Lease liabilities	-	-	103.53
Total financial liabilities	-	-	22,666.99

Fair value hierarchy *

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

There were no changes made during the period/year to valuation methods or the processes to determine classification of level.

* The company does not recognise any financial asset/ liability under fair value and hence, the disclosures regarding the level of financial assets and liabilities in the fair value hierarchy is not given.

39 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to market risk, credit risk, liquidity risk and price risk.

This note explains the sources of risk which the entity is exposed to

Risk	Exposure arising from	Measurement	Management
Market Risk – Foreign Exchange	Financial assets and liabilities not denominated in INR.	Foreign currency exposure review and sensitivity analysis.	The company partly hedged due to natural hedge and is exploring to hedge its unhedged positions.
Credit Risk	Cash and cash equivalents, trade receivables and financial assets.	Credit ratings, Review of aging analysis, on quarterly basis.	Strict credit control and monitoring system, diversification of counterparties, on quarterly basis.
Liquidity Risk	Trade payables and other financial liabilities.	Maturity analysis, cash flow projections.	Maintaining sufficient cash / cash equivalents and marketable security and focus on realisation of receivables.
Price Risk	Basic ingredients of company raw materials are various grade of FMCG and Agricultural Products where prices are volatile	The company sourcing components from vendors directly, hence it does not hedge its exposure to commodity price risk.	The company is able to pass on substantial price hike to the customers.

The Board provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk, liquidity risk, price risk and Foreign Exchange Risk effecting business operations. The company's risk management is carried out by the management as per guidelines and policies approved by the Board of Directors.

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I Market risk

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regard to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of the fixed rate and floating rate financial instruments in its total portfolio.

The exposure of Company borrowings to interest rate changes at the end of reporting period are as follows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Variable rate borrowings	16,348.42	16,771.15	15,701.34
Fixed rate borrowings	1,705.28	1,803.88	2,580.05
Total borrowings	18,053.70	18,575.03	18,281.39

Sensitivity Analysis

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

Rs. In Lakhs

Particulars	Basis Points	Impact on Profit before Tax		
		Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Increase in Basis points	+50	(81.74)	(83.86)	(78.51)
Decrease in Basis points	- 50	81.74	83.86	78.51

b) Foreign Currency risk

The Company has exposure to foreign currency risk on account of its payable and receivables in foreign currency. The company is following natural hedging to mitigate the foreign currency risk.

Rs. In Lakhs

Particulars Foreign Currency	Year ended March 31, 2025		Year ended March 31, 2024	
	Amount in FC	INR	Amount in FC	INR
Receivables	113,94,750.64	9,749.78	111,66,889.69	9,310.29
Receivables	2,77,712.97	149.62	-	-
Receivables	38,709.00	23.03	-	-
Receivables	5,785.41	6.41	-	-
Foreign Loans and Bank Balances	52,03,946.34	4,453.61	37,12,053.72	3,094.88
(All term loans, cash credits, pcfc, eefc balances in FC and INR)				

Particulars Foreign Currency	Year ended March 31, 2023	
	Amount in FC	INR
Receivables	124,50,000.00	10,242.52
Foreign Loans and Bank Balances Payables	149,35,000.00	12,279.30
(All term loans, cash credits, pcfc, eefc balances in FC and INR)		

Sensitivity Analysis-

The Company is mainly exposed to changes USD, AUD, CAD, & GBP. The sensitivity analysis demonstrate a reasonably possible change USD, AUD, CAD, & GBP exchange rates, with all other variables held constant. 5% appreciation/depreciation of USD, AUD, CAD, & GBP with respect to functional currency of the company will have impact of following (decrease)/increase in Profit &

Rs. In Lakhs

Particulars	Year ended March 31, 2025		Year ended March 31, 2024	
	Strengthens	Weakening	Strengthens	Weakening
Impact on profit or loss for the year				
USD Impact	264.81	(264.81)	310.77	(310.77)
AUD Impact	7.48	(7.48)	-	-
CAD Impact	1.15	(1.15)		
GBP Impact	0.32	(0.32)		
Total	273.76	(273.76)	310.77	(310.77)

Particulars	Year ended March 31, 2023	
	Strengthens	Weakening
Impact on profit or loss for the year		
USD Impact	(101.84)	101.84
Total	(101.84)	101.84

c) Price Risk

The company is exposed to price risk in basic ingredients of Company's raw material and is procuring finished components and bought out materials from vendors directly. The Company monitors its price risk and factors the price increase in pricing of the products.

II Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses the direct risk of default, risk of deterioration of creditworthiness as well as concentration risks. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

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Credit Risk Management

The company's credit risk mainly from trade receivables as these are typically unsecured. This credit risk has always been managed through credit approvals, establishing credit limits and continuous monitoring the creditworthiness of customers to whom credit is extended in the normal course of business. The Company estimates the expected credit loss based on past data, available information on public domain and experience. Expected credit losses of financial assets receivable are estimated based on historical data of the Company. The company has The maximum exposure to credit risk as at 31st March, 2025, 31st March, 2024, and 31st March 2023 is the carrying value of such trade receivables as shown in note 10 of the financial statements.

Reconciliation of loss allowance provisions- Trade Receivables

Particulars	Rs. In Lakhs
Loss Allowance as on 31st March, 2023	390.00
Changes in allowance	-
Loss Allowance as on 31st March, 2024	390.00
less: Bad debts Provided	(80.87)
Changes in allowance	(30.00)
Loss Allowance as on 31st March, 2025	279.13

III Liquidity Risk

Liquidity risk represents the inability of the Company to meet its financial obligations within stipulated time. To mitigate this risk, the Company maintains sufficient liquidity by way of working capital limits from banks.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

Particulars	Rs. In Lakhs		
	Less than 1 year	More than 1 year	Total
As at 31st March, 2025			
Borrowings	16,037.83	2,015.87	18,053.70
Trade payables	6,039.93	-	6,039.93
Lease liabilities	109.34	91.62	200.96
Total	22,187.10	2,107.49	24,294.59
As at 31st March, 2024			
Borrowings	15,889.21	2,685.82	18,575.03
Trade payables	4,747.89	-	4,747.89
Lease liabilities	88.65	101.50	190.15
Total	20,725.75	2,787.32	23,513.07
As at 31st March, 2023			
Borrowings	14,754.33	3,527.06	18,281.39
Trade payables	4,190.24	-	4,190.24
Lease liabilities	43.89	59.64	103.53
Total	18,988.46	3,586.70	22,575.16

40 Corporate Social Responsibility:

Disclosure of Corporate Social Responsibility (CSR) expenditure in line with the requirement with Guidance Note on "Accounting for Expenditure on Corporate Social Responsibility Activities". As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
(i) Amount required to be spent by the company during the year*	45.43	34.88	27.12
(ii) Amount of expenditure incurred	45.00	33.00	30.00
(iii) Shortfall at the end of the year	-	-	-
(iv) Total of previous years (shortfall)/ excess brought forward	1.29	3.17	0.29
(v) Excess carried forward to future years / (Utilised in Current Year)	0.86	1.29	3.17
(vi) Reason for shortfall	NA	NA	NA
(vii) Nature of CSR activities	1. Promoting education 2. Promoting health care including preventive health care 3. Eradicating hunger, poverty and malnutrition 4. Environmental sustainability 5. Protection of National Heritage 6. Training to promote sports		
(viii) Details of related party transactions, e.g. Contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard.	NA	NA	NA
(ix) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.	NA	NA	NA

41 Capital Management

i) Risk Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitor capital using a gearing ratio and is measured by debt divided by total Equity. The Company's Debt is defined as long-term and short-term borrowings including current maturities of long term borrowings and total equity (as shown in balance sheet) includes issued capital and all other reserves.

Gearing Ratio

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Borrowings	18,053.70	18,575.03	18,281.39
Less- Cash and Cash equivalents	274.61	293.26	264.62
*Net Debt	17,779.09	18,281.77	18,016.77
Total Equity	13,457.44	9,440.33	7,186.92
Gearing ratio	1.32	1.94	2.51

*Net Debt is defined as long-term and short-term borrowings including current maturities and books overdraft less cash and cash equivalents
Total equity (as shown in balance sheet) includes issued capital and all other equity reserves.

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42 Ratio Analysis

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023	% change in 2024-25 & 2023-24	% change in 2023-24 & 2022-23	Reasons for changes
(i) Current Ratio = (Current Assets/Current Liabilities) (Times)	1.31	1.16	1.13	12.54%	3.28%	
(ii) Debt – Equity Ratio = (Total Debt (a) /Shareholder's Equity) (Times)	1.34	1.97	2.54	-31.82%	-22.65%	Note 1
(iii) Debt Service Coverage Ratio= (Earnings available for debt service(b)/ Debt Service(c)) (Times)	3.42	3.25	3.43	5.03%	-5.07%	
(iv) Return on Equity (ROE) = (Net Profits after taxes/Average Shareholder's Equity) (%)	22.08%	27.10%	25.65%	-18.54%	5.66%	
(v) Trade receivables turnover ratio =(Revenue/Average Trade Receivable) (Times)	7.42	8.14	10.88	-8.79%	-25.21%	Note 2
(vi) Trade payables turnover ratio =(Purchases of services and other expenses/Average Trade Payables) (Times)	13.88	17.39	26.22	-20.18%	-33.70%	Note 3
(vii) Net capital turnover ratio= (Revenue/Average Working Capital) (Times)	5.88	7.07	10.14	-16.85%	-30.28%	Note 4
(viii) Net profit ratio= (Net Profit/Total Income) (%)	3.06%	2.76%	1.61%	11.06%	71.57%	Note 5
(ix) Return on capital employed (ROCE) = (Earning before interest and taxes/Effective Capital Employed (d)) (%)	16.23%	16.48%	13.24%	-1.57%	24.49%	
(x) Inventory Turnover Ratio = (Cost of Goods Sold/Average Inventory)	4.89	6.47	13.12	-24.49%	-50.68%	Note 6 & 7

- 1 Increase in Equity Share Capital on Account of Pre-IPO for change in 2024-25 & 2023-24
- 2 Variance is on account of Decrease in Export Sales compared to Last year for change in 2023-24 & 2022-23
- 3 Variance is on account of Decrease in Purchases of Sugar, payment for which were mostly made in advance for change in 2023-24 & 2022-23
- 4 Variance is on account of Decrease in Sales of Sugar, Receipt Cycle for which was considerably less compared to other products for change in 2023-24 & 2022-23
- 5 As we have stepped into manufacturing, Higher Sales from Manufacturing resulted in higher Net Profit Ratio for change in 2023-24 & 2022-23
- 6 Stock has increased due to increase in number of stores for change in 2024-25 & 2023-24
- 7 Due to increase in manufacturing activities, We have to stock raw material is bulk and also we have opened new supermarket stores leading to higher inventory for change in 2023-24 & 2022-23

43 Government Grants:

The company has decided to deduct the grant in calculating the carrying amount of the asset. The grant is recognised in profit or loss over the life of a depreciable asset as a reduced depreciation expense.

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
The Government Grants received during the period/year: (₹ in Lacs)	82.20	-	265.01

44 Revenue Recognition

Revenue from sale of traded goods is recognised upon transfer of control of promised products or services to customers. Revenue from sale of goods is recognized at a point in time, when the goods are delivered and on acceptance of such goods.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers. The Company disaggregates revenue from contracts with customers on the basis of time, nature and geography.

Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered.

Interest income on financial assets (including deposits with banks) is recognised using the effective interest rate method on a time proportionate basis.

Dividend income is recorded when the right to receive payment is established.

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
Revenue as per Contract Price	81,721.49	80,840.95	1,01,498.88
Less: Discounts	399.56	496.25	680.08
Net Revenue as per Books	81,321.93	80,344.70	1,00,818.80

45 Income Taxes

Movement during the period/year:

Particulars	Net balance as at 1st April 2024	Recognised in statement of profit and loss	Recognised in OCI	Net balance as at 31st March, 2025
Deferred Tax Liabilities/(Assets)				
Property, plant and equipment/Investment Property/Other Intangible Assets	106.51	35.26	-	141.77
Fair Value through P&L	-	-	-	-
On provision for employee benefit	7.58	4.72	3.60	15.91
Allowance for Bad & Doubtful Debts	98.15	(27.90)	-	70.25
Others	3.56	15.03	-	18.58
	215.80	27.11	3.60	246.52

Particulars	Net balance as at 1st April 2023	Recognised in statement of profit and loss	Recognised in OCI	Net balance as at 31st March, 2024
Deferred Tax Liabilities/(Assets)				
Property, plant and equipment/Investment Property/Other Intangible Assets	80.54	25.96	-	106.51
Fair Value through P&L	-	-	-	-
On provision for employee benefit	4.96	2.64	(0.02)	7.58
Allowance for Bad & Doubtful Debts	98.15	-	-	98.15
Others	2.51	1.07	-	3.56
	186.16	29.67	(0.02)	215.80

Particulars	Net balance as at 1st April 2022	Recognised in statement of profit and loss	Recognised in OCI	Net balance as at 31st March, 2023
Deferred Tax Liabilities/(Assets)				
Property, plant and equipment/Investment Property/Other Intangible Assets	59.50	21.04	-	80.54
Fair Value through P&L	-	-	-	-
On provision for employee benefit	3.28	2.62	(0.94)	4.96
Allowance for Bad & Doubtful Debts	119.29	(21.14)	-	98.15
Others	1.66	0.84	-	2.51
	183.74	3.36	(0.94)	186.16

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Profit and Loss:	3,432.80	3,061.18	2,224.73
Current tax – net of reversal of earlier years	932.09	837.50	590.12
Deferred Tax	(30.70)	(29.67)	(3.37)
	901.39	807.83	586.75

Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate:

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Profit before income tax expense	3,432.80	3,061.18	2,224.73
Tax at the Indian tax rate 25.168 %	863.93	770.41	559.92
Add: Items giving rise to difference in tax			
Effect of non-deductible expenses	37.05	37.42	10.85
Others	0.40	0.00	15.98
Income Tax Expenses	901.39	807.83	586.75

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46 Related party disclosures as required under Ind AS 24, "Related Party Disclosures", are given below:

Related Parties have been identified by the Management, auditors have replied upon the same

a) Name of the related party and description of relationship.

S.No.	Related Parties	Nature of Relationship
1	Dhanji Patel	Managing Director (Key Management Personnel)
2	Bechar Patel	Whole Time Director (Key Management Personnel)
3	Hiren Patel	Whole Time Director (Key Management Personnel) - Upto 12/10/23 Non-Executive Director (Key Management Peronnel) - From 13/10/23
4	Yashwant Suresh Bhojwani	Independent Director with effect from 13/10/2023
5	Nitin Pandurang Patil	Independent Director with effect from 13/10/2023
6	Harshini Vikas Jadhav	Independent Director with effect from 13/10/2023
7	Bharat Patel	Relative of the director upto 12/10/2023 Chief Operating Officer (COO) with effect from 13/10/2023
8	Rahul Patel	Relative of the director Upto 26/09/2023 Chief Executive Officer (CEO) with effect from 27/09/2023
9	PRPL Garments Pvt Ltd	Entity in which directors are shareholders
10	Manish Rambabu Agarwal	Chief Financial Officer (CFO) with effect from 13/10/2023
11	Deepesh Sanjay Somani	Company Secretary (CS) with effect from 27/09/2023 to 06/05/2024
12	Savji Patel	Relative of the director
13	Ashwin Patel	Relative of the director
14	Mahesh Patel	Relative of the director
15	Anantiben Patel	Relative of the director
16	M/s.KBP Corporation (Partnership Firm of Komal R. Waghela)	Relative of the director
17	Patel Maritime (India) Pvt. Ltd.	Entity in which directors are shareholders
18	Prasad Khopkar	Company Secretary (CS) with effect from 01/07/2024

b) Details of Transactions during the period/year with related parties.

S.No.	Related parties	Nature of Transactions during the year	For the Year ended March 31, 2025	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(i)	Dhanji Patel	Director Remuneration	75.00	75.00	60.00
		Interest on loan	98.03	92.14	107.83
		Rent	1.80	1.80	1.80
		Loan taken	749.23	484.51	1,146.50
		Loan Repaid	1,198.98	960.68	1,731.41
(ii)	Bechar Patel	Director Remuneration	48.00	40.00	12.00
		Interest on loan	44.75	44.66	45.37
		Rent	1.80	1.80	1.80
		Loan taken	-	-	544.54
		Loan Repaid	-	-	-
(iii)	Hiren Patel	Director Remuneration	-	8.00	12.00
		Interest on loan	-	5.70	-
		Rent	1.20	1.20	1.20
		Sitting Fees	2.32	0.72	-
		Loan taken	-	45.90	300.00
(iv)	Ashwin Patel	Loan Repaid	-	351.03	-
		Salary	-	-	6.00
		Purchases	16.73	19.34	-
		Sales	-	-	113.10
		Patel R Choice (Prop Ashwin Patel)	-	-	-
(v)	Maresh Patel	Salary	30.00	30.00	24.00
(vi)	Bharat Patel	Salary	45.00	45.00	36.00
(vii)	Rahul Patel	Reimbursement of Expenses	7.02	5.15	4.05
(viii)	Shavji Patel	Salary	30.00	30.00	24.00
(ix)	PRPL Garments Pvt Ltd	Salary	-	-	2.00
(x)	Anantiben Patel	Purchases	-	1.72	37.44
(xi)	Manish Rambabu Agarwal	Salary	-	-	3.60
(xii)	M/s.KBP Corporation (Partnership Firm of Komal R. Waghela)	Salary*	30.00	14.03	-
(xiii)	Deepesh Sanjay Somani	Rent	20.80	20.40	20.40
(xiv)	Patel Maritime (India) Pvt. Ltd.)	Salary	0.91	4.62	-
(xv)	Prasad Khopkar	Sales	731.31	181.01	-
		Salary	9.91	-	-

* Manish Rambabu Agarwal was paid salary of Rs. 11.17 lakhs in the capacity of Director - Finance upto October 10, 2023 in the Fiscal 2024 and Rs. 14.03 lakhs in the capacity of Chief Financial Officer in the Fiscal 2024.

c) Balances at end of the period/year with related parties

S.No.	Related parties	Nature of Transactions during the year	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2023
(i)	Dhanji Patel	Loan Payable(Including Interest Payable)	907.62	1,259.34	1,735.52
		Salary Payables	-	4.35	3.83
(ii)	Bechar Patel	Loan Payable(Including Interest Payable)	544.54	544.54	544.54
		Salary Payables	-	3.20	0.90
(iii)	Hiren Patel	Loan Payable(Including Interest Payable)	-	-	300.00
		Salary Payables	-	-	0.90
(iv)	Rahul Patel	Sitting Fees Payable	-	0.38	-
		Salary Payable	-	2.02	1.64
(v)	Mahesh Patel	Salary Payable	-	2.02	1.64
		Reimbursement of Expenses	0.60	-	-
(vi)	Bharat Patel	Salary Payable	-	2.88	2.20
		Salary Payable	-	-	-
(vii)	Ashwin Patel	Payables (Purchases)	1.71	-	-
		Receivables (Sales)	77.35	77.85	88.95
(viii)	Shavji Patel	Patel R Choice (Prop Ashwin Patel)	-	-	-
		Salary Payable	-	-	-
(ix)	Anantiben Patel	Salary Payable	-	-	0.30
		Payables (Purchases)	-	-	37.20
(x)	PRPL Garments Pvt Ltd	Rent Payable	1.74	1.55	1.55
		Deposit Receivable	-	-	10.00
(xi)	M/s.KBP Corporation (Partnership Firm of Komal R. Waghela)	Salary Payable	-	0.66	-
		Receivables (Sales)	(41.55)	140.09	-
(xii)	Deepesh Somani	Salary Payable	2.10	1.90	-
		Salary Payable	1.26	-	-
(xiii)	Patel Maritime (India) Pvt. Ltd	Salary Payable	-	-	-
		Salary Payable	-	-	-
(xiv)	Manish Agrawal	Salary Payable	-	-	-
		Salary Payable	-	-	-
(xv)	Prasad Khopkar	Salary Payable	-	-	-
		Salary Payable	-	-	-

All related party transactions entered during the year were in ordinary course of business and on arms length basis.

