

BASIS FOR THE ISSUE PRICE

The Issue Price was determined by our Company in consultation with the BRLM, on the basis of the Book Building Process and the quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹10 each and the Issue floor Price is ₹ 72 which is 7.2 times of the face value of Equity Shares and the Issue Cap Price is ₹ 76 which is 7.6 times of the face value of Equity Shares. Investors should refer to “*Risk Factors*”, “*Our Business*”, “*Financial Information*” and “*Management’s Discussion and Analysis of Financial Condition and Results of Operations*” on pages 27, 116, 174 and 244 respectively, to have an informed view before making an investment decision.

Qualitative Factors

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

- Comprehensive range of service offerings providing one-stop solution to customers; Focused business model which is well-positioned to capture favourable industry dynamics;
- Longstanding relationship with customers across diverse sectors, with recurring business;
- Wide geographic presence with large and efficient workforce, coupled with strong recruitment and training capabilities;
- Historical track-record of strong financial performance, with a scalable, agile and efficient business model
- Strong knowledge and expertise of our promoters

For more details on quantitative factors, please refer to chapter “*Our Business- Competitive Strengths*” on page 136.

Quantitative Factors

Some of the information presented in this section is derived from our Restated Consolidated Financial Information. For details, see “*Financial Information*” on page 174 .

Some of the quantitative factors which may form the basis for computing the Issue Price are as follows.

1.

Financial period	Basic EPS (in Rs.)	Diluted EPS (in Rs.)	Weight
As at 31 st March 2024	4.06	4.06	3
As at 31 st March 2023	3.04	3.04	2
As at 31 st March 2022	2.13	2.13	1
Weighted Average	3.40	3.40	
As on 30 th June 2024	*1.32	1.32	

*Not Annualised

1. Restated Basic earnings per share (₹) = Restated consolidated profit for the year attributable to equity holders of the parent divided by Weighted average number of equity shares.
2. Restated Diluted earnings per share (₹) = Restated consolidated profit for the year attributable to equity holders of the parent / Weighted average number of equity shares adjusted for effects of dilutions.
3. Weighted Average Number of Equity Shares is the number of equity shares outstanding at the beginning of the year/period adjusted by the number of equity shares issued during the year multiplied by the time weighting factor.
4. Our Company has allotted 1,80,00,000 Equity Shares on March 16, 2024 pursuant to a bonus issuance. For further details, please see “*Capital Structure*” on page 72.

2. **Price Earning Ratio (P/E) in relation to Price Band of ₹ 72 to ₹ 76 per share of ₹ 10 each**

Particulars	P/E at the Fixed Price (number of times)
Based on basic EPS for Financial year ended 30 th June 2024	14.39
Based on diluted EPS for Financial year ended 30 th June 2024	14.39

*To be updated after finalization of the Issue Price.

Industry Peer Group P/E ratio

There are no like to like comparable listed companies in India that are engaged in all aspects of the

business that we operate. Accordingly, it is not possible to provide an industry comparison in relation to our Company.

3. Return on Net Worth ("RoNW"):

Financial period	RoNW	Weight
As at March 31, 2024	21.29%	3
As at March 31, 2023	19.83%	2
As at March 31, 2022	17.32%	1
Weighted Average	20.14%	
As at June 30, 2024	*25.89%	

*Annualised

As certified by Bharat J Rughani & Co, Chartered Accountants pursuant to their certificate dated October 28, 2024

RoNW is calculated as net profit after taxation and minority interest attributable to the equity shareholders of the Company divided by shareholders' funds for that year. Shareholders' funds = Share capital + reserves & surplus – revaluation reserves.

4. Net Asset Value per Equity Share

Net Asset Value per Equity Share	NAV Per Equity Shares (Rs)
As at June 30, 2024	20.39
As at March 31, 2024	19.08
As at March 31, 2023	15.32
As at March 31, 2022	12.28
After the Completion of the Issue	
- At Issue Price	3.73
-At Cap Price	3.73

Notes: Net Asset Value per Equity Share = Net worth derived from Restated Financial Statements as at the end of the year divided by number of equity shares outstanding as at the end of the /year as per Restated Financial Statements.

5. Comparison with Listed Industry Peers

There are no like to like comparable listed companies in India that are engaged in all aspects of the business that we operate. Accordingly, it is not possible to provide an industry comparison in relation to our Company.

6. Financial Key Performance Indicators ("KPIs")

The KPIs disclosed below have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of various verticals in comparison to our listed peers. The table below sets forth the details of our KPIs that our Company considers have a bearing for arriving at the basis for Issue Price.

