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AUTOFURNISH

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AUTOFURNISH LIMITED

(Formerly known as Autofurnish Trading Limited and Autofurnish Trading Private Limited)

Corporate Identification Number: U51101DL2015PLC279742

REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON
K-55, Udyog Nagar, Peeragarhi, Nangloi, West Delhi, New Delhi-110041	NA	Ms. Srishti Narang Company Secretary and Compliance Officer
EMAIL	TELEPHONE	WEBSITE
corporate@autofurnish.com	+91-8375818888	www.autofurnish.com

Promoters of our company: Mr. Puneet Arora and Mr. Ruppal Wadhwa

DETAILS OF OFFER TO PUBLIC

TYPE	FRESH ISSUE SIZE (Rs. In Lakh)	OFFER FOR SALE SIZE (Rs. In Lakh)	TOTAL OFFER SIZE (Rs. In Lakh)	ELIGIBILITY AND RESERVATION
Fresh Issue	Upto 35,61,000 Equity Shares of face value of Rs.10/- each for cash at a price of Rs. 41/- per equity share aggregating to Rs. 1,460.01/- Lakh	NA	Upto 35,61,000 Equity Shares of face value of Rs.10/- each for cash at a price of Rs. 41/- per equity share aggregating to Rs. 1,460.01 /- Lakh	This Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 read with SEBI ICDR (Amendment) Regulations, 2025. The Issue is being made pursuant to Regulation 229 (2) of SEBI (ICDR) Regulations, as the Company's post issue paid up capital is more than Rs. 10.00 Cr.

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR WEIGHTED AVERAGE COST OF ACQUISITION

NAME OF SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OFFERED/AMOUNT	WEIGHTED AVERAGE COST OF ACQUISITION (IN ₹ PER EQUITY SHARE) *
NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES			

RISK IN RELATION TO THE FIRST OFFER

This being the first public issue of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is Rs. 10/- each and the Issue Price is 4.1 times of the face value of the Equity Shares. The Issue Price (determined by our Company in consultation with the Lead Manager as stated in "Basis for Issue Price" on page no 117 of this Prospectus) should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity related securities involve a degree of risk and investors should not invest any funds in this issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Prospectus. Specific attention of the investors is invited to the section "Risk Factors" beginning on page no. 18 of this Prospectus.


ISSUER'S ABSOLUTE RESPONSIBILITY

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


LISTING

The Equity Shares of our Company offered through this Prospectus are proposed to be listed on the SME Platform of BSE Limited in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 read with SEBI ICDR (Amendment) Regulations, 2025, as amended from time to time. Our Company has received an approval letter dated March 06, 2026 from BSE Limited (BSE) for using its name in the Prospectus for listing of our shares on the SME Platform of BSE Limited (BSE SME). For the purpose of this Issue, BSE Limited shall be the Designated Stock Exchange.

LEAD MANAGER TO THE ISSUE

NAME & ADDRESS	CONTACT PERSON	EMAIL & TELEPHONE AND WEBSITE
 NOVUS CAPITAL ADVISORS PRIVATE LIMITED (Formerly known as Fast Track Finsec Private Limited)	Ms. Sakshi / Mr. Wajahat Ali Khan	Email: mb@novuscaps.com investor@novuscaps.com Telephone: +91 011 43029809 Website: www.novuscaps.com

REGISTRAR TO THE ISSUE

NAME & ADDRESS	CONTACT PERSON	EMAIL AND TELEPHONE
 SKYLINE FINANCIAL SERVICES PRIVATE LIMITED	Mr. Anuj Rana	Email: viren@skylinerta.com Tel No: +91-11-40450193-97,26812682, 011-26812682; Website: www.skylinerta.com

ISSUE PROGRAMME

BID/ISSUE OPENS ON	Thursday May 21, 2026
BID/ISSUE CLOSE ON	Monday May 25, 2026

IN THE NATURE OF ABRIDGED PROSPECTUS -MEMORANDUM CONTAINING SAILENT FEATURES OF THE PROSPECTUS

This is an abridged prospectus containing salient features of the Prospectus of **Autofurnish Limited** (the “Company”) dated May 14, 2026 filed with the Registrar of Companies Delhi (the “Prospectus”). You are encouraged to read greater details available in the Prospectus, which is available at <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&sm>. Unless otherwise specified all capitalized terms used herein and not specifically defined shall bear the same meaning as ascribed to them in the Prospectus. This abridged prospectus is not for distribution outside of India.

