

ANNEXURE III

Date: September 29, 2025

Securities and Exchange Board of India

The Chief General Manager,
Division of Issues & Listing,
Plot No.C4-A, 'G' Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051, Maharashtra.

Dear Sir/Madam,

RE: PROPOSED INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH OF ARJUN JEWELLERS LIMITED FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [●] PER EQUITY SHARE) AGGREGATING UP TO ₹ 1,800 MILLION. THE ISSUE COMPRISES A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 1,800 MILLION. THE ISSUE WOULD CONSTITUTE [●] %, RESPECTIVELY, OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL.

We, Saffron Capital Advisors Private Limited as the Book Running Lead Manager (“BRLM”) to the above-mentioned Issue, state and to the above-mentioned Issue, state and confirm that:

- (1) We have examined various documents including those relating to litigation, including commercial disputes, intellectual property disputes, etc. and other material in connection with the finalization of the draft red herring prospectus dated September 29, 2025 (“DRHP”) pertaining to the said Issue; - **Complied with to the extent applicable.**
- (2) On the basis of such examination and the discussions with the Company, its Promoters, its Directors and other officers, other agencies and independent verification of the statements concerning the objects of the Issue, price justification, contents of the documents and other papers furnished by the Company, we confirm that:
 - (a) the DRHP filed with the Securities and Exchange Board of India (“SEBI”) is in conformity with the documents, materials and papers which are material to the Issue;
 - (b) all material legal requirements relating to the Issue as specified by SEBI, the Central Government and any other competent authority in this behalf have been duly complied with; and
 - (c) the material disclosures made in the DRHP are true and adequate to enable the investors to make a well-informed decision as to the investment in the proposed Issue and such disclosures are in accordance with the requirements of the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and other applicable legal requirements.
- (3) Besides ourselves, all the intermediaries named in the DRHP are registered with the SEBI and that until date, such registrations is valid. - **Complied with and noted for compliance.**
- (4) We have satisfied ourselves about the capability of the underwriters to fulfil their underwriting commitments. – **Noted for compliance.**

- (5) Written consent from the Promoters of the Company has been obtained for inclusion of his/its Equity Shares as part of the promoters' contribution subject to lock-in and the Equity Shares proposed to form part of the promoters' contribution subject to lock-in, shall not be disposed or sold or transferred by the Promoter during the period starting from the date of filing the DRHP with the SEBI until the date of commencement of lock-in period as stated in the DRHP. - **Complied with and noted for compliance.**
- (6) All applicable provisions of the SEBI ICDR Regulations, which relates to Equity Shares ineligible for computation of promoters' contribution, have been and shall be duly complied with and appropriate disclosures as to compliance with the said regulation(s) have been made in the DRHP. - **Complied to the extent applicable and noted for compliance.**
- (7) All applicable provisions of the SEBI ICDR Regulations which relate to receipt of promoters' contribution prior to opening of the Issue, shall be complied with and appropriate disclosures as to compliance with the said SEBI ICDR Regulations have been made in the DRHP. Arrangements have been made to ensure that promoters' contribution shall be received at least one day before the opening of the Issue and the auditor's certificate to this effect shall be duly submitted to the SEBI. We further confirm that arrangements have been made to ensure that the promoter's contribution will be kept in an escrow account with a scheduled commercial bank and shall be released to the Company along with the proceeds of the Issue. - **Applicable**
- (8) Necessary arrangements have been made to ensure that the monies received pursuant to the Issue are credited or transferred in a separate bank account as per the provisions of sub-section (3) of Section 40 of the Companies Act, 2013 and that such moneys shall be released by the said bank only after permission is obtained from all the stock exchanges and that the agreement entered into between the Bankers to the Issue and the Company specifically contains this condition. - **Noted for compliance.**
- (9) The existing business as well as any new business of the Company for which funds are being raised fall within the 'main objects' in the object clause of the Memorandum of Association of the Company or the charter of the Company and that the activities which have been carried in the last ten years are valid in terms of the object clause of the Memorandum of Association. **Complied with to the extent applicable and noted for compliance.**
- (10) Following disclosures have been made in the DRHP: -
 - (a) An undertaking from the Company that at any given time, there shall be only one denomination for the Equity Shares of the Company; **Complied with to the extent applicable and noted for compliance.**
 - (b) An undertaking from the Company that it shall comply with all disclosure and accounting norms specified by the SEBI. **Complied with and noted for compliance**
- (11) We shall comply with the regulations pertaining to advertisements in terms of the SEBI ICDR Regulations. - **Noted for compliance.**
- (12) If applicable, the entity is eligible to list on the innovators growth platform in terms of the provisions of Chapter X of SEBI ICDR Regulations. - **Not applicable.**