Key Performance Indicators#	(₹In Lakhs)			
	June 30, 2024	March 31, 2024	March 31, 2023	March 31, 2022
Revenue from Operations ⁽¹⁾	9,907.29	35,538.67	32,958.74	23,601.13
Total Revenue ⁽²⁾	9,932.76	35,695.39	33,078.49	23,668.80
EBITDA ⁽³⁾	878.63	2,871.34	2,428.26	1,746.88
EBITDA Margin (%) ⁽⁴⁾	8.87	8.08	7.37	7.4
Profit After Tax for the Year ("PAT") ⁽⁵⁾	240.83	741.55	554.21	388.35
PAT Margin (%) ⁽⁶⁾	2.43	2.09	1.68	1.65
Earning Per Share (Basis) ⁽⁷⁾	5.28	4.06	3.04	2.13

Earning Per Share (Diluted) ⁽⁸⁾	5.28	4.06	3.04	2.13
Debt Equity Ratio ⁽⁹⁾	3.04	2.49	2.89	2.33
Return on Networth (%) ⁽¹⁰⁾	25.89	21.29	19.83	17.32
ROCE (%) ⁽¹¹⁾	23.65	23.10	22.27	22.10

#As certified by the Statutory Auditor vide their certificate dated October 28, 2024

Note

1. Revenue from Operations means the income generated by an entity from its daily core business operations
2. Total Revenue Includes income generated by an entity from its daily core business operations and other income
3. EBITDA is calculated by adding interest, tax, depreciation, and amortization expenses to net Profit After Tax
4. EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations
5. PAT is calculated as Profit after interest, tax, depreciation and Minority Interest
6. PAT (%) of total revenue is calculated as PAT divided by Revenue from Operations
7. Earnings Per Share (Basic) is calculated as PAT divided by the Weighted avg no, of Shares
8. Earnings Per Share (Diluted) is calculated as PAT divided by the Weighted avg no, of Shares and diluted shares.
9. Debt Equity Ratio is calculated as Total debt divided by total shareholders' Equity
10. Return on Networth is calculated as companies PAT divided by the company Total Shareholders' Equity (Networth)
11. Return on Capital Employed is calculated as companies EBIT divided by the company Average Capital Employed
12. KPI Calculation of June 30, 2024 is on Annualized basis

Our Company shall continue to disclose the KPIs disclosed hereinabove in this section on a periodic basis, at least once in a year (or for any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchanges, or until the utilization of Issue Proceeds as per the disclosure made in the section “*Objects of the Issue*” starting on page 82 of this Prospectus, whichever is later, or for such other period as may be required under the SEBI ICDR Regulations.

Description on the historic use of the KPIs by our Company to analyze, track or monitor the operational and/or financial performance of our Company

Sr No	Key Performance Indicator	Explanation
1	Revenue from Operations	Used to track the revenue profile of the business and in turn helps us assess the overall financial performance of our Company and size of our business
2	Total Revenue	Used to track the revenue profile of the business including other Income and in turn helps us assess the overall financial performance of our Company and size of our business
3	EBITDA	Used to track the operating performance of our Company
4	EBITDA Margin (%)	Used to track operating efficiency and profitability of our Company
5	Profit After Tax for the Year ("PAT")	Used to track the profitability of our business
6	PAT Margin (%)	Used to track the profitability and financial performance of our business
7	Earning Per Share (Basis)	Used to track our profit per outstanding equity share, without accounting for any potential dilution
8	Earning Per Share (Diluted)	Used to track our profit per outstanding equity share, accounting for any potential dilution from instruments that could be converted into or result in new equity shares
9	Debt Equity Ratio	Used to track our financial leverage and related risk
10	Return on Net worth	Used to measure the profitability and effectiveness of equity investments by shareholders
11	Return on Capital Employed	Used to assess the efficiency and profitability of capital investments

Comparison the Key Performance Indicators with our listed peers:

There are no like to like comparable listed companies in India that are engaged in all aspects of the business that we operate. Accordingly, it is not possible to provide an industry comparison in relation to our Company

WEIGHTED AVERAGE COST OF ACQUISITION:

- a) **The price per share of our Company based on the primary/ new issue of shares (equity / convertible securities).**

There have been no issuance of Equity Shares, excluding shares issued as bonus shares, during the 18 months preceding the date of this Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of 30 days.

- b) **The price per share of our Company based on the secondary sale / acquisition of shares (equity / convertible securities).**

There have been no secondary sale / acquisitions of Equity Shares or convertible securities, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

- c) **Price per share based on the last five primary or secondary transactions;**

Since there are no transactions to report to under (a) or (b) above, therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoters / Promoter Group entities or shareholder(s), not older than 3 years prior to the date of this Prospectus, irrespective of the size of transactions is not required, are not applicable.