Please ensure that you have read the Prospectus dated May 14, 2026 this abridged prospectus (“Abridged Prospectus”) and the general information document for investing in public offer (“GID”) undertaken through the Fixed Price issue before applying in the Offer. The investors are advised to retain a copy of the Prospectus/ Abridged Prospectus for their future reference. You may obtain a physical copy of the Bid-cum-Application Form and the Prospectus from the Stock Exchanges, Registrar to the Offer, Registrar and Share Transfer Agents (“RTAs”), Collecting Depository Participants (“CDPs”), Registered Brokers, Banker to the Offer, Investors’ Association or Self Certified Syndicate Banks (“SCSBs”). You may also download the Prospectus from the websites of Securities and Exchange Board of India (“SEBI”) at www.sebi.gov.in, National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”, and together with NSE, the “Stock Exchanges”) at www.nseindia.com and www.bseindia.com, respectively, and the website of the Company at www.autofurnish.com and the website of the Book Running Lead Manager at www.novuscaps.com

1. Summary of the primary business.

Autofurnish Limited operates primarily in the B2B segment and is engaged in the design, manufacturing, marketing and sale of automobile accessories, with a core product line that includes body covers and foot mats for both cars and two-wheelers. Over time, Autofurnish has evolved into a one-stop solution for automotive accessories, offering a diverse product portfolio that combines both manufacturing and trading. For further details, please see “Our Business” on page no. 145 of the Prospectus.

a) Business Overview- Product and Services

The Company manufactures various products, including Bike Accessories, Bike Body Covers, Bike Seat Covers, Scooty Mats, Car Body Covers, Car Foot Mats, Car Cushions, Car Display Protectors, Car Organizers, Car Seat Covers, Car Sun Shades and Car Trunk Mats, and is also engaged in the trading of automotive accessories products.

b) Industries Served and Typical Customers

We operate in Automobile accessories segment and our client base mainly comprises wholesalers.

c) Segment Reporting and Revenue Contribution

The table below sets forth our revenue contribution and such revenue as percentage of revenue from operations from each of our business verticals for the Fiscals and period indicated:

(Amount in lakhs)

Segment Wise	Dec 31, 2025		Mar 31, 2025		Mar 31, 2024		Mar 31, 2023	
	Amount	% of revenue from operation	Amount	% of revenue from operation	Amount	% of revenue from operation	Amount	% of revenue from operation
Manufacturing	1,628.70	57.56%	2,433.55	72.95%	400.23	25.16%	777.10	73.39%

Trading	1,140.64	40.31%	871.86	26.13%	1,190.77	74.84%	281.77	26.61%
Other Operating Revenue	60.00	2.12%	30.60	0.92	-	-	-	-
Total	2,829.33	100.00%	3,336.01	100.00%	1,591.00	100.00%	1,058.86	100.00%

For more details in respect of Segment wise revenue breakup, please refer to page no. 153 of prospectus under section titled “Our Business”.

d) Key Geographies

The table below sets forth our revenue segmentation by geographies

(Amount in lakhs)