We enclose a note explaining how the process of due diligence has been exercised by us in relation to the business of the Company, the risks in relation to the business, experience of the Promoters and that the related party transactions entered into for the period disclosed in the DRHP have been entered into by the Company in accordance with applicable laws - **Complied with to the extent applicable. Refer to the Due Diligence Process Note enclosed as Annexure III-A to this certificate.**

We enclose a checklist confirming regulation-wise compliance with the applicable provisions of the SEBI ICDR Regulations, containing details such as the regulation number, its text, the status of compliance, page number of the DRHP where the regulation has been complied with and our comments, if any. – **Complied with. Refer to Annexure III-B to this certificate.**

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to such terms in the DRHP.

Thanking you,

Sincerely,

Saffron Capital Advisors Private Limited



Authorised Signatory

Name: Amit Wagle

Designation: Executive Director

Enclosed: Annexures as above

Place: Mumbai

ANNEXURE IIIA

Note explaining how the process of due diligence has been exercised

In connection with the draft red herring prospectus dated September 29, 2025, we, the BRLM, have carried out a due diligence exercise on the Company for the purposes of complying with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”) and other applicable laws, and to the extent customary for initial public offerings in India, along with other professionals and experts engaged in connection with the Issue.

The due diligence process carried out by us and the Legal Counsel (hereinafter defined) commenced with physical and virtual interactions with the Promoters, Directors, Key Managerial Personnel and other members of the senior management of the Company to gain an understanding of the business of the Company, key risks involved, background of the Promoters and financial overview, among other matters. In this regard, we provided the Company with a due diligence questionnaire and information request list prepared in consultation with legal counsel. In response to the questionnaire and the information requisition list, the Company provided us and the Legal Counsel with supporting documents in accordance with the questionnaire for our review and provided us explanations for our queries. In order to facilitate such review, the Company set up an online data room and wherein copies of relevant documents were made available for undertaking due diligence.

All capitalized terms used herein and not specifically defined shall have the same meanings ascribed to such terms in the draft red herring prospectus dated September 29, 2025. (“**DRHP**”).

In connection with the Issue, Desai & Diwanji, legal counsel to the Company (the “**Legal Counsels**”) assisted with due diligence, drafting of the DRHP in compliance with the SEBI ICDR Regulations and other applicable laws, and advised the Company and BRLM on other legal matters, as applicable.

The Book Running Lead Manager were also assisted by the statutory auditors of the Company, M/s, Vagharia & Lakhani LLP, Chartered Accountants (“**Statutory Auditor**”) in the financial due diligence process.

The Statutory Auditors have provided the Restated Financial Information of the Company, as at and for the years ended March 31, 2025, March 31, 2024 and March 31, 2023 and verified certain matters relating to eligibility to undertake the Issue under Regulation 6(2) of the SEBI ICDR Regulations, and compliance with corporate governance requirements by the Company and has provided a statement of possible special tax benefits available to the Company.