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Notes to the Statement of Profit and Loss
(All amounts are in INR lakhs except per share data or otherwise stated)

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a. Benami Property

No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder

b. Relationship with Struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

c. Title deeds of immovable property

The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in note 3 to the financial statements, are held in the name of the company.

d. Details of Crypto currency and Virtual currency

The Company have not traded or invested in Crypto currency or Virtual currency during the financial year.

e. Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.

f. Declaration as Wilful Defaulter

The Company is not declared as a wilful defaulter by any bank or financial institution or other lender during the any reporting period.

g. Compliance with number of layers of companies

The company does not operate through multiple levels of subsidiaries and is thus not required to comply with such provisions of the Companies Act 2013.

h. Compliance with approved Scheme of arrangement

The company has not entered into any scheme of arrangement which has an accounting impact on reporting period / year

i. Undisclosed Income

There is no income surrendered or disclosed as income during the period/ years in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

j. Valuation of PPE, intangible asset and investment property

The company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current period or previous period / year.

k. Investment property

The Company does not have any investment property during any reporting period / year , the disclosure related to fair value of investment property is not applicable.

l. Declaration of Dividend

The Company had proposed dividend of Rs. Nil, Rs. Nil and Rs. 1 per fully paid up equity share of Rs.10/- (31 March 2025, 31 March 2024, and 31 March 2023). The dividend declared and paid by the Company during the period/year is in accordance with section 123 of the Act, as applicable. Out of the total dividend paid by the Company during the period ended 31 March 2025, 31 March 2024, and 31 March 2023 is Rs. Nil lakhs, Rs. Nil lakhs and Rs. 33.75 Lakhs respectively is paid to key managerial personnel and Rs. Nil lakhs, Rs. Nil Lakhs and Rs. 3.45 Lakhs respectively relatives of key managerial personnel.

48 **Reconciliation**

A Reconciliations between the restated financial information and audited financial statements (IGAAP) of the Company are as follows:

1. Reconciliation of total equity as at 31 March 2025, 31 March 2024 and 31 March 2023.

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Total equity (shareholder's funds) as per audited IGAAP/ Ind AS Financials of respective years	13,457.44	9,440.33	7,485.77
Adjustments:			
Adjustment related conversion into Ind AS from AS			
Adjustment of opening balance of equity - Ind AS	-	-	(557.71)
Adjustment for expected credit loss / provision allowance on financial assets	-	-	84.00
Adjustment due to measurement of lease liabilities/ right of use assets	-	-	(3.06)
Other adjustments	-	-	(0.29)
Adjustment related Restated Financial Statement			
Prior period adjustments related to Proprety, Plant & Equipments	-	-	256.69
Gratuity provision based on actural valuation	-	-	-
Sub Total	-	-	(220.37)
Tax effect of adjustments	-	-	(78.47)
Total Adjustments	-	-	(298.84)
Total equity as per restated financial information	13,457.44	9,440.33	7,186.92

2. Reconciliation of Profit & Loss account for the period ended 31 March 2025, 31 March 2024 and 31 March 2023.

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Profit/(loss) after tax as per as per audited IGAAP/ Ind AS Financials of respective years	2,527.81	2,253.34	1,628.85
Adjustments:			
i) Adjustments due to transition to IND AS:			
Adjustment for expected credit loss allowance on financial assets	-	-	84.00
Impact on account of Ind AS effect of Right to use asset	-	-	(3.06)
Impact on account of fair valuation of perpetual security deposits	-	-	(0.29)
Tax effect of adjustments	-	-	(81.75)
Remeasurement of defined benefit obligations (net of tax) to OCI	-	-	(2.80)
ii) Adjustments due to restatements:			
Depreciation	-	-	-
Gratuity provision based on actural valuation	-	-	13.03
Total Adjustments	-	-	9.13
Profit for the year as per restated financial information	2,527.81	2,253.34	1,637.98

3. Reconciliation of Other Comprehensive Income for the period ended 31 March 2025, 31 March 2024 and 31 March 2023.

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Other Comprehensive Income as per as per audited IGAAP/ Ind AS Financials of respective years	(10.70)	0.07	-
Adjustments:			
i) Adjustments due to transition to IND AS:			
Remeasurement of defined benefit obligations (net of tax)			2.80
ii) Adjustments due to restatements:			
Gratuity provision based on actural valuation (net of tax)		-	
Other comprehensive income for the year as per restated financial information	(10.70)	0.07	2.80

FOR KANU DOSHI ASSOCIATES LLP
Chartered Accountants
Firm's Registration Number: 104746W/W100096

FOR AND ON BEHALF OF BOARD OF DIRECTORS

SD\-\nKunal Vakharia
Partner
Membership No. 148916

SD\-\nDhanji R. Patel
Chairman & Managing Director
DIN 01376164

SD\-\nBechar R. Patel
Director
DIN 02169626

Place : Mumbai
Dated: 16th June 2025

SD\-\nRahul D. Patel
Chief Executive Officer

SD\-\nManish R. Agarwal
Chief Financial Officer

SD\-\nPrasad Khopkar
Company Secretary

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Notes to the Statement of Profit and Loss
(All amounts are in INR lakhs except per share data or otherwise stated)
OTHER FINANCIAL INFORMATION

The audited financial statements of our Company as at and for the Fiscal 2025 and Fiscal 2024 and the special audited standalone financial statements for the Fiscals 2023, respectively ("Company's Financial Statements") are available at <https://www.patelrpl.in>.

Our Company is providing these links on its website solely to comply with the requirements specified in the SEBI ICDR Regulations. The Company's Audited Financial Statements do not constitute, (i) a part of this Red Herring Prospectus; or (ii) a prospectus, a statement in lieu of a prospectus, an offering circular, an advertisement, an offer or a solicitation of any offer or an offer document to purchase or sell any securities under the Companies Act, the SEBI ICDR Regulations, or any other applicable law in India or elsewhere. The Audited Company's Financial Statements should not be considered as part of information that any investor should consider subscribing for or purchase any securities of our Company, or any entity in which its shareholders have significant influence (collectively, the "Group") and should not be relied upon or used as a basis for any investment decision. None of the Group or any of its advisors, nor the BRLM or the Promoters, nor any of their respective employees, directors, affiliates, agents or representatives or the Selling Shareholders accept any liability whatsoever for any loss, direct or indirect, arising from any information presented or contained in the Company's Financial Statements or the opinions expressed therein.

The accounting ratios derived from Restated Financial Statement required under Clause 11 of Part A of Schedule VI of the SEBI ICDR Regulations are given below:

(Rs. In Lakhs, except ratios)

Particulars	As on / For Fiscal 2025	As on / For Fiscal 2024	As on / For Fiscal 2023
Basic Earnings/ (loss) per Equity Share (₹) * (After Bonus Issue)	10.30	9.24	6.72
Diluted Earnings/ (loss) per Equity Share (₹)* (After Bonus Issue)	10.30	9.24	6.72
Return on Net Worth (%) *	19.02%	24.24%	23.66%
Net Asset Value Per Equity Share (₹) (After Bonus Issue)	54.08	38.72	29.48
Adjusted Net Asset Value Per Equity Share (₹) (After Bonus Issue)	53.41	38.13	28.39
Earnings before interest, tax, depreciation and amortisation (EBITDA)* (₹ in Lakhs)	6,243.27	5,583.95	4,323.96
Earnings before interest, tax, depreciation and amortisation and Other Income (Adjusted EBITDA)* (₹ in Lakhs)	5,713.55	5,231.53	4,198.38

The Ratios have been computed as under:

1. Basic and diluted earnings/ (loss) per equity share: Basic and diluted earnings/ (loss) per equity share are computed in accordance with Indian Accounting Standard 33 notified under the Companies (Indian Accounting Standards) Rules of 2015 (as amended).
2. Net Worth: Net Worth is calculated as the sum of (i) Equity Shares; and (ii) other equity less Prepaid Expenses
3. Return on Net Worth Ratio: Profit/ (loss) for the year / period attributable to Shareholders divided by Net Worth as attributable to Shareholders at the end of the year/period.
4. Net assets value per Equity Share (₹): Net assets at the end of the year/period divided by Total number of weighted average Equity Share outstanding at the end of the year/ period
5. Adjusted Net assets value per Equity Share (₹): Net assets less prepaid expenses at the end of the year/period divided by Total number of weighted average Equity Share outstanding at the end of the year/ period
6. Net asset means total assets minus total liabilities excluding revaluation reserves.
7. EBITDA is calculated as profit for the year/ period, plus total tax expenses, exceptional items, finance costs and depreciation and amortization expenses.
8. Adjusted EBITDA is calculated as profit for the year/ period, plus total tax expenses, exceptional items, finance costs and depreciation and amortization expenses less Other Income.
9. Accounting and other ratios are based on the Restated Financial Statement

Patel Retail Limited
(formerly known as "Patel Retail Private Limited")
Restated Notes to the Statement of Profit and Loss
(All amounts are in INR lakhs except per share data or otherwise stated)
CAPITALISATION STATEMENT

We have examined the restated audited financial statements prepared in accordance with the Indian Accounting Standards ("IND AS") restated audited financial statements prepared in accordance with the IND AS for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and other relevant records and registers of the Company. Based on our examination, we hereby certify that the capitalisation statement, as restated, of the Company, as adjusted for the proposed Offer of the Equity Shares is as follows:

(Rs. In Lakhs, except ratios)

Particulars	Pre-Offer as at March 31, 2025	As Adjusted for the Proposed Issue*
Borrowings		
Current Borrowing [#] (A)	15,573.82	[●]
Non-Current Borrowing (including current maturity [#] (B)	2,479.88	[●]
Total Borrowings (C)	18,053.70	[●]
Equity		
Equity Share Capital**	2488.25	[●]
Other Equity [#]	10,969.19	[●]
Total Equity (D)	13,457.44	[●]
Non-Current Borrowing/Total Equity (B/D)	0.184	[●]
Total Borrowings/ Total Equity (C/D)	1.342	[●]

* The corresponding post-Offer capitalization data is not determinable at this stage pending the completion of the Book Building process and hence have not been furnished. To be updated upon finalization of the Offer price.

[#] These terms shall carry the meaning as per Schedule III of the Companies Act, 2013.

**The Company has issued bonus equity shares in the ratio of 54:10 vide resolution of the shareholder dated December 30, 2023

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following discussion of our financial condition and results of operations together with the Restated Financial Statements as of Fiscals 2025, 2024 and 2023, including the notes and significant accounting policies thereto and the report thereon, which appear on page 273. These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

Our fiscal year ends on March 31 of each year, so all references to a particular Fiscal or fiscal year are to the twelve-month period ended March 31 of that year.

The following discussion contains forward-looking statements and reflects our current views with respect to future events and financial performance. Actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors such as those set forth in the section titled “**Risk Factors**” on page 1 of this Second Addendum and elsewhere in this Second Addendum.

We have included various operational and financial performance indicators in this Second Addendum, including certain non-GAAP financial measures and operational measures and certain other industry measures related to our operations and financial performance, that may vary from any standard methodology that is applicable across our industry and some of which may not be derived from our Restated Financial Statements or otherwise subjected to an audit or review by our auditors. The manner in which such operational and financial performance indicators, including non-GAAP financial measures, are calculated and presented, and the assumptions and estimates used in such calculation, may vary from that used by other companies. Investors are accordingly cautioned against placing undue reliance on such information in making an investment decision, and should consult their own advisors and evaluate such information in the context of the Restated Financial Statements and other information relating to our business and operations included in this Second Addendum. For further details on risks related to reliance on non-GAAP financial measures, please see “**Risk Factors – We have in this Second Addendum included certain non-GAAP financial measures and certain other industry measures related to our operations and financial performance. These non-GAAP measures and industry measures may vary from any standard methodology that is applicable across the Indian, and therefore may not be comparable with financial or industry related statistical information of similar nomenclature computed and presented by other companies**” on page 56 of this Second Addendum.

“Industry Report on Food & Grocery Retailing and Food Processing” updated on June 11, 2025 (“**D&B Report**”), has been exclusively prepared for the purpose of the Offer and issued by D&B and is commissioned and paid for by us, pursuant to an engagement letter executed on February 12, 2024, only for the purposes of understanding the industry exclusively in connection with the Offer. Unless otherwise indicated, all financial, operational, industry and other related information derived from the D&B Report and included herein with respect to any particular year refers to such information for the relevant financial year. The D&B Report will be available on our Company’s website at <https://patelrpl.in/investor-relations/>.

Some of the information contained in this section, including information with respect to our strategies, contain forward- looking statements that involve risks and uncertainties. You should read the section titled “**Forward-Looking Statements**” on page 24 of the Draft Red Herring Prospectus for a discussion of the risks and uncertainties related to those statements and also the section titled “**Risk Factors**” and “**Our Business**” on pages 1 and 170, respectively, for a discussion of certain factors that may affect our business, results of operations and financial condition. The actual results of the Company may differ materially from those expressed in or implied by these forward-looking statements.

Unless otherwise stated, references to “the Company”, “our Company”, “we”, “us”, and “our” are to Patel Retail Limited.

Overview

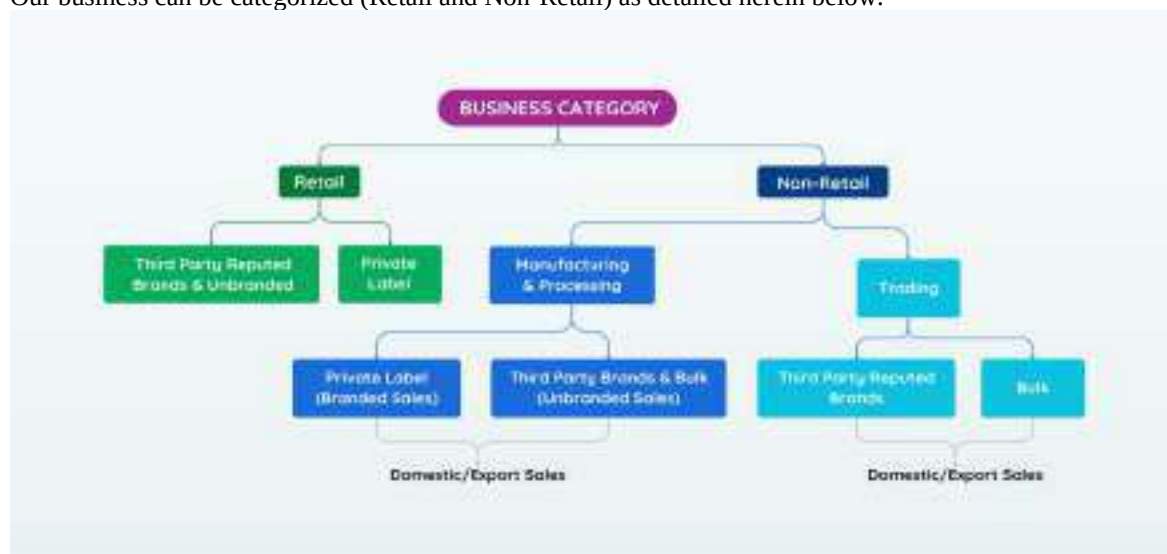
We are primarily engaged as a retail supermarket chain operating in Tier-III cities and the nearby suburban areas, with focus on “value retail”, offering food, non-food (FMCG), general merchandise and apparel catering to the needs of the entire family. Incorporated in Fiscal 2008, our Company started its first store under the brand “Patel’s R Mart” at Ambernath, Maharashtra and since then, our operations are spread across the suburban area of Thane and Raigad district in Maharashtra. As on May 31, 2025 we operate and manage forty-three (43) stores, with a Retail Business Area²⁷ of approx. 1,78,946 sq.fts.

With our objective to increase margin and to promote our retail supermarket brand “Patel’s R Mart”, we launched our private label goods comprising of pulses (“**Patel Fresh**”) and spices (“**Indian Chaska**”), which we buy in bulk quantities and package and brand after our quality checks and inspections at our processing and packing facility at Ambernath, Maharashtra (“**Facility 1**”), mens wear (“**Blue Nation**”), home improving products (“**Patel Essentials**”), ready-to-cook / instant mix (“**Patel Fresh**”), ghee and papad (“**Indian Chaska**”) which we buy from third party vendors under our brands. Since incorporation in Fiscal 2008, we have increased our store offerings and as on May 31, 2025 we offer around 38 product categories with over 10,000 product SKUs in our stores.

As our backward integration strategy and to control our supply chain, we started our production facility at Survey No. 145/1, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat - 370115 (“**Facility 2**”), where we process peanuts and whole spices, such as coriander seed and cumin seeds. Further as a part of our strategy to broaden our product offering across the value chain, we built an agri processing cluster, spread over 15.925 acres of land area at Survey No. 170/2, Bhuj Bachau Highway, Village Dudhai, Taluka Anjar, District Kutch, Gujarat – 370115, comprising of five (5) production units collectively (“**Facility 3**”), 1 one (1) fruit pulp processing unit (“**F&V Unit**”), dry warehouse of 2546.29 sq. mtr. with storage capacity of 3040 MT, cold storage with capacity of 3000 MT and also our in-house testing and research laboratory (“**Agri-cluster**”). Our Facility 1, Facility 2 and Facility 3 will be hereinafter collectively referred to as “**Facilities**”, our Facility 1, Facility 2 and Agri-cluster will be hereinafter collectively referred to as “**Manufacturing Facilities**”, and Facility 2 and Agri-cluster will be collectively referred to as “**Kutch Facilities**”

Further, by capitalizing our sourcing strength we ventured into export of staples, groceries, pulses, spices and pulps. We export these products under our brands- Patel Fresh and Indian Chaska and also that of the brand of our customers, from our Manufacturing Facilities. Furthermore, we also undertake domestic and export trading of assorted / mix containers of food and non-food products, such as FMCG goods, household items, kitchen appliances, etc. from reputed third party brands and also are into bulk trading of agri commodities such as, rice, sugar, pulses, edible oil etc. We have exported to over thirty five (35) countries during the disclosed financial period.

Our business can be categorized (Retail and Non-Retail) as detailed herein below:



For Fiscal 2025, Fiscal 2024 and Fiscal 2023, our total income was ₹82,599.01 Lakhs, ₹81,771.25 Lakhs and

²⁷ The built-up area of a store as per the lease/leave and license/sale agreement, as the case maybe.

₹1,01,980.36 Lakhs, respectively, and our profit after tax for the year was ₹2,527.82 lakhs, ₹2,253.34 lakhs and ₹1,637.97 Lakhs, respectively. Our EBITDA in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was ₹6,243.27 Lakhs, ₹5,583.94 Lakhs and ₹4,323.96 Lakhs, respectively. In Fiscal 2025, Fiscal 2024 and Fiscal 2023, we generated ₹27,350.98 Lakhs, ₹40,651.96 Lakhs and ₹66,962.58 lakhs from gross export sales (processing *plus* trading sales), representing approximately 33.33%, 49.93% and 65.74%, respectively, of our revenue from operations.

Principal Factors Affecting our Results of Operations

Our financial performance and results of operations are influenced by a variety of factors, including without limitation, severe weather conditions, global and domestic competition, conditions in the markets of our customers, general economic conditions, change in costs of raw materials and government regulations and policies. Some of the more important factors are discussed below as well as in “**Risk Factors**” on page 1 of this Second Addendum.

Availability of Commercial Real Estate

Our ability to increase our sales and our profitability is directly affected by the total number of stores we operate. Most of our stores operate from premises which we have acquired on a lease and license/ leasehold basis. Our average lease and license/ lease period is around five (5) years.

Our ability to continue to secure densely populated residential neighborhood locations is a key factor in our success. As we expand our store network, we will need to secure more locations that meet our business needs whether on an ownership, long-term leasehold or rental basis, as we determine on a case-by-case basis. We have no control over future increases in real estate prices. If real estate prices increase, we will require greater capital to buy land or incur higher operational costs due to higher leasing or rental costs.