Year	For the period ended December 31, 2025		For the year ended March 2025		For the year ended March 2024		For the year ended March 2023	
	Revenue from operations	% of Revenue from operation	Revenue from operations	% of Revenue from operation	Revenue from operations	% of Revenue from operation	Revenue from operations	% of Revenue from operation
Andaman & Nicobar Islands	0.12	0.00	-	-	-	-	-	-
Andhra Pradesh	8.24	0.29%	-	-	-	-	-	-
Arunachal Pradesh	0.23	0.01%	-	-	-	-	-	-
Assam	14.33	0.51%	10.83	0.32%	2.34	0.15%	-	-
Bihar	17.25	0.61%	2.73	0.08%	-	-	-	-
Chandigarh	21.57	0.76%	22.92	0.69%	4.54	0.29%	-	-
Chhattisgarh	17.91	0.63%	12.42	0.37%	1.78	0.11%	-	-
Dadra & Nagar Haveli	0.08	0.00%	-	-	-	-	-	-
Delhi	2,150.75	76.02%	2,487.23	74.56%	1,472.80	92.57%	1,050.43	99.20%
Goa	1.18	0.04%	-	-	-	-	-	-
Gujarat	105.43	3.73%	52.46	1.57%	6.43	0.40%	-	-
Haryana	153.24	5.42%	405.83	12.17%	73.76	4.64%	6.57	0.62%
Himachal Pradesh	0.80	0.03%	-	-	-	-	-	-
Jammu & Kashmir	29.50	1.04%	34.9	1.05%	7.8	0.49%	-	-
Jharkhand	10.04	0.35%	1.9	0.06%	-	0.00%	-	-

Karnataka	55.67	1.97%	30.62	0.92%	12.53	0.79%	-	-
Kerala	6.46	0.23%	-	-	-	-	-	-
Ladakh	11.81	0.42%	5.13	0.15%	-	-	-	-
Madhya Pradesh	2.00	0.07%	-	-	1.13	0.07%	-	-
Maharashtra	36.09	1.28%	5.78	0.17%	1.69	0.11%	-	-
Manipur	0.23	0.01%	-	-	-	-	-	-
Meghalaya	0.52	0.02%	-	-	-	-	-	-
Mizoram	0.33	0.01%	-	-	-	-	-	-
Nagaland	0.41	0.01%	-	-	-	-	-	-
Odisha	6.21	0.22%	4.23	0.13%	-	-	-	-
Puducherry	0.43	0.02%	-	-	-	-	-	-
Punjab	21.89	0.77%	22.38	0.67%	1.38	0.09%	-	-
Rajasthan	18.58	0.66%	5.04	0.15%	0.81	0.05%	1.86	0.18%
Sikkim	0.10	0.00	-	-	-	-	-	-
Tamil Nadu	40.34	1.43%	3.78	0.11%	1.27	0.08%	-	-
Telangana	11.80	0.42%	4.42	0.13%	0.35	0.02%	-	-
Tripura	0.13	0.00	-	-	-	-	-	-
Uttar Pradesh	53.01	1.87%	28.54	0.86%	0.7	0.04%	-	-
Uttarakhand	14.49	0.51%	192.41	5.77%	-	0.00%	-	-
West Bengal	18.16	0.64%	2.48	0.07%	1.69	0.10%	-	-
Total	2,829.33	100.00 %	3336.03	100.00%	1591.00	100.00%	1058.86	100.00%

For more details in respect Geographical revenue breakup, please refer to page no. 157 of Prospectus under section titled “Our Business”

e) Revenue Concentration among Top 10 Customers

The table below sets forth the revenue derived from our top 1 customers, top 5 customers and top 10 customers during the following period as indicated below:

(Amt. in Lakhs)

Particulars	December 31, 2025		March 31, 2025		March 31, 2024		March 31, 2023	
	Amount	%*	Amount	%*	Amount	%*	Amount	%*
Top 1 Customer	397.99	14.07%	615.35	18.45%	696.62	43.79%	740.10	69.90%
Top 5 Customers	1217.08	43.02%	1860.57	55.77%	1144.93	71.97%	952.04	89.91%
Top 10 Customers	1,381.93	48.84%	2227.83	66.78%	1499.11	94.22%	1012.19	95.59%

* % from revenue from operations

For more details in respect to top 10 customers, please refer to page no. 152 of Prospectus under section titled “Our Business”

f) Key Facilities

Our Registered office and Manufacturing Facility are situated at K-55, Udyog Nagar, Peeragarhi, Nangloi, West Delhi, India 110041 well equipped with computer systems, internet connectivity, other communication and security etc.

g) Business Strength and Strategies

Strengths:

- i. Experienced promoters and management team
- ii. Wide Range of Products
- iii. Customized Products
- iv. Use of Technology

Strategies

- i. Increase our geographical reach and expand our customer base
- ii. Diversification of our product range
- iii. Pursue Inorganic Growth through Acquisitions

2. Summary of the Industry

The Indian automobile industry serves as a key indicator of economic performance, contributing significantly to both economic growth and technological development. The sector is dominated by the two-wheeler segment in terms of volume, driven by a rising middle class, a young population, and increasing penetration in rural markets.