Further, the Statutory Auditors have assisted us by verifying and providing certifications with respect to certain information included in the DRHP, including, outstanding dues, related party transactions, contingent liabilities and tax litigation, auditor reservation and qualifications, remuneration of Directors, Key Managerial Personnel, and Senior Management, certifications on the weighted average cost of acquisition by the Promoters for certain specified periods, average cost of acquisition of Equity Shares by the Promoters, change in accounting policies, other financial information, certificate on capitalisation, Financial indebtedness, insurance coverage, utilisation of loan, object of issue, trade receivable, CSR expenditure, weighted average price at which Equity Shares were acquired by the Promoters in the preceding one year, and weighted average price of Equity Shares transacted in the last 3 years, 18 months and 1 year prior to the date of filing the DRHP of all shareholders, certifying the key performance indicators included in the “*Basis for Issue Price*” section of the DRHP, compliance with the (i) Securities and Exchange Board of India (Framework for Rejection of Draft Offer Documents) Order, 2012; (ii) Securities and Exchange Board of India (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order, 2020 and (iii) Securities and Exchange Board of India Prohibition on Raising Further Capital from Public and Transfer of Securities of Suspended Companies) Order, 2015, and operational and other parameters disclosed in the DRHP.

The Statutory Auditor have confirmed that they hold valid a peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India and have consented to be named in the Issue Documents. The Statutory Auditor have also consented to be named as an expert in the DRHP, in terms of the Companies Act, 2013.

The Company has also placed reliance on the report titled the report “*Research Report on Gems & Jewellery sector in India*” dated September 18, 2025 (“**D&B Report**”) commissioned and paid for by the Company and prepared by Dun & Bradstreet, appointed by our Company pursuant to an order letter dated July 14, 2025 (“**D&B**”) Report has been commissioned and paid for by the Company exclusively for the purposes of the Issue.

The due diligence process included, and was conducted under the following broad heads:

1. **Business and Commercial Due Diligence**

The due diligence process in relation to general business and commercial matters included:

- (a) organizing and attending meetings (including the kick-off meeting) with the Company to develop an understanding the business, industry, history and other matters of the Company. The meetings were attended by the representatives of Company, BRLM, Legal Counsel and the Statutory Auditor . A broad overview of the business of the Company, industry in which it operates, regulatory framework with respect to the business, corporate structure, the capital structure, background and experience its Promoters, financial overview and the objects of the Issue were presented to us and the legal counsels during the meeting followed by an interactive discussion;
- (b) visiting the Company’s Registered Office and Showrooms in Rajkot in the state of Gujarat to review the Company’s operations, discussions with the Company’s representatives to understand the nature of the business and interacting with the Promoters, Key Management Personnel and other officers of the Company to understand its day-to-day operations, key business processes and to verify the disclosures being made in the DRHP;
- (c) Requesting the Company to provide all relevant documents in the virtual data room and/or over e-mails based on the due diligence requirements and requirements under applicable law, including the SEBI ICDR Regulations, and reviewing such documents along with the Legal Counsel, as is customary in such transactions.
- (d) Regularly interacting with the Company’s senior management including Key Management Personnel and other senior personnel from the Company’s secretarial, legal and finance departments and the Statutory Auditor for the purpose of gaining an understanding about the business, the risks involved and the financial overview of the Company, amongst other matters. These interactions included: (i) due diligence calls and meetings, drafting sessions and conference calls to discuss draft disclosures in the DRHP; (ii) seeking appropriate clarifications from the Key Management Person, Senior Management and other officers of the Company on key financial and operational data and other information pertaining to the Company; (iii) due diligence calls with the Statutory Auditor; (iv) discussions with the Company and the Statutory Auditor on related party transactions involving the Company; and (v) bring down due diligence calls to receive updated information from the Company before filing the DRHP; (vi) seeking appropriate certifications from the Company, its Promoters, its Directors, Promoter Group, Key Managerial Personnel, Senior Management Personnel and Statutory Auditor. These interactions were conducted with an objective of assisting the Company to prepare disclosures as required under the SEBI ICDR Regulations and other applicable laws with regard to the Issue. We shall continue to undertake these interactions and due diligence calls until closure of Issue;
- (e) Requesting the Company to make available the diligence documents in the virtual data room for the purposes of due diligence, including pursuant to requirements prescribed under the SEBI ICDR Regulations. Reviewing such documents along with the legal counsel, to comply with the diligence requirements as stipulated under the SEBI ICDR Regulations, and the other applicable laws, as is

customary in such transactions. Assisting the Company to make available due diligence documents in a virtual data room or share through e-mails and reviewing those documents along with the legal counsel, to comply with the diligence requirements as stipulated under the SEBI ICDR Regulations, and the other applicable laws, as is customary in such transactions;