If there is limited availability of real estate in the future, competition for such real estate may increase which may result in a further increase in prices. This may lead to delays and cost overruns in opening new stores.

Expansion of our Store Network

Since establishing our Company in Fiscal 2008, we have expanded our network to a total of forty-three (43) stores as of May 31, 2025. We expanded our store network from thirty-three (33) stores in Fiscal 2024 and forty-two (42) stores in Fiscal 2025. As on May 31, 2025, our stores are located across seventeen (17) cities / suburbans areas, within the Thane and Raigad district of Maharashtra. Recently we have opened new Stores in the central suburban area of the MMR such as Bhiwandi, Padgha, Diva, Vasind, Vangani & Neral. We plan to expand our network in Panvel, Vashi and other areas of Navi Mumbai and gradually in the western suburban area of the MMR such as Mira Road, Bhayander, Virar, Vasai and also in the municipal region of Pune, Maharashtra, following our cluster-focused expansion strategy. We believe that selection of suitable locations for our stores has been critical to our expansion plans. We aim to enter our target markets to take advantage of the opportunities offered by these under-served regions and actively search for suitable locations. We follow a cluster approach and target densely-populated neighbourhoods and residential areas with a majority of lower-middle, middle class and aspiring upper-middle class consumers. Our revenue from retail sales increased at a CAGR of 17.64% between Fiscal 2023 and Fiscal 2025 and continued expansion of our store network has been an important factor in contributing to revenue growth.

Furthermore, our revenue growth can vary according to the level of maturity of our stores. The revenue a store generates depends on its stage of operation. Generally, revenue generated by a new store is lower at its initial stage of operations and tends to increase after the first few years of operation as the store gains customer loyalty and market recognition. Following this initial stage, growth in the revenue of a store will also depend on various factors such as the level of customer traffic, quality of store management, extent of redecoration and renovation, and rate of growth in the local economy.

Product Assortment

We offer an extensive range of products in a number of categories at our stores such as, food, non-food (FMCG), general merchandise and apparel. We strive to provide products at value for money for our customers and to respond to their needs and tastes by optimising the range of products we offer, in order to attract and maintain a large base of customers. We focus on providing our customers with basic, everyday products rather than luxury

products or those which require discretionary spending. Our success in part depends upon our continued ability to understand evolving customer trends and accordingly achieving the correct product assortment. We will continue to manage the changing requirements of our customers by changing our product assortment, as necessary. Changes in the assortment of products we sell can impact our sales and operating profit and our profit margins also may vary across different product categories and different product sub-categories within each category.

Further, the key driver in the growth of our revenue from manufacturing operations has been the volume of products we produce and sell. Increased production and sales volume favourably affect our results of operations as it enables us to benefit from economies of scale in procurement of raw materials and may improve our operating margins through our ability to leverage our fixed cost base. Our Manufacturing Facilities are relatively new and are yet to reach maximum production, we endeavour to increase our sales by adding new products and increasing our market presence.

Cost and Availability of Raw Materials

Our material costs constitute the largest component of our cost structure. Our material costs comprise cost of materials consumed, purchases of stock-in-trade and changes in inventories. For the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our material costs were ₹66,130.83 Lakhs, ₹65,889.50 Lakhs and ₹86,019.61 Lakhs, or 80.06%, 80.58% and 84.35% of our total income, respectively. We are thus exposed to fluctuations in cost and availability of our raw materials and there may be a time lag before we may effectively pass on all increases in cost of raw materials to our customers. Our ability to pass on the increases in cost of raw materials to our customers is also subject to prevailing market conditions. If we fail to pass on the increases in cost of raw materials, our margins, sales and overall results may be negatively affected. For further details, please see ***“Risk Factors- Our operations are dependent on the supply of large amounts of raw material such as wheat, spices and peanuts. We do not have long term agreements with suppliers for our raw materials and any increase in the cost of, or a shortfall in the availability of, such raw materials could have an adverse effect on our business and results of operations, and seasonal variations could also result in fluctuations in our results of operations”*** on page 6 of this Second Addendum.

Foreign exchange rate risk

Our financial statements are prepared in Indian Rupees. However, our sales from exports and a portion of our raw material expenditures are denominated in foreign currencies, mostly the U.S. Dollar. Accordingly, we have currency exposures relating to buying, selling and financing in currencies other than in Indian Rupees, particularly the U.S. Dollar. The following table sets out our revenues denominated in foreign currencies and their percentage in comparison with revenue from operations for the Fiscal 2025, Fiscal 2024 and Fiscal 2023:

(₹ in Lakhs, except percentage)			
Revenues	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Export*	27,350.98	40,651.96	66,962.58
Percentage of Revenue from operations	33.33%	49.93%	65.74%
Import of raw materials	912.65	3,757.38	-
Percentage of Revenue from operations	1.11%	4.61%	-
Revenue from Operations	82,069.29	81,418.83	1,01,854.78

**gross of discount, claims and provisions*

Our revenue and profit are affected by volatility in the currencies in which we earn our revenues. Our results of operations will be impacted by the relative value of the rupee compared to other currencies. Unfavourable fluctuations in foreign currency exchange rates have had an adverse effect and could in the future have a material adverse effect, on our results of operations. To manage our foreign exchange risk, we hedge our foreign exchange exposure. Our Company has hedged its foreign currency risk and the forward contract cover position as on March 31, 2025 is Nil, against total foreign currency receivable of ₹ 9,928.83 Lakhs (equivalent to US Dollar 113.95 Lakhs, AUD 2.78 Lakhs, CAD 0.39 Lakhs, GBP 0.06 Lakhs).

For the Fiscal 2025 and Fiscal 2024, we have recorded foreign exchange fluctuation gain of ₹ 402.60 Lakhs and

₹ 257.23 Lakhs, respectively, while we have recorded foreign currency loss of ₹ 328.62 Lakhs for Fiscal 2023. There can be no assurance that we will continue to record gains from foreign exchange fluctuations or any hedging measures we take will enable us to avoid the effect of any adverse fluctuations in the value of the Indian Rupee against the U.S. Dollar or other foreign currencies.

Reliance on major customers

Our customer base under our processing division and our trading activities currently comprises a host of international and domestic customers. However, our top five (5) customers represent a significant portion of our revenue. Of our revenue from operations in the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our largest customer contributed approximately 3.52%, 5.66% and 6.02% of our revenue from operations, respectively; our top 5 customers contributed to approximately 10.30%, 16.01% and 21.59% of our revenue from operations, respectively; and our top 10 customers contributed 15.67%, 24.07% and 32.21% of our revenue from operations, respectively. We expect that we will continue to be reliant on our major customers for the foreseeable future. We have long-term relationships and ongoing active engagements with many of our customers. For instance, our top 5 customers from Non-Retail business, as on March 31, 2025 are associated with us for over [2] years. Accordingly, any decrease in orders from any of these select customers and/or failure to retain such customers on terms that are commercially viable could adversely affect our business, financial condition and results of operations. In addition, any defaults or delays in payments by a major customer or a significant portion of our customers may have an adverse effect on business, financial condition and results of operations. We do not have any supply contracts with our customers.

Competition and Pricing Pressure

We are facing increasing competition from a number of domestic and international market players in each of the businesses we operate. Some of our competitors may be larger than us, may have more financial and other resources and have products with greater brand recognition than ours. Our competitors in certain regions may also have better access to raw materials required in our operations and may procure them at lower costs than us. Some of our international competitors may be able to capitalize on their overseas experience to compete in the Indian market and also in the markets we operate. They may also significantly increase their advertising expenses to promote their brands and products, which may require us to similarly increase our advertising and marketing expenses.

The success of our business is dependent on our ability to competitively price our products, and to also compete against lower-priced products from our competitors based on the higher quality of our products. Our pricing policy is based on several factors including the cost of operations and raw material, customer demands, our competitive position and the pricing of certain products in the markets. We seek to offset the effect of this pricing pressure by increasing the efficiency of our manufacturing operations at our facilities.

Distribution Network

Our processing business is relatively new and our growth in this business will be largely driven by the distribution network that we would create for distribution of our products in India. We have built a network of wholesalers and retail touch points to whom we sell through our wholesalers and also directly through our sales and marketing team. Further, we also undertake domestic trading through our network of wholesalers and retailers.

We sell our products across nine (9) states with the majority of our sales coming from the state of Gujarat and Maharashtra. Our network of wholesalers and retailers with whom we have had business during the respective year is as detailed herein below:

Particulars*	Fiscal 2025	Fiscal 2024	Fiscal 2023
Wholesalers	234	238	199
- Gujarat	143	154	109
- Maharashtra	53	61	67
- Others	38	23	23
Retailers	72	202	329
- Gujarat	65	198	327
- Maharashtra	6	3	2
- Others	1	1	-

* The number of wholesalers and retailers represent those parties with whom we had business transactions during the period.

As of May 31, 2025 we have a two (2) member sales team to cater to our existing and potential customer. We constantly seek to grow our product reach to under-penetrated geographies, increase the penetration of our products in markets in which we are currently present and widen the portfolio of our products available in those markets by growing our distribution network. We may, however, not be successful in appointing new distributors / wholesalers to expand our network or effectively manage our existing distribution network. Further, we may also face disruptions in the delivery of our products for reasons beyond our control, including poor handling of our products by third parties, transportation bottlenecks, natural disasters and labour issues, which could lead to delayed or lost deliveries.

Government Regulations and Policies

Government regulations and policies in India and in countries to which we export can affect the demand for our products. These regulations and policies are extensive and cover a broad range of industries, some of which are politically sensitive. These regulations and policies and the tax regimes to which we are subject to could change at any time, with little or no warning or time for us to prepare. For further details, please see **“Risk Factors – Our business is operating under various laws which require us to obtain approvals from the concerned statutory/regulatory authorities in the ordinary course of business. Some of our approvals are required to be transferred in the name of Patel Retail Limited from Patel Retail Private Limited, pursuant to change of name of our Company. Our inability to obtain, maintain or renew requisite statutory and regulatory permits and approvals for our business operations in a timely manner could materially and adversely affect our business, prospects, results of operations and financial condition”** on page 5 of this Second Addendum and **Any inability to comply with food safety laws, environmental laws and other applicable regulations in relation to our manufacturing facilities and stores may adversely affect our business, financial condition and results of operations”** on page 33 of this Second Addendum.

We are currently entitled to certain export benefits received from the Government of India under export promotion schemes like the Duty Drawback Scheme (“**DDS**”) and the Remission of Duties or Taxes on Export Products (“**RODTEP**”). The DDS and the RODTEP, enable us to claim rebate of all hidden central, state and local duties /taxes/levies on the goods exported which have not been refunded under any other existing scheme. Changes in regulations or withdrawal of such incentives and schemes could impact our revenues. We are also subject to the regulatory framework of the various international markets where we export our products. The markets where we export our products to, may become inaccessible or less accessible as a result of trade embargoes, import restrictions, quotas, anti-dumping duties, tariffs or other forms of trade barriers introduced by countries where we export our products.

Further, export and import of agricultural products is closely monitored and regulated by Ministry of Commerce, GoI such as ban on export or import of agricultural products, imports quota on warehousing, etc. considering factors such as domestic crops, demand and supply gap, etc. For instance, the Ministry of Commerce, GoI has restricted export of sugar and wheat flour. Additionally, import of wheat is subject to condition that wheat flour is exported. These conditions / restrictions are imposed periodically and from time to time by the Government. Please see **“Risk Factors- Failure to comply with export obligation may expose us to significant import duties and other penalties”** on page 50 of this Second Addendum.

Transition from Indian GAAP to Ind AS

The Ministry of Corporate Affairs, Government of India, has through a notification dated February 16, 2015, set out the Ind AS and the timelines for their implementation and applicability. As per the requirement of the SEBI, our Company is required to adopt and prepare its financial statements in accordance with Ind AS for periods beginning on or after April 1, 2020. Given that Ind AS differs in certain material aspects from Indian GAAP under which our financial statements are currently prepared, our financial statements for the periods commencing on or after April 1, 2020 may not be fully comparable to our statutory historical financial statements.

We have quantified the impact of IND_AS on the financial data included in this Second Addendum and have provided a reconciliation of the financial statements to those under Ind AS. (Refer note no. 48 of the restated financial statements.

Significant Accounting Policies

The notes to the Restated Summary Statements included in this Second Addendum contain a summary of our significant accounting policies. Set forth below is a summary of our most significant accounting policies adopted

in preparation of the Restated Summary Statements.

(a) Basis of preparation

(i) Statement of compliance:

"The Restated Balance Sheets of the company as at 31 March 2025, 31 March 2024 and 31 March 2023; the related Restated Statement of Profit and Loss (including Other Comprehensive Income), the Restated Statement of Changes in Equity, and the Restated Statement of Cash Flows for the year ended 31 March 2025, year ended 31 March 2024 and 31 March 2023 and the Significant accounting policies have been extracted by the management from the audited financial statements for the year ended March 31, 2025, March 31, 2024 and March 31, 2023, approved by the respective Board of Directors of the companies.

The financial statements Complies in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

The Restated Financial Statements were approved by the Board of Directors of our Company on June 16, 2025.

These financial statements are presented in Indian Rupees (INR), which is also the functional currency. All the amounts have been rounded off to the nearest Lakhs, unless otherwise indicated.

(ii) Basis of measurement:

"The Restated Financial Statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the Restated Financial Statements except where a newly issued accounting standard is initially adopted or revision to an existing accounting standard where a change in accounting policy hitherto in use. The Restated Financial Statements have been prepared under the historical cost convention except for certain financial instruments measured at fair value as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition."

(b) Current vs non-current classification:

"The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle*
- Held primarily for the purpose of trading*
- Expected to be realised within twelve months after the reporting period, or*
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.*

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle*
- It is held primarily for the purpose of trading*
- It is due to be settled within twelve months after the reporting period, or*
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period*

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle."

(c) Use of estimates and judgements:

"The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively."

(d) Financial Instruments:

"A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity."

(I) Financial Asset

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- (a) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss); and*
- (b) Those measured at amortised cost.*

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

- (a) For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.*
- (b) For investments in debt instruments, this will depend on the business model in which the investment is held.*
- (c) For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.*

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(a) Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: *Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.*

Fair value through other comprehensive income (FVOCI): *Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.*

Fair value through profit or loss (FVTPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.

(b) Equity instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has selected to present fair value gains and losses on equity investments in other comprehensive income and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income or other expenses, as applicable in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) Impairment of financial assets

"The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime credit losses (ECL) to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed."

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

(iv) Derecognition of financial assets

(a) The Company has transferred the rights to receive cash flows from the financial asset or

(b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(II) Financial Liabilities

(i) Measurement

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liability not at fair value through profit or loss), that are directly attributable to the issue of financial liability. After initial recognition, financial liabilities are measured at amortised cost using effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees paid, transaction cost, and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through

profit or loss.

(ii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(e) Inventories Valuation

(i) Raw materials, components, stores & spares, packing material, semi-finished goods & finished goods are valued at lower of cost and net realisable value

(ii) Cost of Raw Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of semi-finished good and finished good comprises, raw materials, direct labour, other direct costs and related production overheads is arrived through Weighted Average Cost.

(iii) Scrap is valued at net realisable value.

(iv) Due allowances are made in respect of slow moving, non-moving and obsolete inventories based on estimate made by the Management.

(f) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount taxes and amounts collected on behalf of third parties. Discount is recognised on cash basis in accordance with the contractual term of the agreement with the customers. The Company recognises revenue as under:

"(i) The Company recognizes revenue from sale of goods when: "

"(a) The significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods."

(b) The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.

(c) The amount of revenue can be reliably measured.

(d) It is probable that future economic benefits associated with the transaction will flow to the Company.

(e) The cost incurred or to be incurred in respect of the transaction can be measured reliably.

(f) The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Interest on deployment of funds is recognised on accrual basis. Dividend income is recognised when right to receive dividend is established. Profit on sale of investments is recognised on sale of investments.

(g) Property, plant and equipment

(i) Recognition and measurement

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2020 measured as per the previous GAAP and used those carrying value as the deemed cost of the property, plant and equipment.

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss. The cost of an item of property, plant and equipment comprises:

"a) its purchase price, including import duties and non-refundable taxes (net of GST), after deducting trade discounts and rebates.

b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

c) borrowing costs for long-term construction projects if the recognition criteria are met.

If significant parts of an item of property, plant and equipment have different useful lives, then they are

accounted for as separate items (major components) of property, plant and equipment."

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'.

"(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred."

(iii) Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values, if any, over their estimated useful lives using the Reduced Balance method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act, except as stated below. Depreciation on additions/(disposals) is provided on a pro-rata basis i.e. from/ (upto) the date on which asset is ready for use / disposed off.

The estimated useful lives of assets are as taken as per Companies Act, 2013

(h)Intangible assets

On transition to Ind AS, The Company has elected to continue with the carrying value of all of its intangible assets recognised as at 1 April 2020 measured as per the previous GAAP and used those carrying value as the deemed cost of the intangible assets.

(i) An intangible asset shall be recognised if, and only if: (a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and (b) the cost of the asset can be measured reliably.

(iii) Computer software is capitalised where it is expected to provide future enduring economic benefits. Capitalisation costs include licence fees and costs of implementation / system integration services. The costs are capitalised in the year in which the relevant software is implemented for use. The same is amortised over a period of 5 years on straight-line method.

(i) Leases

"Company as lessee:

Lease under which the Company assumes substantially all the risks and rewards of ownership are classified as Finance Leases. The leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items, are classified as operating lease. Operating lease payments are recognised as expenses in the Statement of Profit and Loss."

(j) Employee Benefit

(i) Defined Contribution Plan

Contribution to defined contribution plans are recognised as expense in the Statement of Profit and Loss, as they are incurred.

(ii) Defined Benefit Plan

Company's liabilities towards gratuity and leave encashment are determined using the projected unit credit method as at Balance Sheet date. Actuarial gains / losses are recognised immediately in the Statement of Profit and Loss.

(k) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. All the foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other expenses or other income as applicable.

(l) Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(i) Commencement of capitalisation

"Capitalisation of borrowing cost as part of the cost of a qualifying asset shall begin on the commencement date. The commencement date for capitalisation is the date when the entity first meets all of the following conditions:

- a. it incurs expenditures for the asset;
- b. it incurs borrowing costs; and
- c. it undertakes activities that are necessary to prepare the asset for its intended use or sale."

(ii) Cessation of capitalisation

"Cessation of capitalisation shall happen when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Other borrowing costs are recognised as an expense in the period in which they are incurred."

Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company; and
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

ii) Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares; and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(n) Impairment of Assets

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired.

Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are Companyed at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Company's of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(o) Provisions, contingent liabilities and contingent assets

(i) Provisions:

" Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss."

(ii) Contingent liabilities:

" A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

(iii) Contingent Assets:

Contingent Assets are disclosed, where an inflow of economic benefits is probable.

(p) Investments

On transition to Ind AS, equity investments are measured at fair value, with value changes recognised in Other Comprehensive Income, except for those mutual fund for which the Company has elected to present the fair value changes in the Statement of Profit and Loss.

(q) Trade receivables

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(r) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are recognised, initially at fair value, and subsequently measured at amortised cost using effective interest rate method.

(f) Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non current.

(t) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Rupees Lakhs (upto two decimals), unless otherwise stated as per the requirement of Schedule III (Division II).

(u) "Government Grants, subsidies and export incentives"

Government grants and subsidies are accounted when there is reasonable assurance that the Company will comply with the conditions attached to them and it is reasonably certain that the ultimate collection will be made. Capital grants relating to specific fixed assets are reduced from the gross value of the respective fixed assets. Revenue grants are recognised in the Statement of Profit and Loss. Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and there is no uncertainty in receiving the same.

(v) Segment reporting

Operating segment are reported in a manner consistent with the internal reporting provided to the Chief operating decision maker (CODM). Identification of segments: In accordance with Ind As 108 "operating segment", the operating segment used to present segment information reviewed by CODM to allocate resources to the segments and assess their performance. An operating segment is a component of the group that engages in the business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the group's other components.