Additionally, the expansion of logistics and passenger transport sectors has boosted demand for commercial vehicles. Looking ahead, the industry is expected to grow further, supported by emerging trends such as vehicle electrification, especially in three-wheelers and small passenger vehicles.

For further information, see “*Industry Overview*” beginning on page no. 126 of the Prospectus.

3. Promoters

Mr. Puneet Arora and Mr. Ruppal Wadhwa are our Promoters

Mr. Puneet Arora aged 45 years, is a promoter and a Managing Director of our company. He has been associated with our Company since inception i.e. May 05, 2015. He holds degree of Bachelor of Engineering (Computer Science and Engineering) from Maharshi Dayanand University, Rohtak and Master of Business Administration from Indira Gandhi National Open University. He also holds a Certificate of Executive General Management Programme from Indian Institute of Management Bangalore. He has an overall experience of approximately 23 years, including around 12 years in the automotive accessories industry. He was appointed as Managing Director of the Company for a period of 5 years w.e.f. September 30, 2024.

Mr. Ruppal Wadhwa aged 41 years, is a Promoter, Director and Chief Financial Officer of our company. He holds Degree of Bachelor of Commerce from University of Delhi. He has been associated with our company since inception i.e. May 05, 2015. He has overall experience of around 11 years in core automobile accessories of manufacturing and trading. Mr. Ruppal Wadhwa is currently serving as director in Golden Mace Private Limited. He was appointed as Chief Financial Officer of the Company w.e.f. August 28, 2024. For further information, see “*Promoters and Promoter Group*” beginning on page no. 216 of the Prospectus.

4. Object of the offer

The Objects of the Offer are (i) Funding of capital expenditure towards purchase of machinery a; (ii) Funding of working capital; and (iii) General Corporate Purposes.

S. No	Fund Raise Objective	Description	Amount (Rs Lakhs)
1.	Capital Expenditure	Purchase of new machineries	188.90
2.	Working Capital	To meet day-to-day operating requirements, including procurement of inventory, vendor payments, and other short-term funding needs	930.00

3.	General Corporate Purpose	Business growth, technology upgrades, administrative needs	196.11*
	Total		1315.01

* The amount utilized for general corporate purposes shall not exceed 15% of the amount raised by our Company or Rs. 10 Cr, whichever is lower.

For further information, see “Objects of the Offer” beginning on page no. 101 of the Prospectus.

5. Pre-Offer and post-offer shareholding of our Promoters (also the Promoter Selling Shareholders), members of the Promoter Group and top 10 Shareholders

The aggregate shareholding, of each of the Promoters (also the Promoter Selling Shareholders), members of our Promoter Group and top 10 Shareholders (other than our Promoters and members of our Promoter Group) as on the date of Prospectus and as at allotment is set out below:

Sr. No.	Name of Shareholder	Pre- Issue Shareholding as at the date of Advertisement		Post-Issue shareholding	
		Number of Equity Share (2)	Share Holding (in %) (2)	At the issue price (₹ 41.00/-)	
				Number of Equity Shares (2)	Share Holding (in %) (2)
Promoters					
1.	Ruppal Wadhwa	46,33,832	46.55	46,33,832	34.28
2.	Puneet Arora	46,33,798	46.55	46,33,798	34.28
	Total (A)	92,67,630	93.10	92,67,630	68.56
Promoter Group					
3.	Chavi Wadhwa	34	Negligible	34	Negligible
4.	Usha Wadhwa	34	Negligible	34	Negligible
5.	Shally Arora	34	Negligible	34	Negligible
6.	Vanshaj Arora	34	Negligible	34	Negligible
7.	Rekha Arora	34	Negligible	34	Negligible
	Total (B)	170	Negligible	170	Negligible
Additional Top 10 Shareholders					
8.	Satish Kumar Gupta (HUF)	1,00,000	1.00	1,00,000	0.74
9.	Anita Jain	55,251	0.56	55,251	0.41
10.	Lalit Kumar Wadhwa	50,000	0.50	50,000	0.37
11.	Manish Grover	50,000	0.50	50,000	0.37
12.	Kumkum Gupta	40,000	0.40	40,000	0.30
13.	Marvel Puri	35,000	0.35	35,000	0.26
14.	Kusum Khandelwal	35,000	0.35	35,000	0.26
15.	Pramesh Goyal	35,000	0.35	35,000	0.26
16.	Parag Gupta	34,500	0.35	34,500	0.26
17.	Abhishek Aggarwal	34,500	0.35	34,500	0.26
	Total (C)	4,69,251	4.71%	4,69,251	3.47%
Other Public Shareholders					
18.	Tejal Khanna	34,483	0.35	34,483	0.26
19.	Rachit Choudhary	34,483	0.35	34,483	0.26
20.	Atul Garg	20,000	0.20	20,000	0.15
21.	Kapil Dhuparhuf	20000	0.20	20000	0.15
22.	Ruchi Agarwal	17,500	0.18	17,500	0.13
23.	Dimple Mittal	17241	0.17	17241	0.13

24.	Santosh Ahuja	12,500	0.13	12,500	0.09
25.	Sunita Goel	12,500	0.13	12,500	0.09
26.	Ashok Jain	10526	0.11	10526	0.08
27.	Sumit Gupta	10000	0.10	10000	0.07
28.	Yash Nagpal	7,000	0.07	7,000	0.05
29.	Satvik Bhateja	6000	0.06	6000	0.04
30.	Rohit Sharma	5,000	0.05	5,000	0.04
31.	Rahul Sharma	4250	0.04	4250	0.03
32.	Mohit Khanna	3,500	0.04	3,500	0.03
33.	Lakshay Gupta	1,724	0.02	1,724	0.01
34.	Devendar Agarwal	750	0.01	750	0.01
Total (D)		2,17,457	2.19%	2,17,457	1.62
Total (A+B+C+D)		99,54,508	100.00%	99,54,508	73.65%

Notes:

- 1) The Promoter Group shareholders are Chavi Wadhwa, Usha Wadhwa, Shally Arora, Vanshaj Arora and Rekha Arora.
- 2) Includes all options that have been exercised until date of prospectus
- 3) Based on the Issue price of ₹41 and subject to finalization of the basis of allotment.
- 4) There are no selling shareholders in our Company.

6. Summary of Restated Financial Information

(amount in ₹ lakhs, unless otherwise disclosed)

Particulars	As at and for the nine months period ended December 31, 2025*	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Equity Share Capital	995.45	995.45	51.00	51.00
Net worth	1756.92	1471.03	907.17	749.63
Revenue	2829.33	3336.01	1591.00	1058.86
EBITDA	479.00	510.53	282.48	85.36
Profit after tax	282.73	345.76	160.44	15.78
Earnings per Share (In ₹) Basic	2.84	3.83	1.85	0.18
Earnings per Share (In ₹) Diluted	2.84	3.83	1.85	0.18
Return on Equity / Net Worth	16.09%	23.50%	17.69%	2.10%
Net Asset value per Share (Post Bonus)	17.65	14.78	10.60	8.65
Total borrowings	1062.98	532.96	296.92	298.37
Cash flow from operating activities	(434.85)	(323.08)	79.28	(28.13)
Cash flow from investing activities	(23.20)	(9.39)	(40.92)	(21.87)
Cash flow from financing activities	434.80	370.60	(35.49)	3.61