- (f) obtaining and relying on certificates, confirmations, formal representations and undertakings from the Company, Promoters, Directors, members of the Promoter Group, Key Managerial Personnel, Senior Management Personnel and the Statutory Auditor and Independent Practicing Company Secretary, in support of certain disclosures made in the DRHP.
- (g) Assisting the Company in obtaining an industry report from Dun & Bradstreet Research for disclosure in the sections entitled “*Summary of the Issue Document*”, “*Risk Factors*”, “*Industry Overview*” “*Our Business*” and “*Management’s Discussion and Analysis of Financial Condition and Results of Operations*” in the DRHP. Further, we coordinated with the Company to ensure that necessary consent was obtained from to disclose the contents of the D&B Research in the DRHP;
- (h) reviewing, together with the legal counsel, certain business-related documents like invoices, certain business agreements/ arrangements and licenses. Where such invoices were large in number and mostly standard in form, we have carried out our review on specific or sampling basis to verify the disclosures made in this regard in the DRHP;
- (i) for certain information, relying on management certificates from the Company for compliance with the SEBI ICDR Regulations;
- (j) obtaining circle-ups from the Statutory Auditor on certain financial information and certification for the operational data and certain financial related information included in the DRHP, including details of the amounts outstanding to small scale undertakings, material creditors and other creditors of the Company, non-payment of statutory dues by the Company, compliance with corporate governance requirements by the Company, among others, as applicable; and
- (k) Attending the bring-down due diligence calls with the Statutory Auditor and the management of the Company to receive updated information from the Company prior to filing of the DRHP.
- (l) The BRLM also visited the Company’s operational facilities to understand the Company’s operations and key business processes. Geo tagged pictures and videos were obtained at the sites inspected by the BRLM.

2. **Industry Information**

We have relied on industry and market data derived from Industry Report titled “*Report on Gems and Jewellery Sector in India*” dated September 18, 2025, which has been prepared and released by Dun & Bradstreet for the purposes of confirming our understanding of the industry, in connection with the Issue. The information contained in certain sections of the DRHP, including “*Summary of the Issue Document*”, “*Risk Factors*”, “*Industry Overview*” “*Our Business*” and “*Management’s Discussion and Analysis of Financial Condition and Results of Operations*” has been included from such report. The report has been included as a material document for inspection by the public in the section “*Material Contracts and Documents for Inspection*” of the DRHP and will be available on the website of the Company.

3. **Outstanding Litigation and Outstanding Dues to Creditors**

Outstanding Litigation

In accordance with SEBI ICDR Regulations, the DRHP contains disclosures on outstanding (i) criminal proceeding; (ii) action taken by regulatory or statutory authorities; (iii) claims related to direct and indirect taxes in a consolidated manner; and (iv) other pending litigation as determined to be material as per a policy determined by the Board of Directors, in each case involving the Company, Promoters and Directors of the Company, as applicable (“**Relevant Parties**”).