(w) Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period. As per Corporate laws in India, a distribution in the nature of final dividend is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

(x) Income tax

Tax expense comprise of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act.

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

At each balance sheet date unrecognized deferred tax assets are re-assessed. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

(y) Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from date of purchase to be cash equivalents.

(z) Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(aa) Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected

credit losses.

(₹ in Lakhs, except for ratios and percentages)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Total Income	82,599.01	81,771.25	1,01,980.36
Revenue from Operations	82,069.29	81,418.83	1,01,854.78
EBITDA ⁽¹⁾	6,243.27	5,583.94	4,323.96
EBITDA Margin ⁽²⁾	7.61%	6.86%	4.25%
PAT Margin ⁽³⁾	3.08%	2.77%	1.61%
Net Worth ⁽⁴⁾	13,290.01	9,297.52	6,923.12
ROE ⁽⁵⁾	19.02%	24.24%	23.66%
Capital Employed ⁽⁶⁾	31,465.58	27,989.71	25,385.68
ROCE ⁽⁷⁾	14.43%	15.10%	12.66%
Debt ⁽⁸⁾	18,053.70	18,575.03	18,281.39
Net Debt ⁽⁹⁾	17,015.88	18,402.49	18,054.07
Debt-Equity Ratio ⁽¹⁰⁾	1.34	1.97	2.54
Net Debt-EBITDA Ratio ⁽¹¹⁾	2.73	3.30	4.18
Net Tangible Assets ⁽¹²⁾	13,085.89	9,098.69	6,752.58
Monetary Assets ⁽¹³⁾	1,174.68	293.26	264.62
% of Monetary Assets to Net Tangible Assets ⁽¹⁴⁾	8.98%	3.22%	3.92%
Adjusted Net Asset Value per Equity Share ⁽¹⁵⁾	53.41	38.13	28.39

(1) EBITDA is calculated as the sum of (i) profit before tax and prior period items for the period/year, (ii) depreciation and amortization expenses, and (iii) finance costs.

(2) EBITDA Margin is calculated as EBITDA divided by revenue from operations.

(3) PAT Margin is calculated as profit for the period/year divided by revenue from operations.

(4) Net worth attributable to the Equity Shareholders of our Company has been defined as the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting, if any the aggregate value of the accumulated losses, prepaid expenses, deferred expenditure and miscellaneous expenditure not written off as per the Restated Financial Statement, but does not include reserves created out of revaluation of assets and write-back of depreciation, if any as on March 31, 2023, March 31, 2024 and March 31, 2025 in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations, as amended. It also excludes OCI, NCI and deeply subordinate debt, as applicable.

(5) Return on Equity (%) refers to restated profit after tax divided by Net worth attributable to the Equity Shareholders of our Company for the year/period. Restated profit after tax means restated profit / (loss) for the period/year as appearing in the Restated Financial Information.

(6) Capital Employed is calculated as total equity plus total borrowings plus total lease liabilities and deferred tax liabilities(net) minus deferred tax assets (net).

(7) Return on Capital Employed is calculated as adjusted EBITDA less depreciation and amortisation divided by Capital Employed. Adjusted EBITDA is calculated as EBITDA less other income.

(8) Debt is calculated as the sum of current borrowings and non-current borrowings.

(9) Net Debt is calculated as Debt plus lease liabilities less cash & cash equivalents.

(10) Debt-Equity Ratio is calculated as Debt divided by Net worth attributable to the Equity Shareholders of our Company.

(11) Net Debt-EBITDA Ratio is calculated as Net Debt divided by EBITDA.

(12) Net Tangible Assets is calculated as the sum of all the net assets of our Company excluding, right of use assets, other intangible assets, deferred tax liabilities and prepaid expenses

(13) Monetary Assets is calculated as cash and cash equivalents and bank balances less fixed deposits held as margin money.

(14) % of Monetary Assets to Net Tangible Assets is calculated as Monetary Assets divided by Net Tangible Assets, expressed as a percentage.

(15) Net Asset Value per Equity Share is calculated as Net worth attributable to the Equity Shareholders of our Company as at the end of Fiscal divided by the number of Equity Shares used in calculating basic earnings per share.

EBITDA, EBITDA Margin, PAT Margin and ROE

The following table sets forth our EBITDA, EBITDA Margin, PAT Margin and ROE, including a reconciliation of (i) EBITDA and EBITDA Margin to our restated profits/losses before tax and prior period items, and (ii) PAT Margin and ROE to our restated profits/losses, in each of the Fiscal 2023, Fiscal 2024 and Fiscal 2025.

(₹ in Lakhs, except percentages)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations (A)	82,069.29	81,418.83	1,01,854.78

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Profit before tax and prior period items (B)	3,432.80	3,061.18	2,224.73
Add: Finance costs (C)	1,637.97	1,518.82	1,113.45
Add: Depreciation and amortization expenses (D)	1,172.50	1,003.95	985.78
EBITDA (E=B+C+D)	6,243.27	5,583.94	4,323.96
EBITDA Margin (F=E/A)	7.61%	6.86%	4.25%
Profit for the period (G)	2,527.81	2,253.34	1,637.97
Net worth attributable to the Equity Shareholders of our Company (H)	13,290.01	9,297.52	6,923.12
PAT Margin (I=G/A)	3.08%	2.77%	1.61%
ROE (J=G/H)	19.02%	24.24%	23.66%

Capital Employed and Return on Capital Employed (ROCE)

The following table sets forth our Capital Employed and Return on Capital Employed (ROCE), including a reconciliation of ROCE to our restated profits/losses before tax and prior period items in each of the Fiscal 2025, Fiscal 2024 and Fiscal 2023.

(₹ in Lakhs, except percentages)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Profit before tax and prior period items (A)	3,432.80	3,061.18	2,224.73
Add: Finance costs (B)	1,637.97	1,518.82	1,113.45
Less: Other income (C)	529.72	352.42	125.58
EBIT (D=A+B-C)	4,541.05	4,227.58	3,212.60
Total equity (E)	13,457.44	9,440.33	7,186.92
Non-current borrowings (F)	2,015.87	2,685.82	3,527.06
Current borrowings (G)	16,037.83	15,889.21	14,754.33
Total Lease Liabilities (H)	200.96	190.16	103.53
Deferred Tax Liabilities (net) (I)	-	-	-
Deferred Tax Assets (net) (J)	246.52	215.81	186.16
Capital Employed (K=E+F+G+H+I-J)	31,465.58	27,989.71	25,385.68
ROCE (L=D/K)	14.43%	15.10%	12.66%

Debt, Net Debt, Debt-Equity Ratio and Net Debt-EBITDA Ratio

The following table sets forth our Debt, Net Debt, Debt-Equity Ratio and Net Debt-EBITDA Ratio as at the Fiscal 2025, Fiscal 2024 and Fiscal 2023.

(₹ in Lakhs, except ratios)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Non-current borrowings (A)	2,015.87	2,685.82	3,527.06
Current borrowings (B)	16,037.83	15,889.21	14,754.33
Debt (C=A+B)	18,053.70	18,575.03	18,281.39
Total equity (D)	13,457.44	9,440.33	7,186.92
Debt-Equity Ratio (E=C/D)	1.34	1.97	2.54
Non-current and Current borrowings (F)	18,053.70	18,575.03	18,281.39
Total Lease Liabilities (G)	200.96	190.16	103.53
Total liabilities (H=F+G)	18,254.66	18,765.19	18,384.92
Less: cash and cash equivalents and bank balances (I)	1,238.78	362.70	330.85
Net Debt (J=H-I)	17,015.88	18,402.49	18,054.07
EBITDA (K)	6,243.27	5,583.94	4,323.96
Net Debt-EBITDA Ratio (L=J/K)	2.73	3.30	4.18

Net Tangible Assets, Monetary Assets, % of Monetary Assets to Net Tangible Assets, Net Worth, Return on Net Worth, Pre-Tax Operating Profit and Net Asset Value per Equity Share

Our Net Tangible Assets, Monetary Assets, % of Monetary Assets to Net Tangible Assets, Net Worth, Return on

Net Worth, Pre-Tax Operating Profit and Net Asset Value per Equity Share, including a reconciliation to our Restated Financial Information for the three Financial Years ended on March 31, 2025, 2024 and 2023 are set forth below:

(₹ in Lakhs, except as provided)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Total assets (A)	38,286.35	33,301.72	30,311.99
Less: Other intangible assets (B)	12.01	13.70	71.10
Less: Right of use of assets (C)	192.10	185.13	99.44
Less: Prepaid expenses (D)	167.43	142.81	263.80
Less: Total liabilities (E)	24,828.92	23,861.39	23,125.07
Net Tangible Assets (F=A-B-C-D-E)	13,085.89	9,098.69	6,752.58
Cash and cash equivalents and bank balances (G)	274.61	293.26	264.62
Add: Other bank balances (H)	964.17	69.44	66.23
Less: Bank deposits with remaining maturity of more than 12 months (I)	-	-	-
Less: Fixed deposits held as margin money (J)	64.10	69.44	66.23
Monetary Assets (K=G+H-I-J)	1,174.68	293.26	264.62
% of Monetary Assets to Net Tangible Assets (L=(K/F)*100) (in %)	2.10%	3.22%	3.92%
Net Worth attributable to Equity Shareholders (M)	13,290.01	9,297.52	6,923.12
Issued subscribed and fully paid-up equity share capital (N)	2,488.25	2,438.25	380.98
General reserve (O)	-	-	-
Securities premium reserve (P)	1450.00	-	969.02
Retained earnings and legal reserves (Q)	9,519.19	7,002.08	5,836.92
Less: Pre-paid expenses (R)	167.43	142.81	263.80
Profit for the year/period attributable to Equity Shareholders of the Company (S)	2,527.81	2,253.34	1,637.97
Return on Net Worth attributable to Equity Shareholders of the Company (T=S/M) (in %)	19.02%	24.24%	23.66%
Profit before tax and prior period items (U)	3,432.80	3,061.18	2,224.73
Less: Other income (V)	529.72	352.42	125.58
Add: Finance costs (W)	1,637.97	1,518.82	1,113.45
Pre-Tax Operating Profit (X=U-V+W)	4,541.05	4,227.58	3,212.60
Number of equity shares outstanding at the end of the period / year, before adjustment of bonus issue (Y) (number in Lakhs)	248.83	243.83	38.10
Effect of dilutive potential equity shares	-	-	-
Number of equity shares outstanding at the end of the period / year, after adjustment of bonus issue (Z) (number in Lakhs)	248.83	243.83	243.83
Adjusted Net Asset Value per Equity Share (basic and diluted) (AA=M/Z) (in ₹)*	53.41	38.13	28.39

Key Components of our Statement of Profit and Loss

The following descriptions set forth information with respect to the key components of our profit and loss statements.

Revenue

Total income consists of revenue from operations and other income.

Revenue from operations: Revenue from operations comprises revenue from sale of products, and other operating revenue. Other operating revenue includes, export benefit, display & listing income and miscellaneous operating income.

Other income: Other income comprises of interest income, rent income, foreign exchange fluctuation gain and other non-operating income. Interest income primarily relates to interest income earned on bank deposits and financial assets (at amortized cost). Other non-operating income primarily relates to, profit on sale of fixed assets, miscellaneous income.

Expenses

Expenses consist of cost of materials consumed, purchase of stock-in-trade, changes in inventories of finished goods, employee benefits expense, finance costs, depreciation and amortization expense and other expenses.

Cost of materials consumed: Cost of materials consumed comprises of purchase of raw materials and changes in opening and closing inventories of raw materials.

Purchase of stock-in-trade: Purchase of stock-in-trade comprises of purchases of retail store merchandise and traded goods.

Changes in inventories of finished goods and stock in trade: Changes in inventories of finished goods comprise net (increase)/decrease in inventories of finished goods and stock in trade.

Employee benefit expenses: Employee benefit expenses comprises salaries, wages and bonus, contribution to provident and other funds, gratuity, staff welfare expenses, employee medical insurance expenses and other employee related expenses. Further, employee benefit expenses also include contract labour expenses.

Finance costs: Finance costs comprises interest expenses on term loan, cash credit, packing credit loan, stand by letter of credit (SLC), car loans, other unsecured loans from directors and interest on lease liability. Loan processing fees consist of bank charges, professional fees and others.

Depreciation and amortization expenses: Depreciation and amortization expenses comprises depreciation of tangible assets including our plant and machinery, building, furniture and fixture, vehicles, computer, electrical equipment's, office equipment's and amortization of intangible assets including computer software and trademark.

Other expenses: Other expenses comprise primarily of labour charges, consumption of consumables, stores & spares, power, fuel and water charges, job work charges, laboratory expenses, amongst others. The largest components of expenses under the head selling and administration expenses include export expenses, freight outward, forex fluctuations, legal and professional expenses, advertisement & business promotion, vehicle expenses, corporate social responsibility expenditure and miscellaneous expenses. Other components of other expenses include rent, expenses relating to the repair and maintenance of machinery, building and others, insurance, payments to auditors, loss on sale of fixed assets, donation, loss on forward contracts and other expenses.

Tax Expense

Tax expense consists of current tax, deferred tax and adjustment of tax relating to earlier periods.

Our Results of Operations

The following tables set forth our selected financial data from our Restated Financial Statement of profit and loss for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 the components of which are also expressed as a percentage of total income for such years/periods:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Revenue from operations	82,069.29	99.36%	81,418.83	99.57%	1,01,854.78	99.88%
Other income	529.72	0.64%	352.42	0.43%	125.58	0.12%
Total Income	82,599.01	100.00%	81,771.25	100.00%	1,01,980.36	100.00%
Cost of materials consumed	35,243.56	42.67%	38,415.32	46.98%	32,407.46	31.78%
Purchases of Stock-In-trade	32,950.20	39.89%	30,418.32	37.20%	55,451.87	54.38%

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Changes in inventories of finished goods	(2,062.92)	(2.50%)	(2,944.14)	(3.60%)	(1,839.72)	(1.80%)
Employee benefits expense	3,170.96	3.84%	2,717.83	3.32%	2,264.15	2.22%
Finance costs	1,637.97	1.98%	1,518.82	1.86%	1,113.45	1.09%
Depreciation and amortization expenses	1,172.50	1.42%	1,003.95	1.23%	985.78	0.97%
Other expenses	7,053.94	8.54%	7,579.97	9.27%	9,372.63	9.19%
Total expenses	79,166.21	95.84%	78,710.07	96.26%	99,755.63	97.82%
Profit before exceptional item and tax	3,432.80	4.16%	3,061.18	3.74%	2,224.73	2.18%
Exceptional items	-				-	-
Profit Before Tax	3,432.80	4.16%	3,061.18	3.74%	2,224.73	2.18%
Current tax	928.70	1.12%	837.57	1.02%	591.18	0.58%
Earlier years	3.39	Negligible	(0.06)	Negligible	(1.06)	Negligible
Deferred tax	(27.10)	(0.03%)	(29.67)	(0.04%)	(3.37)	Negligible
Total tax expenses	904.99	1.10%	807.83	0.99%	586.75	0.58%
Profit for the year	2,527.81	3.06%	2,253.34	2.76%	1,637.97	1.61%

Financial Year 2025 compared to Financial Year 2024

Particulars	Fiscal 2025	Fiscal 2024	%
	Amount (₹ in lakhs)	Amount (₹ in lakhs)	Change
Revenue from operations	82,069.29	81,418.83	0.80%
Other income	529.72	352.42	50.31%
Total Income	82,599.01	81,771.25	1.01%
Cost of materials consumed	35,243.56	38,415.32	(8.26%)
Purchases of Stock-In-trade	32,950.20	30,418.32	8.32%
Changes in inventories of finished goods	(2,062.92)	(2,944.14)	(29.93%)
Employee benefits expense	3,170.96	2,717.83	16.67%
Finance costs	1,637.97	1,518.82	7.84%
Depreciation and amortization expenses	1,172.50	1,003.95	16.79%
Other expenses	7,053.94	7,579.97	(6.94%)
Total expenses	79,166.21	78,710.07	0.58%
Profit before exceptional item and tax	3,432.80	3,061.18	12.14%
Exceptional items	-	-	-
Profit Before Tax	3,432.80	3,061.18	12.14%
Current tax	928.70	837.57	10.88%
Earlier years	3.39	(0.06)	(5750.00%)
Deferred tax	(27.10)	(29.67)	(8.66%)
Total tax expenses	904.99	807.83	12.03%
Profit for the year	2,527.81	2,253.34	12.18%

Total Income: Total income increased by 1.01% to ₹82,599.01 Lakhs for the Fiscal 2025 from ₹81,771.25 Lakhs for the Fiscal 2024 due to marginal increase in revenue from operations. However, other income has increased significantly by 50.31% during Fiscal 2025 as compared to in Fiscal 2024.

Revenue from operations: Revenue from operations increased marginally by 0.80% to ₹82,069.29 Lakhs for the Fiscal 2025 from ₹81,418.83 Lakhs for the Fiscal 2024, primarily due to increase in Retail sale from ₹28,972.19 Lakhs in the Fiscal 2024 to ₹36,886.98 Lakhs in the Fiscal 2025 representing an increase of 27.32%. The increase in retail sales is attributable to increase in sale volumes from existing stores and also contribution to revenue from the newly opened 9 (nine) stores. The number of stores increased from thirty-three (33) stores in Fiscal 2024 to forty-two (42) stores in Fiscal 2025. However, the increase in Retail sale was off-set by decrease in Trading sales from ₹14116.18 Lakhs in Fiscal 2024 to ₹8317.62 lakhs in Fiscal 2025 representing a decrease of 41.08%, mainly due to reduction in export sales. The decrease in export sale is on account of restriction levied by the Government of India on the export of Sugar, the export sale of sugar decreased from ₹6,398.39 Lakhs in the Fiscal 2024 to NIL in the Fiscal 2025 representing a decrease of 100%. Further, the revenue from processing sales reduced from ₹37256.33 Lakhs in Fiscal 2024 to ₹36117.33 Lakhs in Fiscal 2025 representing a decrease of 3.06%, mainly on account of limited availability of raw materials in the surrounding markets.

The increase in revenue from sale of products was partially offset by decrease in other operating revenue from ₹1,074.13 Lakhs in Fiscal 2024 to ₹747.36 Lakhs in Fiscal 2025 representing a change of 30.42%. The decrease in other operating revenue is attributable to mainly due to decrease in export benefits from ₹770.36 Lakhs in Fiscal 2024 to ₹381.39 Lakhs in Fiscal 2025. The decrease in export benefit is attributable to decrease in export sales by 32.72%. The decrease in export benefit was partially off-set by increase in display income ₹227.99 Lakhs in the Fiscal 2024 to ₹287.38 Lakhs in the Fiscal 2025 and increase in miscellaneous operating income (majorly includes scrap sales, insurance claim received) from ₹75.78 Lakhs in Fiscal 2024 to ₹78.59 Lakhs in Fiscal 2025.

Other Income: Other income increased by 50.31% from ₹352.42 Lakhs in Fiscal 2024 to ₹529.72 Lakhs in Fiscal 2025 primarily due to increase in exchange gain of ₹145.37 Lakhs in Fiscal 2025 as compared to Fiscal 2024 and reversal of expected credit loss of ₹30.00 Lakhs in Fiscal 2025 which was Nil in Fiscal 2024. The increase was partially off-set by decrease in interest income from ₹76.91 Lakhs in Fiscal 2024 to ₹51.63 Lakhs in Fiscal 2025.

Total expenses: Total expenses increased marginally by 0.58% to ₹79,166.21 Lakhs for the Fiscal 2025 from ₹78,710.07 Lakhs in the Fiscal 2024 primarily due to increase in employee benefit expenses, finance cost and depreciation and amortisation expense.

Cost of Materials Consumed: Cost of materials consumed decreased by 8.26% to ₹35,243.56 Lakhs in Fiscal 2025 from ₹38,415.32 Lakhs in Fiscal 2024, primarily due to decrease in processing sales. Cost of materials consumed comprises of purchase of raw materials and changes in opening and closing inventories of raw materials.