*Not annualized

7. Summary of Key Performance Indicators

Particulars	Period ended December 31, 2025	Financial Year ended March 31, 2025	Financial Year ended March 31, 2024	Financial Year ended March 31, 2023
Revenue from operations ⁽¹⁾	2,829.33	3,336.01	1,591.00	1,058.86
Growth in Revenue from Operations ⁽²⁾	-15.19%	109.68%	50.26%	-
Revenue CAGR (%) from F.Y.2023-2025		77.50%		
EBITDA ⁽³⁾	479.00	510.53	282.48	85.36
EBITDA (%) Margin ⁽⁴⁾	16.93%	15.30%	17.75%	8.06%
EBITDA Growth Period on Period ⁽⁵⁾	-6.18%	80.73%	230.92%	-
EBITDA CAGR (%) from F.Y.2023-2025	-	144.56%		
ROCE (%) ⁽⁶⁾	21.34%	33.74%	28.10%	6.84%
Current Ratio ⁽⁷⁾	2.73	2.97	2.27	1.94
Operating Cash flow ⁽⁸⁾	(434.85)	(323.08)	79.28	(28.13)
PAT ⁽⁹⁾	282.74	345.76	160.44	15.78
ROE/ RONW ⁽¹⁰⁾	16.09%	23.50%	17.69%	2.10%
EPS ⁽¹¹⁾ (after considering bonus)	2.84	3.83	1.85	0.18

Notes:

- (1) Revenue from operations is the total revenue generated by our Company.
- (2) Growth in Revenue in percentage, Year on Year
Revenue CAGR: The three-year compound annual growth rate in Revenue.
 $[(\text{Ending Value}/\text{Beginning Value})^{(1/N)}]-1$
- (3) EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses
- (4) EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations
- (5) EBITDA Growth Rate Year on Year in Percentage
EBITDA CAGR: The three-year compound annual growth rate in EBITDA.
 $[(\text{Ending Value}/\text{Beginning Value})^{(1/N)}]-1$
- (6) ROCE: Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus debt
- (7) Current Ratio: Current Asset over Current Liabilities
- (8) Operating Cash Flow: Net cash inflow from operating activities.
- (9) PAT is mentioned as PAT for the period
- (10) ROE/RONW is calculated PAT (including minority interest transfer) divided by closing shareholders' equity
- (11) EPS is mentioned as EPS for the period as adjusted with bonus shares

8. Risk Factors

- 1) Our manufacturing operations were temporarily discontinued in the past, which adversely affected our business, results of operations, financial condition, and cash flows, and similar disruptions in the future may have a material adverse effect.
- 2) We derive a significant part of our revenue from selected customers. If one or more of such customers choose not to source their requirements from us, our business, financial condition and results of operations may be adversely affected.
- 3) Our business is manpower intensive and any unavailability of our employees or shortage of labour or any strikes, work stoppages, increased wage demands by workmen or changes in regulations governing hiring of labour may have an adverse impact on our cash flows and results of operations.
- 4) We rely on affidavits provided by our promoter group and group companies regarding shareholding in other entities.
- 5) Our profitability has significantly increased in recent periods, and there is no assurance that we will be able to sustain such growth in the future.
- 6) There have been instances of delayed filings and erroneous filings of certain forms which were required to be filed as per the reporting requirements under the Companies Act, 2013 to ROC.
- 7) Our manufacturing operations were previously disrupted due to commercial disputes, which impacted our product-wise revenue mix and capacity utilization, and any recurrence of such issues may adversely affect our business.
- 8) We do not have documentary evidence for the acquisition of the business of M/s. Autofurnish, the proprietorship concern, into our Company, which may expose us to potential risks relating to historical performance, compliance, and liabilities.
- 9) Our Company has filed a compounding application in relation to Private Placement under Section 42 of the Companies Act, 2013.
- 10) Major proportion of our revenue from operations derives from the state of Delhi. Any adverse changes in the conditions affecting these regions can adversely affect our business, financial condition and results of operations.