- (a) **Pre-litigation notices:** Notices received by the Relevant Parties from third parties (excluding statutory/regulatory/tax authorities or notices threatening criminal action) have not been evaluated for materiality until such time that the Relevant Parties are impleaded as defendants in litigation proceedings before any judicial forum; and

Monetary threshold for civil litigation: Pursuant to SEBI ICDR Regulations, for the purposes of disclosure in the Issue Document, the Board of Directors of the Company on September 3, 2025 has adopted aforementioned materiality policy for identification of pending/outstanding civil litigations involving the Company, Promoters and Directors, other than criminal proceedings, statutory or regulatory actions and taxation matters. In terms of the Materiality Policy, any pending/outstanding civil litigation involving the Relevant Parties will be considered as material civil litigation (“**Material Civil Litigation**”) (i) two percent of turnover, for the most recent financial year as per the restated financial information; or (ii) two percent of net worth, as at the end of the most recent financial period as per the Restated Financial Information; or (iii) five percent of the profit or loss after tax in the most recently completed fiscal as per the Restated Financial Information i.e., March 31, 2025, whichever is lower.

A risk factor on the outstanding litigation in the DRHP titled “***Our Company, Promoters and Directors are parties to certain legal proceedings. Any adverse decision in such proceedings may have a material adverse effect on our business, results of operations and financial condition.***” have been included in the “**Risk Factors**” section of the DRHP, in accordance with the SEBI ICDR Regulations.

Further, please note that outstanding legal proceedings in relation to direct and indirect taxes have been disclosed in a consolidated manner giving details of number of cases and total amount involved, in compliance with the SEBI ICDR Regulations.

The Company has provided a statement along with the relevant supporting documents for cases involving the Company for review by the legal counsel. With respect to the litigation involving the Promoters, Directors of the Company, relevant certificates have been received from the Promoters, Directors of the Company based on which appropriate disclosures have been included in the DRHP, wherever applicable.

Further, in relation to the litigations involving the Company, Promoters, Directors of the Company pertaining to taxation matters, we have relied upon the certificate provided by the Statutory Auditor to determine the total number of tax litigations along with the respective amount. Further, we have had discussions with the management of the Company on the status of various pending cases involving the Company.

Outstanding dues to creditors

For the purposes of disclosures of outstanding dues to creditors in the DRHP, outstanding dues to trade creditors of the Company which exceeds 5% of the total trade payables of the Company as per the most recently completed fiscal as per the Restated Financial Statements, being ₹ 7.63 million based on the latest Restated Financial Statements of the Company, have been disclosed as ‘material creditors.’ Details of material creditors, micro, small and medium enterprises and other creditors, have been disclosed in the DRHP, separately giving number of creditors and amount due. Details pertaining to the outstanding dues towards material creditors as on March 31, 2025 have also been made available on the website of the Company.

4. *Company, Promoters, Directors, Promoter, Promoter Group, Key Managerial Personnel and Senior Management Personnel of the Company.*

We have obtained relevant documents and certifications from the Company, Promoters, Directors, Promoter Group, Key Management Personnel and Senior Management of the Company, for disclosures relating to them in the DRHP for compliance with the SEBI ICDR Regulations.

In relation to disclosures of the educational qualification and professional experience of the Directors, Key Managerial Personnel and Senior Management Personnel in the DRHP, we have relied on the relevant transcripts, degree certificates and experience certificates issued to them, wherever made available to us. For the purposes of making certain disclosures with respect to the Promoters, members of the Promoter Group, Directors, Key Managerial Personnel and Senior Management, we have obtained consents and certifications from the relevant entities/ persons. We also interacted with the relevant parties to assist them to understand the requirements of law and disclosures.

In addition, we have received the following confirmations from each of the respective persons/entities:

1. The Company, Promoters, Directors and members of the Promoter Group have not been prohibited from accessing or operating in the capital markets or restrained from buying, selling or dealing in securities under any order or direction passed by SEBI.
2. The Company, Promoters and Directors have not been declared as Wilful Defaulters or Fraudulent Borrowers by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by the RBI.
3. The Company, Promoters and members of the Promoter Group has complied with the Companies (Significant Beneficial Ownership) Rules, 2018, to the extent in force and applicable, as on the date of the DRHP.
4. The companies with which the Promoter or the Directors are or were associated as promoters are not or have not been debarred from accessing the capital market under any order or directions made by SEBI or any other regulatory or governmental authority.
5. The Directors are not (i) directors on the board of other listed companies whose shares have been / were delisted or suspended from being traded on any Stock Exchange during the period of five years before filing of the DRHP with SEBI, and (ii) they are not currently or previously on the board of a listed company whose shares have been or were delisted from being traded on any stock exchange.