Purchases of Stock-In-Trade: Purchases of stock-in-trade increased by 8.32% to ₹32,950.20 Lakhs in Fiscal 2025 from ₹30,418.32 Lakhs in Fiscal 2024, primarily due to increase in retail sales in the Fiscal 2025.

Change in inventories of finished goods: Changes in inventories of finished goods decreased to ₹2,062.92 Lakhs during Fiscal 2025 as compared to ₹2,944.14 Lakhs in Fiscal 2024. In relation to inventories of finished goods, we had an opening stock of ₹10,136.00 Lakhs and a closing stock of ₹12,198.92 Lakhs for the Fiscal 2025, and an opening stock of ₹7,191.86 Lakhs and a closing stock of ₹10,136.00 Lakhs for the Fiscal 2024. The higher closing inventories for Fiscal 2025 can be attributed to increase in number of retail stores from thirty-three (33) in the Fiscal 2024 to forty-two (42) in the Fiscal 2025. The closing inventory of finished goods for Fiscal 2025 is fifty-four (54) days of revenue from operations.

Employee Benefits Expense: Our employee benefits expense increased by 16.67% from ₹2,717.83 Lakhs in Fiscal 2024 to ₹3,170.95 Lakhs in Fiscal 2025, due to an increase in basic salary, wages and allowances to ₹2,973.48 Lakhs in the Fiscal 2025 from ₹2,565.57 Lakhs for the Fiscal 2024. The increase was attributable to increase in the number of overall employee counts during the Fiscal 2025 and the increase in basic salary, wages and allowances is also attributable to annual increments in employee salaries, wages and bonus paid during the Fiscal 2025 including, the increase in salary payable to our Directors, KMPs and SMPs. Increase in employee benefit expenses is also attributable to increase in staff welfare expenses from ₹108.45 Lakhs in Fiscal 2024 to ₹138.00 Lakhs in Fiscal 2025 and increase in contribution towards provident fund and other funds from ₹43.81 Lakhs in Fiscal 2024 to ₹59.48 Lakhs in Fiscal 2025.

Finance Costs: Our finance costs increased by 7.84% from ₹1,518.82 Lakhs in Fiscal 2024 to ₹1,637.97 Lakhs in Fiscal 2025, primarily due to an increase in interest on loan from bank by ₹96.52 Lakhs which is attributable to an increase in working capital loan from bank from ₹15,430.76 Lakhs in Fiscal 2024 to ₹15,573.82 Lakhs in Fiscal 2025. Further, interest on loan from directors decreased from ₹145.11 Lakhs in Fiscal 2024 to ₹142.78 Lakhs in Fiscal 2025 due to a decrease in loan from directors by ₹351.73 Lakhs in Fiscal 2025.

Depreciation and Amortization Expense: Our depreciation and amortization expense increased by 16.79% from ₹1003.95 Lakhs in Fiscal 2024 to ₹1,172.50 Lakhs in Fiscal 2025, primarily due to additions of depreciable fixed assets of ₹1,085.14 Lakhs.

Other expenses: Other expenses decreased by 6.94% from ₹7,579.97 Lakhs in Fiscal 2024 to ₹7,053.94 Lakhs in Fiscal 2025. The decrease in other expenses was primarily due to (i) clearing & Forwarding charges to ₹1,424.18 Lakhs for the Fiscal 2025 from ₹2,044.46 Lakhs for the Fiscal 2024, which was mainly attributable to decrease in export sales of sugar; (ii) commission & brokerage expenses to ₹91.64 Lakhs in Fiscal 2025 from ₹214.18 Lakhs for the Fiscal 2024, which was mainly attributable to decrease in export sales; (iii) Repair & maintainance expense to ₹262.56 Lakhs in Fiscal 205 from ₹275.06 Lakhs for the Fiscal 2024;

Profit before exceptional items and tax increased by 12.14% to ₹3,432.80 Lakhs in Fiscal 2025 from ₹3,061.18 Lakhs in Fiscal 2025 as total expense to total income reduced to 95.84% in Fiscal 2025 as against 96.26% during Fiscal 2024.

Profit before tax: As a result of the foregoing, we recorded an increase of 12.14% in our profit before tax, which amounted to ₹3,432.80 Lakhs in Fiscal 2025 as compared to ₹3,061.18 Lakhs in Fiscal 2024.

Tax expenses: Our tax expenses (current, earlier year and deferred) increased by 12.03% from ₹807.83 Lakhs in Fiscal 2024 to ₹904.99 Lakhs in Fiscal 2025. Our effective tax rate in Fiscal 2025 and Fiscal 2024 was 26.36% and 26.39%, respectively.

Restated Profit for the period: As a result of the foregoing, we recorded an increase of 12.18% in our profit for the Fiscal 2025 i.e. from ₹2,253.34 Lakhs in Fiscal 2024 to ₹2,527.81 Lakhs in Fiscal 2025.

Financial Year 2024 compared to Financial Year 2023

(₹ in Lakhs)

Particulars	Fiscal 2024	Fiscal 2023	Change (%)
	Amount (₹ in lakhs)	Amount (₹ in lakhs)	
Revenue from operations	81,418.83	1,01,854.78	(20.06%)
Other income	352.42	125.58	180.64%
Total Income	81,771.25	1,01,980.36	(19.82%)
Cost of materials consumed	38,415.32	32,407.46	18.54%
Purchases of Stock-In-trade	30,418.32	55,451.87	(45.14%)
Changes in inventories of finished goods	(2,944.14)	(1,839.72)	60.03%
Employee benefits expense	2,717.83	2,264.15	20.04%
Finance costs	1,518.82	1,113.45	36.41%
Depreciation and amortization expenses	1,003.95	985.78	1.84%
Other expenses	7,579.97	9,372.63	(19.13%)
Total expenses	78,710.07	99,755.63	(21.10%)
Profit before exceptional item and tax	3,061.18	2,224.73	37.60%
Exceptional items	-	-	-
Profit Before Tax	3,061.18	2,224.73	37.60%
Current tax	837.57	591.18	41.68%
Earlier year	(0.06)	(1.06)	(93.90%)
Deferred tax	(29.67)	(3.37)	780.45%
Total tax expenses	807.83	586.75	37.68%

Particulars	Fiscal 2024	Fiscal 2023	Change (%)
	Amount (₹ in lakhs)	Amount (₹ in lakhs)	
Profit for the year	2,253.34	1,637.97	37.57%

Total Income: Total income decreased by 19.82% to ₹81,771.25 Lakhs for the Fiscal 2024 from ₹1,01,980.36 Lakhs for the Fiscal 2023 due to decrease in revenue from operations. However, other income has increased by 180.64% during Fiscal 2024 as compared to in Fiscal 2023.

Revenue from operations: Revenue from operations decreased by 20.06% to ₹81,418.83 Lakhs for the Fiscal 2024 from ₹1,01,854.78 Lakhs for the Fiscal 2023, primarily due to a decrease in Export Trading sale from ₹41,967.28 Lakhs for the Fiscal 2023, to ₹12,444.30 Lakhs for the Fiscal 2024 representing a decrease of 70.35% which partly got offset by increase in Retail sale from ₹26,655.66 Lakhs in the Fiscal 2023 to ₹28,972.19 Lakhs in the Fiscal 2024 representing an increase of 8.69% and increase in processed sale from ₹31,042.15 Lakhs in the Fiscal 2023 to ₹37,256.33 in the Fiscal 2024 representing an increase of 20.02%.

The decrease in export sale is on account of restriction levied by the Government of India on the export of Sugar, the export sale of sugar decreased from ₹30,981.74 Lakhs in the Fiscal 2023 to ₹6,398.39 Lakhs in the Fiscal 2024 representing a decrease of 79.35%. Further, retail sales increased from ₹26,655.66 Lakhs for the Fiscal 2023 to ₹28,972.19 Lakhs for the Fiscal 2024, representing an increase of 8.69%. The increase in retail sales is attributable to increase in sale volumes from existing stores and also contribution to revenue from the newly opened 3 (three) stores. The number of stores increased from thirty (30) stores in Fiscal 2023 to thirty-three (33) stores in Fiscal 2024. Furthermore, increase in processed sale is attributable to increase in sale volume at our Unit 1, Unit 2, Unit 3 of Agri-cluster which constituted an amount of ₹12,870.87 Lakhs for Fiscal 2024 as against an amount of ₹4,895.88 Lakhs for Fiscal 2023.

The decrease in revenue from sale of products was partially offset by increase in other operating revenue from ₹1,035.99 Lakhs in Fiscal 2023 to ₹1,074.13 Lakhs in Fiscal 2024 representing a change of 3.68%. The increase in other operating revenue is attributable to increase in display income ₹94.20 Lakhs in the Fiscal 2023 to ₹227.99 Lakhs in the Fiscal 2024, increase in miscellaneous operating income (majorly includes scrap sales, insurance claim received) from ₹32.97 Lakhs in Fiscal 2023 to ₹75.78 Lakhs in Fiscal 2024 and reduction in export benefits income from ₹908.81 Lakhs in Fiscal 2023 to ₹770.36 Lakhs in Fiscal 2024.

Other Income: Other income increased by 180.64% from ₹125.58 Lakhs in Fiscal 2023 to ₹352.42 Lakhs in Fiscal 2024 primarily due to exchange Gain of ₹257.23 in Fiscal 2024 as against exchange loss of ₹328.62 Lakhs in Fiscal 2023 and increase in interest income from ₹28.60 Lakhs in Fiscal 2023 to ₹76.91 Lakhs in Fiscal 2024.

Total expenses: Total expenses decreased by 21.10% to ₹78,710.07 Lakhs for the Fiscal 2024 from ₹99,755.63 Lakhs in the Fiscal 2023 primarily due to decrease in purchase of stock-in trade and other expenses.

Cost of Materials Consumed: Cost of materials consumed increased by 18.54% to ₹38,415.32 Lakhs in Fiscal 2024 from ₹32,407.46 Lakhs in Fiscal 2023, primarily due to higher volumes of products manufactured corresponding to higher sales and also on account of marginal increase in commodity prices. Cost of materials consumed comprises of purchase of raw materials and changes in opening and closing inventories of raw materials

Purchases of Stock-In-Trade: Purchases of stock-in-trade decreased by 45.14% to ₹30,418.32 Lakhs in Fiscal 2024 from ₹55,451.87 Lakhs in Fiscal 2023, primarily due to lower volumes of trading sales during the period under consideration. The decrease is primarily attributable to lower volume of bulk sugar trade, i.e. purchase of 13,162 MT. sugar representing an amount of ₹5,067.26 Lakhs during Fiscal 2024 as against purchase of 76,543.30 MT. representing an amount of ₹27,180.18 Lakhs during Fiscal 2023.

Change in inventories of finished goods: Changes in inventories of finished goods increased to ₹2,944.14 Lakhs during Fiscal 2024 as compared to increase by ₹1,839.72 Lakhs in Fiscal 2023. In relation to inventories of finished goods, we had an opening stock of ₹7,191.86 Lakhs and a closing stock of ₹10,136.00 Lakhs for the Fiscal 2024, and an opening stock of ₹5,352.15 Lakhs and a closing stock of ₹7,191.86 Lakhs for the Fiscal 2023. The higher closing inventories for Fiscal 2024 can be attributed to higher production during the period mainly due to increase in capacity utilization of the Agri-cluster. The closing inventory for Fiscal 2024 is fifty-seven (57) days of revenue from operations.

Employee Benefits Expense: Our employee benefits expense increased by 20.04% from ₹2,264.15 Lakhs in Fiscal 2023 to ₹2,717.83 Lakhs in Fiscal 2024, due to an increase in basic salary, wages and allowances to ₹2,565.57 Lakhs in the Fiscal 2024 from ₹2,124.66 Lakhs for the Fiscal 2023. The increase was attributable to increase in the number of overall employee counts during the Fiscal 2024, the increase in basic salary, wages and allowances is mainly attributable to annual increments in employee salaries, wages and bonus paid during the Fiscal 2024 including, the increase in salary payable to our Directors, KMPs and SMPs. Further, increase in salary also contributed towards increase in contribution towards provident fund and other funds from ₹36.69 Lakhs in Fiscal 2023 to ₹43.81 Lakhs in Fiscal 2024 and also increase in staff welfare expenses from ₹102.81 Lakhs in Fiscal 2023 to ₹108.45 Lakhs in Fiscal 2024.

Finance Costs: Our finance costs increased by 36.41% from ₹1,113.45 Lakhs in Fiscal 2023 to ₹1,518.82 Lakhs in Fiscal 2024, primarily due to an increase in interest on loan from bank by ₹519.91 Lakhs which is attributable to an increase in working capital loan from bank from ₹14,406.41 Lakhs in Fiscal 2023 to ₹15,430.76 Lakhs in Fiscal 2024. Further, interest on loan from directors decreased from ₹287.44 Lakhs in Fiscal 2023 to ₹145.11 Lakhs in Fiscal 2024 due to a decrease in loan from directors by ₹776.17 Lakhs in Fiscal 2024.

Depreciation and Amortization Expense: Our depreciation and amortization expense increased by 1.84% from ₹985.78 Lakhs in Fiscal 2023 to ₹1003.95 Lakhs in Fiscal 2024, primarily due to additions of depreciable fixed assets of ₹1,222.25.

Other expenses: Other expenses decreased by 19.13% from ₹9,372.63 Lakhs in Fiscal 2023 to ₹7,579.97 Lakhs in Fiscal 2024, generally in line with the decrease in our revenue from operations. The decrease in other expenses was primarily due to (i) clearing & Forwarding charges to ₹2,044.46 Lakhs for the Fiscal 2024 from ₹4,021.93 Lakhs for the Fiscal 2023, which was mainly attributable to decrease in decrease in export sales of sugar; (ii) Forex exchange fluctuation loss to ₹NIL Lakhs for the Fiscal 2024 from ₹328.62 Lakhs for the Fiscal 2023; (iii) commission & brokerage expenses to ₹214.18 Lakhs for the Fiscal 2024 from ₹386.66 Lakhs for the Fiscal 2023, which was mainly attributable to decrease in export sales; (iv) Advertisement & Sales Promotion Expenses to ₹55.44 Lakhs for the Fiscal 2024 from ₹154.77 Lakhs for the Fiscal 2023 (v) Legal and professional expense to ₹134.29 Lakhs for the Fiscal 2024 from ₹187.06 Lakhs for the Fiscal 2023; (vi) Repair & maintainance expense to ₹275.06 Lakhs for the Fiscal 2024 from ₹323.34 Lakhs for the Fiscal 2023; (vii) Travel & Conveyance expense to ₹216.12 Lakhs for the Fiscal 2024 from ₹247.30 Lakhs for the Fiscal 2023; (viii) APMC Charges to ₹Nil Lakhs for the Fiscal 2024 from ₹23.39 Lakhs for the Fiscal 2023; ; (ix) Bad debts to Nil for the Fiscal 2024 from ₹14.91 Lakhs for the Fiscal 2023; Printing & stationery expense to ₹14.06 Lakhs for the Fiscal 2024 from ₹26.59 Lakhs for the Fiscal 2023.

Profit before exceptional items and tax increased by 37.60% to ₹3,061.18 Lakhs in Fiscal 2024 from ₹2,224.73 Lakhs in Fiscal 2023 as total expense to total income reduced to 96.26% in Fiscal 2024 as against 97.82% during Fiscal 2023.

Profit before tax: As a result of the foregoing, we recorded an increase of 37.60% in our profit before tax, which amounted to ₹3,061.18 Lakhs in Fiscal 2024 as compared to ₹2,224.73 Lakhs in Fiscal 2023.

Tax expenses: Our tax expenses (current, earlier year and deferred) increased by 37.68% from ₹586.75 Lakhs in Fiscal 2023 to ₹807.83 Lakhs in Fiscal 2024. Our effective tax rate in Fiscal 2024 and Fiscal 2023 was 26.39% and 26.37%, respectively.

Restated Profit for the period: As a result of the foregoing, we recorded an increase of 37.57% in our profit for the Fiscal 2024 i.e. from ₹1,637.97 Lakhs in Fiscal 2023 to ₹2,253.34 Lakhs in Fiscal 2024.

Capital Requirements

Our primary sources of liquidity include cash generated from operations and from borrowings, both short-term and long-term, including cash credit, term and working capital facilities and unsecured loan from directors. As of March 31, 2025, we had cash and cash equivalents and other bank balances of ₹1,238.78 Lakhs.

Our financing requirements are primarily for working capital and investments in our business such as capital expenditures to upgrade and increase the capacities of our Manufacturing Facilities. We expect that cash flow from operations and borrowings will continue to be our principal sources of funds in the long-term. We evaluate our funding requirements periodically in light of our net cash flow from operating activities, the requirements of our business and operations, acquisition opportunities and market conditions.

Our net working capital days (which represents working capital divided by revenue from operations for the relevant year multiplied by 365 days) was 98 days, 86 days and 61 days for the Fiscals 2025, 2024 and 2023, respectively. The increase in our net working capital days from Fiscal 2024 to Fiscal 2025 was primarily due to increases in our inventories, increase in trade receivables.

Cash Flows

The following table summarizes our cash flows for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 are as set forth below;

(₹ in Lakhs)			
Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Net Cash generated from Operating Activities	2,772.27	2,481.66	(556.18)
Net Cash (Used in) Investing Activities	(1,056.34)	(1,166.57)	(488.46)
Net Cash from/(Used in) Financing Activities	(839.85)	(1,283.24)	(3.98)
Net Increase / (Decrease) in Cash and Cash Equivalents	876.08	31.85	(1048.62)
Cash and Cash Equivalents at the beginning of the year	362.70	330.85	1,379.47
Cash and Cash Equivalents at the end of the year	1,238.78	362.70	330.85

Cash flows generated from operating activities

We generated ₹2,772.27 Lakhs net cash from operating activities during Fiscal 2025. While our net profit before tax was ₹3,432.80 Lakhs, we had an operating profit before working capital changes of ₹6,039.79 Lakhs, primarily due to adjustments for depreciation and amortization expenses of ₹1,065.72 Lakhs and finance cost of ₹1,637.97 Lakhs, which were partially offset by unwinding of discount on security deposit ₹28.24 Lakhs, dividend and interest income of ₹23.40 Lakhs and unrealised gain / loss by ₹103.19 Lakhs, respectively. Our adjustments for working capital changes for Fiscal 2025 primarily consisted of increase in trade receivables of ₹2,597.99 Lakhs, increase in inventories of ₹1,671.81 Lakhs, increase in trade payable by ₹1,292.02 Lakhs, decrease in other financial assets of ₹243.23 Lakhs, decrease in other non-current assets of ₹156.67 Lakhs, decrease in other current assets of ₹18.25 Lakhs and increase in other current liabilities of ₹35.79 Lakhs. Our cash generated from operating activities was ₹3,577.54 Lakhs, adjusted by tax paid of ₹805.27 Lakhs.

We generated ₹2481.66 Lakhs net cash from operating activities during Fiscal 2024. While our net profit before tax was ₹3061.18 Lakhs, we had an operating profit before working capital changes of ₹5406.07 Lakhs, primarily due to adjustments for depreciation and amortization expenses of ₹1003.96 Lakhs and finance cost of ₹1518.82 Lakhs, which were partially offset by unwinding of discount on security deposit ₹23.30 Lakhs, dividend and interest income of ₹54.03 Lakhs and unrealised gain / loss by ₹100.65 Lakhs, respectively. Our adjustments for working capital changes for Fiscal 2024 primarily consisted of decrease in trade receivables of ₹791.48 Lakhs, increase in inventories of ₹5032.52 Lakhs, increase in trade payable by ₹465.82 Lakhs, increase in other financial assets of ₹141.40 Lakhs, decrease in other non-current assets of ₹14.90 Lakhs, decrease in other current assets of ₹2025.72 Lakhs and decrease in other current liabilities of ₹155.89 Lakhs. Our cash generated from operating activities was ₹3272.06 Lakhs, adjusted by tax paid of ₹790.40 Lakhs.