9. **Details of weighted average cost of acquisition of Equity Shares of our Promoters**

The weighted average cost of acquisition of Equity Shares in last 12 months of our Promoters is as follows:

Particulars	No. of Equity share held as on date	Average cost of acquisition per Equity Share (in ₹)	WACA per Equity Shares acquired in last one year
Ruppal Wadhwa	46,33,832	3.19	41
Puneet Arora	46,33,798	3.19	41

Weighted average cost of acquisition for last 3 year:

Date of Allotment	No. of equity shares allotted	Face Value	Issue Price (including premium)	Nature of Consideration	Nature of Allotment	Total Consideration (In Rs.)
28.08.2024	517,690.00	10	29	Cash	Right Issue	15,013,010.00
18.12.2024	169,018.00	10	29	Cash	Private Placement	4,901,522.00
27.03.2025	597,800.00	10	41	Other than cash	Preferential allotment pursuant to share swap agreement	24,509,800.00
Total Shares	1,284,508.00			Total consideration		44,424,332.00
Weighted Average No. of shares						10,44,333
Weighted Average Cost of Acquisition						42.54

Weighted Average cost of acquisition for last 12 months:

Date of Allotment	No. of equity shares allotted	Face Value	Issue Price (including premium)	Nature of Consideration	Nature of Allotment	Total Consideration (In Rs.)
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NIL

10. Board of Directors and Key Managerial Personnel.

Sr. No	Name	Designation
Directors		
1	Puneet Arora	Managing Director
2	Ruppal Wadhwa	Executive Director
3	Sourav	Independent Director
4	Neha Sharma	Independent Director
5	Vipul Vashisht	Non-Executive Director
Key Managerial Personnel		
1	Ruppal Wadhwa	Chief Financial Officer
2.	Srishti Narang	Company Secretary

For further details in relation to our Board of Directors, see “*Our Management*” beginning on page no. 202 of the Prospectus.

11. Auditor Qualifications

The Statutory Auditors of our Company have not expressed any qualification, reservation, adverse remark, matter of emphasis, or other observation on our financial statements for the periods covered in the Prospectus.

12. Summary Table of outstanding litigation

A summary of outstanding litigation proceedings involving our Company, Directors, Promoters, Subsidiaries, Key Managerial Personnel and Senior Management as on the date of the Prospectus, in accordance with the SEBI ICDR Regulations and the Materiality Policy, is provided below:

(Rs. in lakhs)

Sr. No.	Name of individual/entity	Criminal Proceedings	Tax proceedings	Statutory/Regulatory proceeding	Disciplinary actions by the SEBI or stock Exchanges against our Promoters	Material civil litigation	Aggregate amount involved
1.	Company						
	By the Company	1.07	Nil	Nil	Nil	Nil	1.07
	Against the Company	Nil	Nil	Nil	Nil	Nil	Nil
2.	Directors (Other than Promoters)						
	By the Directors	Nil	Nil	Nil	Nil	Nil	Nil
	Against the Directors	Nil	Nil	Nil	Nil	Nil	Nil
3.	Promoters						
	By the Promoters	Nil	Nil	Nil	Nil	Nil	Nil
	Against the Promoters	6.39	Nil	Nil	Nil	Nil	6.39
4.	Subsidiaries						
	By the Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil

	Against the Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil
5.	Group Companies						
	By the Group Companies	Nil	Nil	Nil	Nil	Nil	Nil
	Against the Group Companies	Nil	Nil	Nil	Nil	Nil	Nil
6.	KMP						
	By the KMP	Nil	Nil	Nil	Nil	Nil	Nil
	Against the KMP	Nil	Nil	Nil	Nil	Nil	Nil

*For further details, see “**Outstanding Litigation and Material Developments**” on page no. 287 of the Prospectus.*

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or any state securities laws in 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 in accordance with any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in ‘offshore transactions’ in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such offers and sales are made.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Bidders are advised to ensure that any Bid from them does not exceed investment limits or the maximum number of Equity Shares that can be held by them under applicable law. Further, each Bidder where required must agree in the Allotment Advice that such Bidder will not sell or transfer any Equity Shares or any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than in accordance with applicable laws.