Further, we have also carried out searches on websites such as 'Watchout Investors' and 'CIBIL' for the Company, the Directors, the Promoters and the members of the Promoter Group. Also, we and the Legal Counsel also conducted due diligence calls with the Management to discuss the disclosures in the DRHP as well certain other questions regarding their audit and verification procedures.

We have also received confirmation from the Company that none of its Promoters or Directors are 'fugitive economic offenders' as per the definition in SEBI ICDR Regulations. Confirmations have also been obtained from the Company, Promoters and members of the Promoter Group in respect of their compliance with the Companies (Significant Beneficial Ownership) Rules, 2018, to the extent in force and applicable, as on the date of the DRHP. Further, we have also received confirmations from each of the Company, Promoters and the Directors that they have not been declared as 'Fraudulent Borrowers' by the lending banks or financial institution or consortium, in terms of RBI master circular dated July 1, 2016.

5. *Financial Information of the Company*

We conducted due diligence on financial matters, which included meetings and due diligence calls with the Statutory Auditor, discussion with the finance team of the Company and legal counsel, review of the Statutory Auditors reports and other related documents. The Statutory Auditor have issued examination

report on the restated financial statements for Fiscals 2025, 2024 and 2023 (“**Restated Financial Statements**”).

The Statutory Auditors provided the restated financial information of the Company which was prepared in accordance with the Indian Accounting Standards (“**Ind AS**”), the Companies Act, 2013, the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India, and other regulations and restated in accordance with the SEBI ICDR Regulations, for the Fiscals 2025, 2024 and 2023.

We reviewed the Restated Financial Statements of the Company and the Statutory Auditor examination reports and obtained certifications with respect to certain financial information included in the DRHP from the Statutory Auditor. We also had extensive discussions with the Statutory Auditor on the form and manner of the reports and certifications required for such financial information contained in the DRHP. Further, the Statutory Auditor were required to review the financial information relating to the Company in the DRHP and has delivered a comfort letter along with circle-up confirmation to the Book Running Lead Manager confirming the accuracy of the financial information contained in the DRHP. The comfort letters will be re-issued or brought down by the Statutory Auditor at certain future dates during the course of the Issue. The Statutory Auditor has also provided the statement of possible special tax benefits available to the Company, and its Shareholders for inclusion in the DRHP and we have relied on same. For the details pertaining to outstanding borrowings of the Company as on August 31, 2025, we have relied on the certificate issued by the Statutory Auditor.

In addition, as per the requirements of the SEBI ICDR Regulations, the Company has uploaded the audited financial statements of the Company for past three (3) fiscals on its website at <https://arjunjewellers.in/>.

We have reviewed the certificate provided by the Statutory Auditor on computation of the Company’s operating profit/loss, each on a restated basis, to assess the ineligibility of the Company to undertake the Issue under Regulation 6(2) of the SEBI ICDR Regulations

6. **Disclosure of Key Performance Indicators**

The DRHP includes the operational and financial key performance indicators (KPIs) in relation to the Company. The financial KPIs have been derived from the Restated Financial Information for Fiscals 2025, 2024 and 2023. The KPIs set forth below, have been approved by the Audit Committee pursuant to its resolution dated September 29, 2025 and the Audit Committee has confirmed that other than the KPI set out, the Company has not disclosed any other KPIs to investors at any point of time during the three years period prior to the date of the Draft Red Herring Prospectus. Additionally, the KPIs have been subjected to verification and certification by, Vaghasia & Lakhani LLP., Chartered Accountants, by their certificate dated September 28, 2025. Such certificate issued by the Statutory Auditors of the Company in relation to the KPIs will form part of the section “*Material Contracts and Documents for Inspection*” and will be available for public inspection from the date of filing of the RHP with the RoC until the Bid/Issue Closing Date.