We generated ₹(556.18) Lakhs net cash from operating activities during Fiscal 2023. While our net profit before tax was ₹2224.73 Lakhs, we had an operating profit before working capital changes of ₹4215.61 Lakhs, primarily due to adjustments for depreciation and amortization expenses of ₹985.78 Lakhs and finance cost of ₹1113.45 Lakhs, which were partially offset by provision for expected credit loss reversed ₹84.00 Lakhs, unwinding of discount on security deposit ₹16.89 Lakhs, dividend and interest income of ₹11.99 Lakhs. Our adjustments for working capital changes for Fiscal 2023 primarily consisted of increase in trade receivables of ₹1908.07 Lakhs and increase in inventories of ₹2220.02 Lakhs, increase in trade payable by ₹1119.82 Lakhs, increase in other financial assets of ₹276.24 Lakhs, increase in other non-current assets of ₹206.15 Lakhs, decrease in other current assets of ₹427.69 Lakhs and decrease in other current liabilities of ₹1238.15 Lakhs. Our cash generated from operating activities was ₹(119.41) Lakhs, adjusted by tax paid of ₹436.77 Lakhs.

Cash flows used in investing activities

Net cash used in investing activities was ₹1,056.34 Lakhs in Fiscal 2025, primarily on account of purchase of property, plant and equipment, capital advance, proceeds from sale of property, plant and equipment, dividend

received and interest received.

Net cash used in investing activities was ₹1166.57 Lakhs in Fiscal 2024, primarily on account of purchase of property, plant and equipment, capital advance, proceeds from sale of property, plant and equipment, dividend received and interest received.

Net cash used in investing activities was ₹488.46 Lakhs in Fiscal 2023, primarily on account of purchase of property, plant and equipment, capital advance, proceeds from sale of property, plant and equipment, dividend received and interest received.

Cash flows generated from / (used in) financing activities

Net cash used in financing activities in Fiscal 2025 amounted to ₹839.85 Lakhs, which primarily consisted of fresh and increased short term borrowing and increase in proceeds from issue of shares, decrease in long term borrowing, finance lease payment and interest paid.

Net cash used in financing activities in Fiscal 2024 amounted to ₹1283.24 Lakhs, which primarily consisted of fresh and increased short term borrowing, decrease in long term borrowing, finance lease payment and interest paid.

Net cash used in financing activities in Fiscal 2023 amounted to ₹3.98 Lakhs, which primarily consisted of fresh and increased short term borrowing, decrease in long term borrowing, finance lease payment, dividend payment and interest paid.

Capital Expenditure

Capital expenditures consist primarily of investments in new manufacturing facilities and equipment. We also make investments at our manufacturing facilities to improve our manufacturing capacity, upgradation and improvements. Capital expenditure will vary from year to year depending upon a number of factors, including the need to replace and update equipment. In the Fiscal 2025, Fiscal 2024 and Fiscal 2023, we incurred capital expenditure of ₹1085.14 Lakhs, ₹1222.25 Lakhs and ₹873.32 Lakhs, respectively. A significant amount of our capital expenditure was incurred towards Plant & Machinery, Furniture & Fixtures & Motor Vehicles.

Financial indebtedness

As of May 31, 2025, our total outstanding borrowings (current and non-current) were ₹16,428.82 Lakhs, which primarily consisted of term loans from banks, working capital loans and overdraft facility. For further details related to our indebtedness, see **“Financial Indebtedness”** on page 335 of this Second Addendum.

Capital and Other Commitments

As of March 31, 2025, the estimated amounts of contract remaining to be executed on capital account and not provided for was NIL.

The following table sets forth a summary of the maturity profile of our contractual undiscounted cash obligations with definitive payment terms as of March 31, 2025.

Particulars	Total	Payment due by period	
		Less than one year	More than one year
		(₹ in Lakhs)	
Borrowings	18,053.70	16,037.83	2,015.87
Lease Liabilities	200.96	109.34	91.62
Trade Payables	6,039.93	6039.93	-
Other financial liabilities	245.72	144.99	100.73
Total	24,540.31	22,332.09	2,208.22

Contingent Liabilities

Contingent liabilities, to the extent not provided for, as of March 31, 2025 and, as determined in accordance with Ind AS 37, are described below.

Particulars	Year ended March 31, 2025
A) Disputed Tax Liability	Nil
(i) Income Tax Liability	Nil
(ii) GST Liability	Nil
(iii) EPCG Liability	Nil
B) Bank Guarantee issued by bank to vendors/suppliers on behalf of the company	₹67.80 Lakhs

Off-Balance Sheet Commitments and Arrangements

We do not have any off-balance sheet arrangements, derivative instruments swap transactions or relationships with affiliates or other unconsolidated entities or financial partnerships that would have been established for the purpose of facilitating off-balance sheet arrangement.

Quantitative and Qualitative Analysis of Market Risks

We are exposed to various types of market risks during the normal course of business. The market risks we are exposed to include credit risk, liquidity risk, interest rate risk, commodity price risk and foreign currency risk.

Credit risk

Credit risk is the risk that the counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss. We are exposed to credit risk from our operating activities, primarily from trade receivables, and from our financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

We manage our credit risk through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which we grant credit terms in the normal course of business. We establish an allowance for doubtful debts and impairment that represents our estimate of incurred losses in respect of trade and other receivables and investments. Moreover, given the diverse nature of our business, trade receivables are spread over a number of customers with no significant concentration of credit risk.

In addition, we hold bank balances with reputed and creditworthy banking institutions within the approved exposures limit of each bank. None of our cash equivalents, including time deposits with banks, are past due or impaired. Credit risk from balances with banks and financial institutions is managed by our treasury department in accordance with our policy. Investments of surplus funds are made in bank deposits and other risk-free securities. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Liquidity risk

Liquidity risk is defined as the risk that we will not be able to settle or meet our obligations on time or at reasonable price. Our objective is to at all times maintain optimum levels of liquidity to meet our cash and liquidity requirements. We closely monitor our liquidity position and deploy a robust cash management system. We maintain adequate sources of financing through the use of short term bank deposits and cash credit facilities. Processes and policies related to such risks are overseen by senior management, who monitor our liquidity position through rolling forecasts on the basis of expected cash flows.

Interest rate risk

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. We are exposed to market risk with respect to changes in interest rates related to our borrowings. Interest rate risk exists with respect to our indebtedness that bears interest at floating rates tied to

certain benchmark rates as well as borrowings where the interest rate is reset based on changes in interest rates set by RBI. Interest rates are highly sensitive to many factors beyond our control, including the monetary policies of the RBI, domestic and international economic and political conditions, inflation and other factors. Upward fluctuations in interest rates increase the cost of servicing existing and new debts, which adversely affects our results of operations and cash flows. As a part of our interest rate risk management policy, our treasury department closely tracks interest rate movements on a regular basis and determines investments of surplus funds.

Commodity price risk

Exposure to market risk with respect to commodity prices primarily arises from our purchases and sales of our raw materials. These are commodity products and also subject to various uncertainties including climate change, rainfall, the prices of which may fluctuate significantly over short periods of time. The prices of our raw materials generally fluctuate in line. Commodity price risk exposure is evaluated and managed through operating procedures, sourcing policies and also increasing the selling price. As of March 31, 2023, March 31, 2024 and March 31, 2025 we had not entered into any material derivative contracts to hedge exposure to fluctuations in commodity prices.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Our exposure to the risk of changes in foreign exchange rates relates primarily to our operating activities (when revenue or expense is denominated in a foreign currency). Foreign currency exchange rate exposure is partly balanced by purchasing of goods from the respective countries. We evaluate our exchange rate exposure arising from foreign currency transactions and follow established risk management policies.

Unusual or Infrequent Events or Transactions

Except as disclosed in this Second Addendum, to our knowledge, there have been no unusual or infrequent events or transactions that have in the past or may in the future affect our business operations or future financial performance.

Known Trends or Uncertainties

Our business has been subject, and we expect it to continue to be subject, to the trends identified above in ***“Significant Accounting Policies”*** and the uncertainties described in ***“Risk Factors -The occurrence of natural or man-made disasters, fires, epidemics, pandemics, acts of war, terrorist attacks, civil unrest and other events could materially and adversely affect the financial markets and our business”***, on page 75 of the Draft Red Herring Prospectus. Except as disclosed in this Second Addendum, there are no known trends or uncertainties that have or had or are expected to have a material adverse impact on revenues or income of our Company from continuing operations.

Significant Economic Changes

Our business has been subject, and we expect it to continue to be subject, to significant economic changes that materially affect or are likely to affect income from continuing operations. Please see ***“Risk Factors”*** and ***“Significant Accounting Policies”*** on pages 1 and 312 of this Second Addendum, respectively.

Future Relationship between Cost and Revenue

Other than as described in ***“Risk Factors”***, ***“Our Business”*** and above in ***“Significant Accounting Policies”*** on pages 1, 170 and 312, respectively, to our knowledge, there are no known factors that may adversely affect our business prospects, results of operations and financial condition.

New Products or Business Segments

Except as disclosed in this Second Addendum, including as described in ***“Our Business”*** on page 170 of this Second Addendum, there are no new products or business segments that have or are expected to have a material impact on our business prospects, results of operations or financial condition.

Supplier or Customer Concentration

In our Non-Retail Business, we have a wide customer base and have served over five hundred (500) customers as on March 31, 2025. However, our top five (5) customers contributed around 10.30% of our revenue from operations. We do not have any material dependence on a single or few suppliers. We procure our key raw materials from various parts of the country and process our products with utmost care without the use of artificial preservatives or chemicals, thereby creating a product portfolio of spices, peanut, flour, pulses, staples & groceries and mango pulp, which carry the freshness and goodness of each ingredient. We believe our unique business model has helped us to penetrate the niche segment of our market and establish a customer base in India and overseas. Systematic procurement of raw material in their respected seasons helps us to provide linear quality of our products for the whole year. We also source our raw materials directly from farmers, to ensure that we use absolutely natural ingredients in our products and also through traders and APMC markets. We source our raw materials from across the country to ensure that the products we manufacture have an authentic taste without artificially disturbing the natural taste of the spices or other food products. For instance, we source chillies from the APMC market of Guntur, Warangal, Gondal and our wheat flour is made from wheat grains which are sourced from Dahod, Rajkot, Gondal, Nimbahera, Jaipur and also sourced directly from Food Corporation of India (FCI) and the pulses / dal are sourced from Jalgaon, Rajkot and Dhanduka.

Competitive Conditions

We operate in a highly competitive industry and we expect competition from existing and new competitors to intensify. For details, please refer to the discussions of our competition in the sections ***“Risk Factors”***, ***“Industry Overview”*** and ***“Our Business”*** on pages 1, 75, 170 of this Second Addendum

Seasonality

We typically experience higher sales during the second half of the Financial Year as compared to the first half of the Financial Year due to change in the climatic conditions prevailing in India. Please see ***“Risk Factors- Our operations are dependent on the supply of large amounts of raw material such as wheat, spices and peanuts. We do not have long term agreements with suppliers for our raw materials and any increase in the cost of, or a shortfall in the availability of, such raw materials could have an adverse effect on our business and results of operations, and seasonable variations could also result in fluctuations in our results of operations”*** on page 6 of this Second Addendum

Change in Accounting Policies

There have been no material changes in our accounting policies for the Fiscal 2025, Fiscal 2024 and Fiscal 2023.

Significant Developments Occurring after March 31, 2025

Except as disclosed in this Second Addendum, there are no circumstances that have arisen since March 31, 2025, the date of the last financial statements included in this Second Addendum, which materially and adversely affect or is likely to affect our operations or profitability, or the value of our assets or our ability to pay our material liabilities within the next twelve months.

Recent Accounting Pronouncements

As of the date of this Second Addendum, there are no recent accounting pronouncements, which would have a material effect on our financial condition or results of operations.

FINANCIAL INDEBTEDNESS

Our Company has availed certain loans and borrowing facilities in the ordinary course of business purposes for meeting working capital and other business requirements.

Pursuant to the Articles of Association, the applicable provisions of the Companies Act, and pursuant to a resolution passed by our Shareholders at the AGM of our Company held on September 30, 2023, our Board has been authorised to borrow from time to time, any sum or sums of monies, where the monies to be borrowed, together with the monies already borrowed by our Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of our paid-up share capital, free reserves and securities premium, provided that the total outstanding amount so borrowed shall not, exceed the limit of ₹35,000.00 Lakhs. For details of borrowing powers of our Board, please see "**Our Management- Borrowing Powers of our Board**" on page 353 of the Draft Red Herring Prospectus.

In relation to the Offer, we have obtained the necessary consents required under the relevant financing documentation for undertaking activities in relation to the Offer, including dilution of the current shareholding of the Promoter and members of the promoter group, effecting changes in the Company's management including key managerial personnel, shareholding pattern and Board's composition.

The following table sets forth the details of the aggregate outstanding borrowings of our Company as of May 31, 2025:

(₹ in Lakhs)

Category of Borrowing	Sanctioned amount (to the extent applicable) ⁽¹⁾	Amount outstanding as on May 31, 2025
Secured		
Term Loans	3,430.03	712.23
Working Capital Facilities		
a) Fund Based	16,320.00	15,459.90
b) Non Fund Based (BG+PSR)	1600.00	77.80
Vehicle Loan	416.65	256.69
Unsecured		
Term Loans	Nil	Nil
Working Capital Loans		
a) Fund Based	Nil	Nil
Factoring of Trade Receivables	Nil	Nil
Loans from Related Parties/Others	NA	1,431.15
Total Borrowings		17,937.77

Note: As certified by our Statutory Auditor - Kanu Doshi Associates LLP, Chartered Accountants pursuant to their certificate dated June 24, 2025.

Note: Sanctioned amounts of borrowings as mentioned above are from various banks as detailed below:

Borrowing Type	Bank Name	Sanctioned amount ₹ In Lakhs	Date of Sanction letter	Date of renewal	Amount outstanding as on May 31, 2025
Secured Loans					
Term Loans	HDFC	₹3430.03	04/04/2022 & 17/06/2023	04/04/2022 & 17/06/2023	712.23
Working Capital Loans	HDFC	₹8150.00	04/04/2022 & 17/06/2023	04/04/2022 & 17/06/2023	7,411.76

Borrowing Type	Bank Name	Sanctioned amount ₹ In Lakhs	Date of Sanction letter	Date of renewal	Amount outstanding as on May 31, 2025
(Includes Packing Credit, Cash Credit, Working Capital Demand Loan)	YES	₹8170.00	17/03/2023 & 21/07/2023	17/03/2023 & 21/07/2023	8,048.14
Vehicle Loans	HDFC	302.54	25/06/2021; 29/11/2021; 30/01/2022; 05/02/2024; 28/06/2024; 25/07/2024; 07/10/2024; 07/11/2024 & 30/05/2025	-	195.77
	Mercedes-Benz Financial Services India Pvt. Ltd.	63.96	07/08/2024	-	57.83
	Bank of Baroda	₹50.15	30/06/2020 & 23/11/2020	-	3.09
Bank Guarantee	HDFC	₹100.00	04/04/2022 & 17/06/2023	04/04/2022 & 17/06/2023	77.80
PSR (Pre-Settlement Risk)	HDFC	₹1500.00	04/04/2022 & 17/06/2023	04/04/2022 & 17/06/2023	-

Principal terms of the borrowings availed by our Company

Brief details of the terms of our various borrowing arrangements are provided below and there may be similar / additional terms, conditions and requirements under the borrowing arrangements entered into by our Company with their lenders:

1. Interest

The interest rate for our working capital facilities and Term loans typically ranges between 6.00% to 11.00% per annum, for various fund and Non fund based facilities such as Pre-shipment finance, Post-shipment finance, Letter of Credit, Cash Credit etc., and are linked to benchmark rates along with a spread and as specified by the lenders during the time of disbursement. The interest rates for the vehicle loans availed by our Company typically range from 7% to 9.50% per annum. Interest rates for loans from directors ranges from 8% to 12% per annum. As per terms, the interest rate will not exceed 12% p.a.

2. Penal Interest

We are bound to pay additional interest to our lenders for defaults in the payment of interest or other monies due and payable. This additional interest is charged as per the terms of our sanction letters and is typically 2% to 18% on overdue/ delays/ defaults of monies payable.

3. Tenor

Our facilities are typically repayable within three (3) months to six (6) years or are repayable on demand.

4. Security

In terms of our borrowings where security needs to be created, the Company is typically required to, *inter alia*:

- (i) Create charge by way of hypothecation on entire current assets, both present and future; and

- (ii) Create charge by way of hypothecation over all moveable and immovable fixed assets, both present and future;
- (iii) Create charge by way of mortgage over immovable fixed assets
- (iv) Execute corporate and personal guarantees

Further facilities availed by our Company are secured by personal guarantees of Dhanji Raghavji Patel, Smita Dhanji Patel, Bechar Raghavji Patel and Hiren Bechar Patel.

5. Pre-payment

Prepayment charges @ 2% or as per the bank policy at the time of prepayment of loan.

6. Key covenants

- a) Enter into any scheme of merger, amalgamation, compromise or reconstruction without prior approval of lender;
- b) Obtain a no objection certificate from the lender prior to opening of current account with any other bank outside multiple banking arrangement;
- c) Take prior consent from the lenders to effect any dividend pay-out;
- d) Promptly inform the lenders for filing or initiation of insolvency, winding up or corporate insolvency resolution process;
- e) Not to transfer, sell, lease, grant on license or create any third party interest of any nature whatsoever on the security without the prior consent of the lenders;
- f) Guarantors not to issue any personal guarantee for any other loans without prior written permission of the lenders with certain exceptions;
- g) Take prior consent of the lenders for diversion of funds to any purpose and launch of any new scheme of expansion.

7. Events of default

- (i) Change in constitution, management or existing ownership or control of the borrower including by any reason of liquidation, amalgamation, merger or reconstruction;
- (ii) Failure and inability to pay amounts on the due date by our Company;
- (iii) Breach in any other loan/ facility agreement;
- (iv) Our Company's failure to furnish additional security as required by lender;
- (v) Hypothecated asset is destroyed, or is stolen or untraceable;
- (vi) Death of any one of the Borrower;
- (vii) Failure in the business of our Company;
- (viii) Dissolution of our Company;
- (ix) Insolvency or bankruptcy proceedings against our Company;
- (x) An assignment made by our Company for the benefit of the creditors or taking advantage of any insolvency Law;
- (xi) Any other occurrence or existence of one or more events, conditions or circumstances (including any change in law), which in opinion.

8. Consequences of events of default

- (i) Terminate the sanctioned facilities;
- (ii) levy penal charges including interest;
- (iii) Enforce their security over the hypothecated / mortgaged assets without notice to the Company.

Unsecured loans by directors/shareholders

The following directors and shareholders have advanced unsecured loans to our Company. The company shall pay an interest not exceeding 12% per annum on the amounts payable to the shareholders by our Company are as follows:

(₹ in Lakhs)

Sr. No.	Name of the Director/Shareholder	Amount outstanding as on May 31, 2025
1	Dhanji Raghavji Patel	886.62
2	Bechar Raghavji Patel	544.54
3	Hiren Bechar Patel	-
	Total	1,431.15

As certified by our Statutory Auditor- Kanu Doshi Associates LLP, Chartered Accountants pursuant to their certificate dated June 24, 2025.

Unsecured loans by person other than shareholders

(₹ in Lakhs)

Sr. No.	Name of the Person	Amount outstanding as on May 31, 2025
1	Nil	Nil

SECTION VI- LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as stated below, there are no outstanding (i) criminal proceedings involving our Company, Directors or Promoters (collectively, the “**Relevant Parties**”); (ii) actions taken by statutory or regulatory authorities involving the Relevant Parties; (iii) claims relating to direct and indirect taxes involving the Relevant Parties; (iv) other pending litigations or arbitration proceedings involving the Relevant Parties which has been determined to be material by our Board pursuant to the Materiality Policy (as disclosed herein below) in accordance with the SEBI ICDR Regulations and (v) criminal proceedings involving our KMPs and SMPs and actions taken by statutory or regulatory authorities against our KMPs and SMPs. Further, there are no disciplinary actions (including penalties) imposed by SEBI or the Stock Exchanges against our Promoters in the last five (5) FYs, including any outstanding action.