Date of allotment	Nature of transaction	No. of Equity Shares	Cost per Equity Share	Total Cost	Cumulative amount paid for the Equity Shares	Cumulative No. of Equity Shares
Primary transactions						
March 16, 2024	Bonus issue in the ratio of Seventy Two Equity Shares for every one Equity Share held	1,80,00,000	-	-	-	1,80,00,000
Total						1,80,00,000
Weighted average cost of acquisition (primary transactions) (₹ per Equity Share)						NIL
Secondary transactions						
December 12, 2023	Transfer of Shares from Mr Rajendra Shinde to Mrs Manisha Shinde	13	10.00	130.00	130.00	13
December 12, 2023	Transfer of Shares from Mr Rajendra Shinde to Mr Sumant Shinde	25	10.00	250.00	250.00	25
December 12, 2023	Transfer of Shares from Mr Rajendra Shinde to Mr Nikhilesh	25	10.00	250.00	250.00	25

Date of allotment	Nature of transaction	No. of Equity Shares	Cost per Equity Share	Total Cost	Cumulative amount paid for the Equity Shares	Cumulative No. of Equity Shares
	Loya					
March 14, 2024	Transfer of Shares from Mr Rajendra Shinde to Mr Amol Shingate	6225	10.00	62250.00	62250.00	6225
March 14, 2024	Transfer of Shares from Mr Rajendra Shinde to Mr Nikhilesh Loya	500	10.00	5000.00	5000.00	500
Total					67,880.00	6788
Weighted average cost of acquisition (secondary transactions) (₹ per Equity Share)						10

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d) Weighted average cost of acquisition, floor price and cap price:

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price 72*	Cap Price 76*
I. Weighted average cost of acquisition for last 18 months for primary/new issue of shares (equity/convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Prospectus, where such issuance is equal to or more than 5% of the fully diluted paidup share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days	Nil	Nil	Nil
II. Weighted average cost of acquisition for last 18 months for secondary sale/acquisition of shares equity/convertible securities, where promoter/ promoter group entities or selling shareholders or shareholder(s) having the right to nominate director(s) or selling shareholder in the Board are a party to the transaction, during the 18 months preceding the date of filing of this Prospectus, where either acquisition or sale is	N/A^	Nil	Nil

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price 72*	Cap Price 76*
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equal to or more than five percent of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days

II. Since there are no such transactions to report to under (I) and (II) above, the information has been disclosed for price per share of our Company based on the last five primary or secondary transactions where our Promoters/members of our Promoter Group or Shareholder(s) having the right to nominate director(s) on the Board of our Company, are a party to the transaction, during the three years prior to the date of filing of this Prospectus irrespective of the size of the transaction, is as below:

a) WACA of Equity Shares based on primary issuances undertaken during the three immediately preceding years	NA#	NA	NA
b) WACA of Equity Shares based on secondary transactions undertaken during the three immediately preceding years	₹ 10 Per Equity Shares	7.2 times	7.6 times

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^ There were no secondary sales/ acquisitions of shares (equity/ convertible securities) transactions in last eighteen (18) months prior to the date of this Prospectus

7. Detailed explanation for Issue Price being 7.6 time price of weighted average cost of acquisition of primary issuance price/secondary transaction price of Equity Shares (as set out above) along with our Company's key financial and operational metrics and financial ratios for Fiscal 2024, 2023 and 2022.

Explanation for Issue Price being 7.6 time:

- Comprehensive range of service offerings providing one-stop solution to customers;
- Focused business model which is well-positioned to capture favourable industry dynamics;
- Longstanding relationship with customers across diverse sectors, with recurring business;
- Wide geographic presence with large and efficient workforce, coupled with strong recruitment and training capabilities;
- Historical track-record of strong financial performance, with a scalable, agile business model, with revenue from operations amounting to ₹ 23,601.13 Lakhs, ₹32,958.74 Lakhs, ₹ 35,538.67 Lakhs and ₹ 9,907.29 Lakhs in Fiscals 2022, 2023 and 2024 and three months ended June 30, 2024, respectively, and total profit for the year (after tax) amounting to ₹ 388.35 Lakhs, ₹ 554.21 Lakhs, ₹ 741.55 Lakhs and ₹ 240.83 Lakhs in Fiscals 2022, 2023 and 2024 and three months ended June 30, 2024, respectively.

The Issue Price of ₹ 76 has been determined by our Company, in consultation with the BRLM, on the basis of market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "**Risk Factors**", "**Our Business**", "**Management's Discussion and Analysis of Financial Condition and Results of Operations**" and "**Financial**

Information" on pages and 27, 116, 244 and 174 respectively, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in the "**Risk Factors**" on page 27 and you may lose all or part of your investment