7. **Financial Indebtedness**

In relation to the information disclosed in summarized form in the section “*Financial Indebtedness*” of the DRHP, the relevant sanction letters and agreements issued by the lenders as well as other financing related documents were made available. On the basis of our review, relevant intimations were made to and consent was obtained from the relevant lenders in connection with the corporate actions related to the Issue, as required under the arrangements with such lenders. The BRLM have also relied on a certificate from the Statutory Auditors to ascertain the amount of sanctioned and outstanding borrowings of the Company as of August 31, 2025, as disclosed in the section “*Financial Indebtedness*” of the DRHP.

8. **Objects of the Issue**

The Company intends to utilise the net proceeds from the Issue towards (i) Funding Inventory cost towards setting-up of three new stores in Saurashtra; and (ii) General corporate purposes.

Since the main objects of the Issue is to fund inventory costs towards setting up three stores, BRLM visited the two proposed new stores, which are in Rajkot. One location of Morbi was identified later for which we have arranged geotagged photos of location since agreement was executed on September 25, 2025. BRLM team took geo tagged pictures of all the two new stores and also obtained and reviewed copy of the lease agreements for these stores. BRLM team analysed the inventory cost of the company for last three financial years and also had a detailed discussion with the management of the Company and their understanding about the growth potential through these new stores. BRLM team also obtained necessary certifications from the Statutory Auditor of the Company regarding average inventory cost for the past three financial years and also for the projected inventory cost. BRLM team also took on record the resolution dated September 29, 2025 passed by the board of directors of the Company approving the setting up of three new stores.

9. **Group Companies and its financials**

Pursuant to the SEBI ICDR Regulations and the materiality policy adopted by the Board on September 03, 2025 (“**Materiality Policy**”), for the purposes of identification of group companies, the Company has considered (i) the companies (other than our Corporate Promoters) with which there were related party transactions, as per Ind AS 24 and as disclosed in the Restated Financial Statements (“**Relevant Period**”), and (ii) such companies that are a part of the Promoter Group (other than the Corporate Promoters), and with which there were transactions in the most recent financial year, as disclosed in the Restated Financial Statements included in the Offer Documents, of a value exceeding individually or in the aggregate, 10% of the total restated revenue of the Company for the most recent financial year as disclosed in the Restated Financial Statements included in the DRHP.

Accordingly, based on the Restated Financial Statements of the Company, as on the date of this Draft Red Herring Prospectus, our Company does not have any ‘Group Companies’.

10. **Statutory, regulatory and other due diligence**

In connection with the due diligence of statutory and regulatory matters, we have along with the legal counsel, interacted with the officials of the Company to understand the various approvals that are necessary by the Company to carry out its business, followed by review of the relevant statutory and regulatory records of the Company, *inter alia*, including relevant corporate records, filings made by the Company with relevant statutory and regulatory authorities, material licenses, approvals and registrations applied for and / or received by the Company and other material agreements executed by the Company and such other documents as we have deemed necessary and as have been provided to us by the Company from time to time. We have derived and included details in the DRHP relation to abovementioned share transfers from corporate records including the board resolutions for these share transfers and the register of members and annual returns, made available to us.

We, along with the Legal Counsel, have also regularly interacted with the officials of the Company to understand the material approvals that are required to be obtained by the Company to carry out their respective business, followed by a due diligence exercise of such approvals.

As part of the diligence exercise undertaken, the Legal Counsel and the BRLM have, reviewed the status of material approvals received.

The description of the material approvals required for the business operations has been disclosed in the DRHP. We have appropriately disclosed details of such approvals in the sections titled “*Government and Other Approvals*” of the DRHP.

In respect of price information of past issues handled by the BRLM, reliance has been placed on the information available on the websites of NSE and/or BSE for preparing the statement of price information of the past issues handled by each of the BRLM