For the purpose of material litigation in (iv) above, our Board in its meeting held on March 10, 2025 has considered and adopted the following policy on materiality for identification of material outstanding litigation involving the Relevant Parties (“**Materiality Policy**”). In accordance with the Materiality Policy, all outstanding litigation, including any litigation involving the Relevant Parties, other than criminal proceedings and actions by regulatory authorities and statutory authorities, will be considered material if: (i) the monetary amount of claim, to the extent quantifiable, in any such outstanding litigation is equivalent to lower of : (a) two percent of turnover, as per the last Audited Financial Statements of the listed entity; (b) two percent of net worth, as per the last Audited Financial Statements of the listed entity, except in case the arithmetic value of the net worth is negative; (c) five percent of the average of absolute value of profit or loss after tax, as per the last three Audited Financial Statements of the listed entity; (d) in case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the Board, the event or information is considered material and will be disclosed in the Offer Documents.

It is clarified that for the purposes of the above, pre-litigation notices received by the Relevant Parties from third parties (excluding those notices issued by statutory, governmental, judicial or regulatory or taxation authorities threatening criminal action) shall not, unless otherwise decided by our Board, be considered as material until such time that the Relevant Party, is impleaded as defendant in litigation proceedings before any judicial forum.

Further, in accordance with the Materiality Policy, our Company has considered such creditors to be ‘material’ if amounts due to such creditor is equivalent to or in excess of 2% of the trade payables of the Company as at the end of the most recent financial period covered in the Restated Financial Statements, as of March 31, 2025.

For outstanding dues to any micro, small or medium enterprise, the disclosure shall be based on information available with our Company regarding the status of the creditor as defined under the Micro, Small and Medium Enterprises Development Act, 2006 as amended, read with the rules and notification thereunder.

Unless stated to the contrary, the information provided below is as of the date of this Second Addendum.

I. LITIGATION INVOLVING OUR COMPANY

1. Outstanding litigation against our Company

(i) *All criminal proceedings against our Company*

Except as stated in “*All actions by regulatory and statutory authorities against our Company*” below, there are no outstanding criminal proceedings against our Company.

(ii) *All actions by regulatory and statutory authorities against our Company*

Except as stated below in “*Litigation involving our Directors - All criminal proceedings against our Directors*” on page 340 of this Second Addendum, no other actions have been taken by regulatory and statutory authorities against our Company.

- (a) *Point (c)- State of Maharashtra, Ambernath Police Station (“Complainant”) vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Bharat Haribhai Patel [In the Civil and Criminal Court, Ulhasnagar, Summons/ Summary Criminal Case (S.C.C.) no. 1720 of 2020];*

- (b) *Point (f) - N. U. Pawar, Inspector of Legal Metrology (“Complainant”) vs. Dhanji Raghavji Patel, Bechar Raghavji Patel, Hiren Bechar Patel, Yashwant Suresh Bhojwani, Nitin Pandurang Patil, Harshini Vikas Jadhav and our Company (In the Court of Additional Chief Metropolitan Magistrate, Borivali, Mumbai, Summons Case - SS Cases S/2600105/2024);*
- (c) *Point (g) - S. N. Dhotre, Inspector of Legal Metrology (“Complainant”) vs. Dhanji Raghavji Patel, Bechar Raghavji Patel, Hiren Bechar Patel and our Company (In the Court of Additional Chief Metropolitan Magistrate, Borivali, Mumbai, Summons Case - SS Cases S/39/2020);*
- (d) *Point (h)- H. P. Kulthe, Inspector of Legal Metrology vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, Yashwant Suresh Bhojwani, Nitin Pandurang Patil, Harshini Vikas Jadhav and Patel Retail Limited (In the Court of Judicial Magistrate First Class, Khalapur, Raigad, Summons/ Summary Criminal Case – (S.C.C.) no. 276 of 2024);*
- (e) *Point (i) - K.D. Birjadar, Inspector of Legal Metrology, Shahapur Division vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, our Company and Others (In the Court of Judicial Magistrate First Class, Shahapur, Summons/ Summary Criminal Case (S.C.C.) no. 766 of 2024).*

(iii) **Other pending material litigation against our Company**

As on the date of this Second Addendum, there are no pending material litigation against our Company.

2. Outstanding litigation by our Company

(i) **All criminal proceedings by our Company**

As on the date of this Second Addendum, there are no outstanding criminal proceedings by our Company.

(ii) **Other pending material litigation by our Company**

As on the date of this Second Addendum, there are no other outstanding material litigations by our Company.

II. LITIGATIONS INVOLVING OUR DIRECTORS

1. Outstanding litigation against our Directors

(i) **All criminal proceedings against our Directors**

- (a) **Nilesh Sonubal Vishe, Food Safety Officer, Food and Drug Administration, Thane (“Complainant”) vs. Paresh Jayantilal Chande (“Accused 1”), Bechar Raghavji Patel (“Accused 2”) and Kirti Gunwant Vithlani (“Accused 3”) [In the Court of Judicial Magistrate, First Class, First Court, Kalyan, Thane, Regular Criminal Case (R.C.C.) no. 803 / 2016]***

(Accused 1, Accused 2 and Accused 3 are collectively referred to as “Accused Persons”)

Our Company’s Store- Patel R Mart situated at Shop no. 1, 2, 3, 4, Omkar Complex, Kalyan, Murbad Road, Shahad, Kalyan (West) (“**Company Store**”) received a letter dated December 3, 2015 from the Complainant enquiring particulars of our Company and purchase bill of mukwas (Royal Fresh Tip Top) (“**Food Article**”). In response to the letter, the Company Store stated that it had purchased the said Food Article from M/s. Royal Mouth Fresheners.

Thereafter, the Designated Officer and Assistant Commissioner (Food), Thane (Zone VIII), Food and Drug Administration, M.S. Thane ordered the Complainant to launch prosecution against the Accused Persons through his letter dated September 23, 2016, since the said Food Article was declared to be unsafe. Its sample contained synthetic food colors such as brilliant blue FCF, tartrazine, sunset yellow FCF and carmoisine. Therefore, the Complainant filed a complaint before the Court of Judicial Magistrate, First Class, First Court, Kalyan, Thane (“**JMFC Kalyan**”) dated

September 27, 2016, alleging commission of offence by Accused 1 and Accused 2, of selling the aforesaid unsafe Food Article, in contravention of sections 26(1), 26(2)(i), 27(3)(c), 23(1), 23(2) read with section 3(1)(zz)(viii) read with section 3(1)(zf)(A)(i)(a) of the Food Safety & Standards Act, 2006 read with regulation 3.1.2(6) of the Food Safety & Standards (Food Products Standards and Food Additives) Regulations, 2011 read with regulation 2.2.2.9 of the Food Safety & Standards (Packaging and Labelling) Regulations, 2011. The learned JMFC Kalyan in its order dated October 12, 2016, found the allegations to be *prima facie* made out against the Accused Persons and directed issue of process against the said persons. The matter is currently pending.

- (b) **Nilesh Sonubal Vishe, Food Safety Officer, Food and Drug Administration, Thane, (“Complainant”) vs. Paresh Jayantilal Chande (“Accused 1”), Bechar Raghavji Patel (“Accused 2”) and Kirti Gunwant Vithlani (“Accused 3”)** *[In the Court of Judicial Magistrate, First Class, First Court, Kalyan, Thane, Regular Criminal Case (R.C.C.) no. 804 of 2016]**

(Accused 1, Accused 2 and Accused 3 are collectively referred to as “Accused Persons”)

Our Company’s Store- Patel R Mart situated at Shop no. 1, 2, 3, 4, Omkar Complex, Kalyan, Murbad Road, Shahad, Kalyan (West) (“**Company Store**”) received a letter dated December 3, 2015 from the Complainant enquiring particulars of our Company and purchase bill of mukwas (Royal Fresh Pass Pass) (“**Food Article**”). In response to the letter, the Company Store stated that it had purchased the said Food Article from M/s. Royal Mouth Fresheners.

Thereafter, the Designated Officer and Assistant Commissioner (Food), Thane (Zone VIII), Food and Drug Administration, M.S. Thane ordered the Complainant to launch prosecution against the Accused Persons through his letter dated September 23, 2016, since the said Food Article was declared to be unsafe. Its sample contained synthetic food colors such as brilliant blue FCF, tartrazine, sunset yellow FCF and carmoisine. Therefore, the Complainant filed a complaint before the Court of Judicial Magistrate, First Class, First Court, Kalyan, Thane (“**JMFC Kalyan**”) dated September 27, 2016, alleging commission of offence by Accused 1 and Accused 2, of selling the aforesaid unsafe Food Article, in contravention of sections 26(1), 26(2)(i), 27(3)(c), 23(1), 23(2) read with section 3(1)(zz)(viii) read with section 3(1)(zf)(A)(i)(a) of the Food Safety & Standards Act, 2006 read with regulation 3.1.2(6) of the Food Safety & Standards (Food Products Standards and Food Additives) Regulations, 2011 read with regulation 2.2.2.9 of the Food Safety & Standards (Packaging and Labelling) Regulations, 2011. The matter is currently pending.

- (c) **State of Maharashtra, Ambernath Police Station vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Bharat Haribhai Patel** *[In the Civil and Criminal Court, Ulhasnagar, Summons/ Summary Criminal Case (S.C.C.) no. 1720 of 2020]**

The Inspector of Legal Metrology, Ulhasnagar Division- Shriniwas B. Jadhavkar (“**Complainant**”) filed a complaint against Bechar Raghavji Patel, Dhanji Raghavji Patel, our Company and Bharat Haribhai Patel (collectively, “**Accused Persons**”) before the Ambernath (East) Police Station. The Complainant alleged violation of section 18(1) of the Legal Metrology Act, 2009 read with rules 6(1)(d)(e), 6(2), 10(1) of the Legal Metrology (Packaged Commodities) Rules, 2011 by the Accused Persons.

The Complainant inspected the premises of our store- Patel R Mart situated at Shiv Ganga Nagar, Ambernath (East)- 421501, Thane and seized certain goods namely, dryfruit packages, Blender packages and Elegance packages. The Complainant observed the following (i) the dryfruit packages did not contain declarations as to the complete address of the manufacturer/ packer, customer care number, e-mail address and Maximum Retail Price (“**MRP**”); (ii) the Blender packages did not contain declarations as to the month and year of manufacturing/ packer and e-mail address; (iii) the Elegance packages did not contain declarations as to the customer care number, e-mail address, month and year of manufacturing/ packer and MRP. The matter is currently pending before the Civil and Criminal Court, Ulhasnagar.

- (d) **State of Maharashtra, Shildaighar Police Station vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel and Others** *[In the District and Sessions Court, Thane, Regular Criminal Case (R.C.C.) no. 1453 of 2020]*

Rajendra Hiranjan Jadhav, Assistant Rationing Officer (“**Complainant**”) filed a First Information Report (“**FIR**”) bearing number II 68/2015 before the Shildaighar Police Station, Thane against our Directors- Dhanji Raghavji Patel, Bechar Raghavji Patel and Hiren Bechar Patel and other persons (collectively referred to as “**Accused Persons**”) dated October 20, 2015 alleging commission of offences under section 3 (Powers to control production, supply, distribution etc. of essential commodities) and section 7 (Penalties) of the Essential Commodities Act, 1955 (“**ECA Act**”) and the Maharashtra Scheduled Commodities Whole-sale Dealers’ Licensing Order, 2015 (“**2015 Licensing Order**”).

The Complainant conducted a search and inspection at R. P. Warehouse situated at Thane (“**Premises**”). During the inspection of the said Premises, the Complainant *inter alia* found 71.780 metric tonnes of toor (whole) (“**Commodity**”) belonging to our Company stored in the said Premises. The Complainant alleged that the said Commodity was intentionally hoarded for a period exceeding thirty (30) days, to increase its price. Therefore, the Complainant alleged commission of an offence by the Accused Persons under sections 3 and 7 of the ECA Act and the 2015 Licensing Order. The Controller (Ration and Directorate of Civil Supplies), Mumbai vide order dated January 18, 2024 directed that the seized stock of toor i.e., 450 gunny bags containing 22.46 metric tonnes of stock be deposited with the State government. A copy of the final report/ charge sheet under section 173 of the Criminal Procedure Code, 1973 (“**CrPC**”) has been filed before the First Class Magistrate, 9th Court, Thane. The matter is currently pending.

- (e) **State of Maharashtra vs. Hiren Bechar Patel and Others [In the Civil and Criminal Court, Ulhasnagar, Summons / Summary Criminal Case (S.C.C.) no. 3951 of 2017]**

Siddharth Shahaji Kamble (“**Complainant**”) filed a FIR bearing number I 39/ 2017 (“**FIR**”) before the Ambarnath Police Station, Thane against our Director, Hiren Bechar Patel, Dasi Mohan Kotya, Bharat Bhagwan Patil, Vinay Hariram Pillay, Nagarjun Shekhar Badgu and others (“**Accused Persons**”) dated February 2, 2017 alleging commission of offences under sections 448 (Punishment for house trespass), 427 (Mischief causing damage to the amount of fifty rupees) and 143 (Punishment) of the Indian Penal Code, 1860 (“**IPC**”).

The Complainant’s father, late Shahji Babu Kamble purchased a plot of land (1.50 gunnta) situated at Mahatma Jotiba Phule Nagar, Javsai Pada, Ambarnath (West) and constructed a house on the said plot. The Complainant alleged criminal trespassing and destruction of the house by the Accused Persons on September 17, 2016. One Arvind Walekar, partner at M/s. Elite Infrastructure (promoter group entity), over a telephonic conversation with the Complainant, offered an amicable settlement whereby the Complainant would receive two (2) flats, with no registration cost. Relying on the promise, the Complainant did not file a complaint against the Accused Persons. However, since the said promise was not made good, the Complainant filed the aforesaid FIR. The matter is currently pending.

- (f) **N. U. Pawar, Inspector of Legal Metrology vs. Dhanji Raghavji Patel, Bechar Raghavji Patel, Hiren Bechar Patel, Yashwant Suresh Bhojwani, Nitin Pandurang Patil, Harshini Vikas Jadhav and our Company (In the Court of Additional Chief Metropolitan Magistrate, Borivali, Mumbai, Summons Case - SS Cases S/2600105/2024)***

The Inspector of Legal Metrology, Borivali Division- N. U. Pawar (“**Complainant**”) filed a complaint against Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, Yashwant Suresh Bhojwani, Nitin Pandurang Patil, Harshini Vikas Jadhav and our Company (collectively, “**Accused Persons**”) before the Court of Additional Chief Metropolitan Magistrate, Borivali. The Complainant alleged violation of section 18(1) of the Legal Metrology Act, 2009 read with rules 6(1)(e) and 10 of the Legal Metrology (Packaged Commodities) Rules, 2011 by the Accused Persons.

The Complainant inspected the premises of Ravariya Traders situated at Sayani Compound, Suhasini Pawaskar Road, Vaishali Nagar, opposite Crescent Sky Heights, Dahisar (East), Mumbai 400 068 and seized goods manufactured and marketed by our Company namely, ‘Akshar Chakki Fresh Atta -5 kg’. The Complainant observed that the packages did not contain declarations as to the retail sale price as inclusive of all taxes, consumer complaint address and manufacturing State. The matter is currently pending before the Court of Additional Chief Metropolitan Magistrate,

Borivali.

- (g) **S. N. Dhotre, Inspector of Legal Metrology (“Complainant”) vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel and Patel Retail Private Limited (In the Court of Additional Chief Metropolitan Magistrate, Borivali, Mumbai, Summons Case - SS Cases S/39/2020)***

The Inspector of Legal Metrology, Malad Division- S. N. Dhotre filed a complaint against Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, and our Company (collectively, “**Accused Persons**”) before the Court of Additional Chief Metropolitan Magistrate, Borivali. The Complainant alleged violation of Rule 31(2), punishable under rule 32 of the Legal Metrology (Packaged Commodities) Rules, 2011 (“**LM Rules**”) by the Accused Persons.

The Complainant inspected the advertisement published in the daily newspaper and found that certain third party products sold by our Company were not in conformity with the LM Rules i.e., the font size of net quantity were not the same as that of retail sale price. The matter is currently pending.

- (h) **H. P. Kulthe, Inspector of Legal Metrology vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, Yashwant Suresh Bhojwani, Nitin Pandurang Patil, Harshini Vikas Jadhav and our Company (In the Court of Judicial Magistrate First Class, Khalapur, Raigad, Summons/ Summary Criminal Case (S.C.C.) no. 276 of 2024)***

The Inspector of Legal Metrology, Karjat Division- H. P. Kulthe (“**Complainant**”) filed a criminal case against Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, Yashwant Suresh Bhojwani, Nitin Pandurang Patil, Harshini Vikas Jadhav and our Company (collectively, “**Accused Persons**”) before the Court of Judicial Magistrate First Class, Khalapur District, Raigad. The Complainant alleged violation of sections 18(1), 36 of the Legal Metrology Act, 2009 read with rules 2(m), 6(2) and (3) of the Legal Metrology (Packaged Commodities) Rules, 2011 by the Accused Persons.

The Complainant inspected the premises of our store, Patel R Mart situated at S. No. 1873, Ward No. 21, House no. 78/1 Shilphata, Mulgaon. Taluka Khalapur, District Raigad, and seized certain goods namely, D/F Premium Combi – 1 kg (processed and packed by our Company) (“**Seized Goods 1**”) and Oreo Plast Little Hearts Pudding set packages (“**Seized Goods 2**”). The Complainant observed that (i) Seized Goods 1 did not contain declarations as to the retail sale price, and the name, address and e-mail address of the person to be contacted in case of consumer complaints; (ii) Seized Goods 2 did not contain declarations as to the name and address of manufacturer/ packer, the month and year of manufacture/ pre-packing, retail sale price, and name, address, telephone number and e-mail address of the person to be contacted in case of consumer complaints. Further, individual stickers were affixed on the packages of Seized Goods 2 for altering/ making declaration as required under the said rules. The matter is currently pending.

- (i) **K.D. Birjadar, Inspector of Legal Metrology, Shahapur Division vs. Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, our Company and Others (In the Court of Judicial Magistrate First Class, Shahapur, Summons/ Summary Criminal Case (S.C.C.) no. 766 of 2024)***

The Inspector of Legal Metrology, Shahapur Division- K.D. Birjadar (“**Complainant**”) filed a criminal case against Bechar Raghavji Patel, Dhanji Raghavji Patel, Hiren Bechar Patel, our Company and others (collectively, “**Accused Persons**”) before the Court of Judicial Magistrate First Class, Shahapur. The Complainant alleged violation of sections 18(1) of the Legal Metrology Act, 2009 read with Rule 18(1) of the Legal Metrology (Packaged Commodities) Rules, 2011 by the Accused Persons.

The Complainant inspected the premises of our store, Patel R Mart situated at Savant Nagar, Cherpoli, Shahapur, and seized certain goods namely, two packets of Excellent Laminated PVC Colour Roll. The Complainant observed that the said seized goods did not contain declarations as to the address and retail sale price. The matter is currently pending.

- (j) **K.D. Birjadar, Inspector of Legal Metrology, vs. Bechar Raghavji Patel, Dhanji Raghavji Patel and Hiren Bechar Patel (In the Court of Judicial Magistrate First Class, Bhiwandi, Summons/**

Summary Criminal Case (S.C.C.) no. 10069 of 2025)*

The Inspector of Legal Metrology, K.D. Birjadar (“**Complainant**”) filed a criminal case against Bechar Raghavji Patel, Dhanji Raghavji Patel and Hiren Bechar Patel (collectively, “**Accused Persons**”) before the Court of Judicial Magistrate First Class, Bhiwandi. The Complainant alleged violation of section 24 of the Legal Metrology Act, 2009 by the Accused Persons.

The Complainant inspected the premises of our store, Patel R Mart situated at House No. 293, Parekh Timber Mart Compound, Agar Road, Kaneri, Bhiwandi, and seized certain goods namely, two electric scales. The Complainant observed that the said seized goods were not duly verified and stamped in accordance with the applicable legal requirements. The matter is currently pending.

**In case of an adverse order against our company and our directors, a cumulative penalty not exceeding ₹ 20.00 lakhs may be imposed on the company as well as every person of who at the time of the offence, was in charge and was responsible to the company, for the conduct of its business.*

(ii) All actions by regulatory and statutory authorities against our Directors

Except as stated above in “**All criminal proceedings against our Directors**” on page 340 of this Second Addendum, there are no other actions by regulatory and statutory authorities against our Directors.

(iii) Other pending material litigation against our Directors

Mukul Developers vs. Jamiat Co-Op Housing Society Ltd, Bechar Raghavji Patel and Ors [In the Court of Jt. Civil Judge (S.D.), Kalyan (Special Civil Suit S.C.S. / 387/ 2021)]

Mukul Developers (“**Plaintiff**”) filed a Special Civil Suit (“**Suit**”) for declaration and injunction under section 34 of the Special Relief Act, 1963 against Jamiat Co-op Housing Society Ltd (“**Defendant 1**”), Bechar Raghavji Patel (“**Defendant 2**”) and others, as regards Land bearing Survey No. 02, Hissa No. 01 (Part), City Survey No. 53/2, Survey No. 5. Hissa No. 02 (Part), City Survey No. 55- admeasuring 13,552 sq. yards (11,331.2 sq. metres) (“**Suit Property**”).

The Plaintiff submitted that it had executed a Development Agreement dated February 27, 2008 (“**Development Agreement**”) with Defendant 1, with respect to three (3) properties including the Suit Property. The said Development Agreement granted rights of development and construction to the Plaintiff. However, at the time of execution of the said Development Agreement, Defendant 1 stated to the Plaintiff that the sale deed in respect of the Suit Property was not complete and that it had filed one special suit bearing no. 167/ 1980 before the Civil Judge (Sr. Dn.) [C.J.S.D.], Thane, decree for which had been granted in the Defendant 1’s favour (“**Decree**”). On the strength of the Development Agreement and Decree, the Plaintiff commenced construction work.

On the other hand, Defendant 2 claimed ownership of the Suit Property on the basis of a Sale Agreement dated April 14, 1974 (“**Sale Agreement**”) executed between the Defendant 2 and one Gopal Kalu Bhoir. Since Gopal Kalu Bhoir expired on May 22, 1958, the rights to said Suit Property vested with his sons i.e., Krishna G. Bhoir (“**KGB**”) and Tanaji G. Bhoir (“**TGB**”). The said Suit Property was divided amongst his sons in two portions (“**KGB Portion**” and “**TGB Portion**”). Thereafter, since KGB expired in 2008, Defendant 2 approached two of his legal heirs, and executed two sale deeds dated December 8, 2014 (“**Sale Deeds**”) in his favour, with respect to the KGB Portion. However, since TGB refused to execute a sale deed with respect to his portion, Defendant 2 filed a Regular Civil Suit (R.C.S.) No. 214/15 before the Ld. Civil Judge (Jr. Dn.), Ulhasnagar. TGB was served with summons, but since he remained absent, it led to passing of an ex-parte decree. For execution of the said ex-parte decree, Defendant 2 filed an execution proceeding bearing Reg. Darkhast No. 14/15, but on account of TGB’s absence, the Ld. C.J. of Ulhasnagar appointed a Court Commissioner which executed and entered into a registered sale deed on behalf of TGB (in respect of the balance portion of the Suit Property). The Plaintiff alleges collusion and fraud by Defendant 2 as regards the Sale Agreement executed and the ex-parte decree obtained in his favour.

Thereafter, the Plaintiff alleged that Defendant 2 with the help of the chairman and other members of Defendant 1, forcefully and unlawfully entered the Suit Property and carried out excavation works. The Plaintiff valued the suit at ₹3,88,00,000/- i.e. ₹388.00 Lakhs.

In light of the aforesaid, the Plaintiff filed the said Suit seeking *inter alia* the following reliefs: (i) to declare the Sale Deeds with respect to KGB's Portion of Suit Property as null and void; (ii) to declare Defendant 2 as a trespasser, not having any right to make excavation works on the Suit Property; (iii) to pass an order directing the Defendant 2, its agents, assignees to stop excavation work on the Suit Property. Various interim applications and civil revision applications have been filed by and against our Company in relation to the said matter. The Plaintiff has also filed a miscellaneous application in relation to the said matter against our Company. The matter is currently pending.

2. Outstanding litigation by our Directors

(i) All criminal proceedings by our Directors

Hiren Bechar Patel, Non-Executive Director

- (a) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) ("Complainant") vs. Nagji Ambavi Duboriya ("Respondent")** *[In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4366/ 2021]*

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000097 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (b) **M/s. Jay Garibdas BMS (partnership firm, through one of its partners- Hiren Bechar Patel) ("Complainant") vs. Nagji Ambavi Duboriya ("Respondent")** *[In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4368/ 2021]*

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000105 and failure to make payment by the Respondent as regards goods supplied by the Complainant. The matter is currently pending.

- (c) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) ("Complainant") vs. Nagji Ambavi Duboriya ("Respondent")** *[In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4383/ 2021]*

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000100 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (d) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) ("Complainant") vs. Nagji Ambavi Duboriya ("Respondent")** *[In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4381/ 2021]*

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000101 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (e) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) ("Complainant") vs. Nagji Ambavi Duboriya ("Respondent")** *[In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4365/ 2021]*

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000099 and failure to make

payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (f) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) [In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4382/ 2021]**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000102 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (g) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) [In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4374/ 2021]**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000093 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (h) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) [In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4372/ 2021]**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000095 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (i) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) [In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4369/ 2021]**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000096 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (j) **M/s. Jay Garibdas BMS (partnership firm, through one of its partners- Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) [In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4370/ 2021]**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000105 and failure to make payment by the Respondent as regards goods supplied by the Complainant. The matter is currently pending.

- (k) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) (In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4373/ 2021)**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000094 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (l) **M/s. Jay Garibdas Translink (proprietary firm of Hiren Bechar Patel) (“Complainant”) vs. Nagji Ambavi Duboriya (“Respondent”) (In the Court of Judicial Magistrate First Class, Ulhasnagar, Summary Criminal Case (S.C.C.) No. 4380/ 2021)**

The Complainant filed a criminal complaint under section 138 of the Negotiable Instruments Act, 1881 against the Respondent before the Court of Judicial Magistrate First Class, Ulhasnagar, claiming an amount of ₹50,000 for dishonour of a cheque bearing no. 000103 and failure to make payment by the Respondent as regards transportation services provided by the Complainant. The matter is currently pending.

- (ii) **Other pending material litigation by our Directors**

As on the date of this Second Addendum, there are no other outstanding material litigation by our Directors.

III. LITIGATIONS INVOLVING OUR PROMOTERS

1. Outstanding litigation against our Promoters

- (i) **All criminal proceedings against our Promoters**

Except as stated above in “**All criminal proceedings against our Directors**” on page 340 of this Second Addendum, there are no criminal proceedings against our Promoters.

- (ii) **All actions by regulatory and statutory authorities against our Promoters**

Except as stated above in “**All criminal proceedings against our Directors**” on page 340 of this Second Addendum, there are no other actions by regulatory and statutory authorities against our Promoters.

- (iii) **Disciplinary action including penalty imposed by SEBI or stock exchanges against our Promoters in the last five (5) financial years including outstanding action**

As on the date of this Second Addendum there is no outstanding disciplinary action and there was no disciplinary action including penalty imposed by SEBI or Stock Exchanges in the last five (5) financial years.

- (iv) **Other pending material litigation against our Promoters**

Except as stated in “**Other pending material litigation against our Directors**” on page 339 of this Second Addendum, there are no other material litigation pending against our Promoters.

2. Outstanding litigation by our Promoters

- (i) **All criminal proceedings by our Promoters**

There are no other criminal proceedings by our Promoters.

- (ii) **Other pending material litigation by our Promoters**

As on the date of this Second Addendum, there are no pending material litigation by our Promoters.

IV. LITIGATIONS INVOLVING OUR KMPs AND SMPs

Except as stated below and in addition to the proceedings disclosed above in “**Litigations involving our Promoters**”, there are no other outstanding criminal proceedings or any actions by regulatory and statutory authorities involving our KMPs and SMPs:

Bharat Haribhai Patel (“Applicant”) vs. the Superintending Engineer, MSEDCL and the Additional Executive Engineer, MSEDCL (collectively “Respondents”) Engineer [In the Court of Hon’ble Sessions Judge at Kalyan (District Judge-1 & Special Electricity Court), Criminal Miscellaneous Application no. 135 of 2023]

The Applicant has filed an application against the Respondents, before the Hon'ble Sessions Judge, Kalyan, under Section 154(5) & (6) of the Electricity Act, 2003, challenging two theft of electricity bills issued by MSEDCL for LT Consumer No. 021522598264 and HT Consumer No. 922109054770, amounting to ₹33,43,970 and ₹58,81,810, respectively. The Applicant contends that the bills are arbitrary, illegal, and exorbitant, based on incorrect assumptions regarding connected load and working hours. The electricity supply was allegedly disconnected without prior notice, compelling the Applicant to pay the amounts under protest for restoration. The Applicant seeks judicial determination of actual civil liability and prays for a declaration that the bills are illegal, and a refund of any excess amount paid along with interest. The matter is pending.

V. LITIGATION INVOLVING OUR GROUP COMPANIES

As on the date of this Second Addendum, there are no other outstanding litigations involving our Group Companies which have a material impact on our Company.

VI. TAX CLAIMS AGAINST OUR COMPANY, PROMOTERS, DIRECTORS, KMPs, SMPs AND GROUP COMPANIES

Set out herein below are details of claims relating to direct and indirect taxes involving our Company, Promoters, Directors, KMP's, SMP's and Group Companies:

Nature of the matter	Number of matters	Demand amount involved (₹ in Lakhs)
<i>Our Company</i>		
Direct Tax	8	0.42
Indirect Tax	7	1458.16
<i>Promoters</i>		
Direct Tax	29	2307.21
Indirect Tax	Nil	Nil
<i>Directors (other than Promoters)</i>		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
<i>KMPs and SMPs (other than Promoters and Directors)</i>		
Direct Tax	1	4.51
Indirect Tax	Nil	Nil
<i>Group Companies</i>		
Direct Tax	Nil	Nil
Indirect Tax	3	43.06

Notes: Amounts involved are to the extent quantifiable.

VII. OUTSTANDING DUES TO CREDITORS

As per our Materiality Policy, as at March 10, 2025, we had 3 material creditor(s) to whom an aggregate amount of ₹639.75 Lakhs was outstanding on a consolidated basis. In terms of the Materiality Policy, creditors of our Company to whom an amount exceeding 2% of our total trade payables as on March 31, 2025 was outstanding, were considered 'material' creditors. As per the Restated Financial Statements, our total trade payables as on March 31, 2025, was ₹6,039.94 Lakhs and accordingly, creditors to whom outstanding dues exceed ₹120.80 Lakhs (2% of ₹6,039.94 Lakhs of the Company's trade payables for the last audited financial statements i.e. March 31, 2025) have been considered as material creditors for the purposes of disclosure in this Second Addendum.

The details of outstanding dues owned by our Company as at March 31, 2025 is as under:

Type of Creditors	Number of Creditors	Amount involved (₹ in Lakhs)
Micro, Small and Medium Enterprises	201	1,177.48
Material creditors	3	639.75
Other creditors	879	4,222.71
Total	1083	6039.94

The details pertaining to outstanding overdue to the material creditors along with names and amounts involved for each such material creditor are available on the website of our Company at <https://patelrpl.in/>.

VIII. MATERIAL DEVELOPMENTS SINCE THE DATE OF THE LAST BALANCE SHEET

Except as disclosed in “*Management’s Discussion and Analysis of Financial Condition and Results of Operation*” on page 307 of this Second Addendum, there have not been material developments nor have any circumstances arisen, since the date of the last Restated Financial Statements disclosed in this Second Addendum, which may materially and adversely affect or are likely to affect our trading or profitability taken as a whole or the value of our assets or our ability to pay our liabilities within the next twelve (12) months.

IX. OTHER CONFIRMATIONS

There are no findings/observations of any inspections by SEBI or any other regulators that are material, and which need to be disclosed or non-disclosure of which may have bearing on the investment decision of potential investors in the Offer.

OUR GROUP COMPANIES

In terms of the SEBI ICDR Regulations, the term ‘group companies’ for the purpose of disclosure in this Second Addendum, includes:

- (i) such companies (other than promoters and subsidiaries, if any) with which there were related party transactions during the period for which the Restated Financial Statements has been included in this Second Addendum, i.e., financial years 2022, 2023, and 2024 as covered under the applicable accounting standards; and
- (ii) such other companies as considered material by the Board, pursuant to the Materiality Policy.

For the purposes of (ii) above, our Board in its meeting held on March 10, 2025 has adopted the Materiality Policy and has considered group companies of our Company to be such companies (other than the companies covered under (i) above) that are a part of the Promoter Group (in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations), with which there were transactions with our Company in the most recent financial year and stub period, if any, to be included in the Offer Documents (“**Test Period**”) which individually or cumulatively in value, exceed 5% of the total restated revenue from operations of our Company from the Test Period or 10% of the net-worth of our Company during the Test Period, whichever is lower.

Accordingly, basis the parameters outlined above, as on the date of this Second Addendum, the following company has been identified as our Group Companies are set forth below:

1. PRPL Garments Private Limited
2. Patel Maritime (India) Private Limited

In accordance with the SEBI ICDR Regulations, certain financial information in relation to our Group Companies for the last three fiscals, extracted from their respective audited financial statements (as applicable) are available at the websites indicated below.

Our Company has provided links to such website solely to comply with the requirements specified under the SEBI ICDR Regulations. Such information should not be considered as part of information that any investor should consider before making any investment decision

Details of our Group Companies

The details of our Group Companies are provided below:

1. PRPL Garments Private Limited

In terms of the SEBI ICDR Regulations, the following information based on the audited financial statements of our Group Company for the preceding three (3) years shall be hosted on the website of our Company:

- (i) Reserves (excluding revaluation reserves);
- (ii) Sales;
- (iii) Profit after tax;
- (iv) Earnings per share;
- (v) Diluted earnings per share; and
- (vi) Net asset value.

Registered Office

The registered office of PRPL Garments Private Limited is situated at FL No-11, Shidhi Vinayak Aprt, Wadavali Section, Ambernath (East), Ambernath- 421501, Maharashtra, India.

Financial Information

The financial information derived from the audited financial statements of PRPL Garments Private Limited for the last three (3) financial years i.e., March 31, 2024, March 31, 2023, and March 31, 2022 as required by the SEBI ICDR Regulations, is available on our Company’s website at <https://patelrpl.in/>, since it does not have its own website.

2. Patel Maritime (India) Private Limited.

In terms of the SEBI ICDR Regulations, the following information based on the audited financial statements of our Group Company for the preceding three (3) years shall be hosted on the website of our Company:

- (vii) Reserves (excluding revaluation reserves);
- (viii) Sales;
- (ix) Profit after tax;
- (x) Earnings per share;
- (xi) Diluted earnings per share; and
- (xii) Net asset value.

Registered Office

The registered office of Patel Maritime (India) Private Limited is situated at Shop No 10, Sawant Arcade Shiv Mandir Road, Ambarnath East, Ambarnath, Thane, Ambarnath, Thane, Ambarnath, Maharashtra, India, 421501.

Financial Information

The financial information derived from the audited financial statements of Patel Maritime (India) Private Limited for the last three (3) financial years i.e., March 31, 2024, March 31, 2023, and March 31, 2022, as required by the SEBI ICDR Regulations, is available on our Company's website at <https://patelrpl.in/>, since it does not have its own website.

Nature and extent of interest of Group Companies

In the promotion of our Company

Our Group Companies do not have any interest in the promotion of our Company.

In the properties acquired by our Company in the past three (3) years prior to filing this Second Addendum or proposed to be acquired by our Company

Our Group Companies do not have any interest in the properties acquired by our Company in the past three (3) years preceding the filing of this Second Addendum or proposed to be acquired by our Company.

In transactions for acquisition of land, construction of building and supply of machinery, etc.

Our Group Companies are not interested in any transactions for acquisition of land, construction of building, or supply of machinery.

Common pursuits among the Group Companies and our Company

There are no common pursuits among our Company and our Group Companies.

Related Business Transactions within the Group and their significance on the financial performance of our Company

Except as disclosed in “***Restated Financial Statements- Note 46 - Related party disclosures***” on pages 273 of this Second Addendum, there are no other related business transactions within the Group which are significant to the financial performance of our Company.

Litigation

Except as disclosed in “***Outstanding Litigations and Material Developments***” on page 339 of this Second Addendum, there are no litigation proceedings involving our Group Companies which may have a material impact on our Company.

Business interest of Group Companies

Except in the ordinary course of business and as stated in “***Restated Financial Statements- Note 46 - Related***

party disclosures” on page 273, respectively, our Group Companies do not have any business interest in our Company.

Other confirmations

As on the date of this Second Addendum, our Group Companies do not have its securities listed on a stock exchange. Further, our Group Companies have not made any public or rights issue (as defined under SEBI ICDR Regulations) of securities in the three (3) years preceding the date of this Second Addendum. For further details, please see “**Other Regulatory and Statutory Disclosures- Capital issues in the preceding three (3) years by our Company, its listed group companies/subsidiaries/associates**” on page 433 of the Draft Red Herring Prospectus.

There is no conflict of interest between the suppliers of raw materials and third-party service providers (which are crucial for operations of our Company) and our Group Companies and their directors.

There is no conflict of interest between the lessors of the immovable properties (which are crucial for operations of our Company) and our Group Companies and their directors.

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

DHANJI RAGHAVJI PATEL
CHAIRMAN AND MANAGING DIRECTOR
DIN: 01376164

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

BECHAR RAGHAVJI PATEL
WHOLE-TIME DIRECTOR
DIN: 02169626

Date: June 25, 2025
Place: Ambernath, Thane

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct

SIGNED BY THE DIRECTOR OF OUR COMPANY

HIREN BECHAR PATEL
NON-EXECUTIVE DIRECTOR
DIN: 01375968

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

YASHWANT SURESH BHOJWANI
NON-EXECUTIVE, INDEPENDENT DIRECTOR
DIN: 03562756

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

NITIN PANDURANG PATIL
NON-EXECUTIVE, INDEPENDENT DIRECTOR
DIN: 08431287

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

HARSHINI VIKAS JADHAV
NON-EXECUTIVE, INDEPENDENT DIRECTOR
DIN: 10350490

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Second Addendum is contrary to the provisions of the Companies Act, the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Second Addendum to the Draft Red Herring Prospectus are true and correct.

SIGNED BY THE KEY MANAGERIAL PERSONNEL OF OUR COMPANY

MANISH RAMBABU AGARWAL
CHIEF FINANCIAL OFFICER

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I, hereby confirm that all statements and undertakings specifically made by me in this Second Addendum to the Draft Red Herring Prospectus in relation to ourselves, as a Promoter Selling Shareholder and our portion of the Offered Shares, are true and correct. I assume no responsibility for any other statements, disclosures and undertakings including statements made or confirmed by or relating to the Company or any other person(s) in this Second Addendum to the Draft Red Herring Prospectus.

SIGNED BY THE PROMOTER SELLING SHAREHOLDER

DHANJI RAGHAVJI PATEL

Date: June 25, 2025

Place: Ambernath, Thane

DECLARATION

I, hereby confirm that all statements and undertakings specifically made by me in this Second Addendum to the Draft Red Herring Prospectus in relation to ourselves, as a Promoter Selling Shareholder and our portion of the Offered Shares, are true and correct. I assume no responsibility for any other statements, disclosures and undertakings including statements made or confirmed by or relating to the Company or any other person(s) in this Second Addendum to the Draft Red Herring Prospectus.

SIGNED BY THE PROMOTER SELLING SHAREHOLDER

BECHAR RAGHAVJI PATEL

Date: June 25, 2025

Place: Ambernath, Thane