

ALAN SCOTT
ENTERPRISES LIMITED
(Formerly: ALAN SCOTT INDUSTRIES LIMITED)

May 12, 2025

To,
Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001,
Maharashtra, India

Scrip Code: 539115.

Subject: Abridged Letter of Offer for Rights Issue of 18,15,863 Fully Paid-Up Equity Shares at ₹ 40 Each (Including ₹30 Premium) on Rights Basis in Ratio of 1:2 aggregating up to ₹726.34/- lakhs on a rights basis to the eligible equity shareholders of Alan Scott Enterprises Limited (Formerly known as Alan Scott Industries Limited).

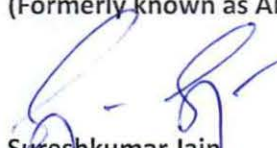
Dear Sir/Ma'am,

In continuation of our disclosure made on August 14, 2024 and September 5, 2024 and April 24, 2025, May 7, 2025 and pursuant to the in-principle approval received from BSE Limited ("BSE") via Ref. No: LOD/RIGHT/MV/FIP/2051/2024-25 dated March 26, 2025, in connection with the proposed Rights Issue of up to Rs. 726.34 Lakhs to the eligible equity shareholders of **Alan Scott Enterprises Limited (formerly known as Alan Scott Industries Limited) (the "Company")** (the "Issue" or "Rights Issue"), and in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the following:

- (1) Abridged Letter of Offer for dissemination.

You are kindly requested to take the above on record and arrange for its dissemination.

For Alan Scott Enterprises Limited
(Formerly known as Alan Scott Industries Limited)


Sureshkumar Jain

Designation : Managing Director & CEO
DIN : 00048463
Place : Mumbai



CIN – L33100MH1994PLC076732

Registered office: 302, 3rd Floor, Kumar Plaza, Kalina Kurla Road, Near Kalina Masjid, Santacruz East,
Mumbai 400029

Website: thealanscott.com email: alanscottcompliance@gmail.com

Tel: +91 61786000/01, 9867644930

FOR THE ELIGIBLE EQUITY SHAREHOLDERS OF ALAN SCOTT ENTERPRISES LIMITED (OUR “COMPANY” OR THE “ISSUER”) ONLY

This is an Abridged Letter of Offer containing salient features of the Letter of Offer dated April 24, 2025 (“**Letter of Offer**”) which is available on the websites of the Registrar to the Issue, our Company and the stock exchange where the Equity Shares of our Company is listed, i.e., the BSE Limited (“**BSE**”) (the “**Stock Exchange**”). You are encouraged to read greater details available in the Letter of Offer. Capitalized terms not specifically defined herein shall have the same meaning as ascribed to them in the Letter of Offer.

THIS ABRIDGED LETTER OF OFFER CONTAINS 14 PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES

Our Company has made available on the Registrar’s website at www.purvashare.com and our Company’s website at www.thealanscott.com, the Letter of Offer, this Abridged Letter of Offer, along with the Rights Entitlement Letter and Application Form, to the Eligible Equity Shareholders. You may also download the Letter of Offer from the website of the Stock Exchange. In accordance with Regulation 76 of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see “Procedure for Application through the ASBA Process” on page 217 of the Letter of Offer.



ALAN SCOTT ENTERPRISES LIMITED

(Formerly known as Alan Scott Industries Limited)

Registered and Corporate Office: Unit no. 302, Kumar Plaza, 3rd Floor, Near Kalina Masjid, Kalina Kurla Road, Santacruz (East), Mumbai – 400 029, Maharashtra, India;

Tel: +91-22-61786000/ +91-22-61786001

Contact Person: Mr. Vishesh Bapna, Chief financial officer

E-mail: alanscottcompliance@gmail.com; **Website:** www.thealanscott.com;

Corporate Identity Number: L33100MH1994PLC076732

PROMOTER OF OUR COMPANY: SURESH PUKHRAJ JAIN

FOR PRIVATE CIRCULATION TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY ONLY

ISSUE DETAILS

RIGHTS ISSUE OF UP TO 18,15,863# (EIGHTEEN LAKHS FIFTEEN THOUSAND EIGHT HUNDRED AND SIXTY THREE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10.00/- (RUPEES TEN ONLY) EACH OF OUR COMPANY (THE ‘RIGHTS EQUITY SHARES’) FOR CASH AT A PRICE OF ₹40.00/- (RUPEES FORTY ONLY) PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹30.00/- (RUPEES THIRTY ONLY) PER RIGHTS EQUITY SHARE) AGGREGATING UP TO ₹726.34/- LAKHS ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 1 (ONE) RIGHT EQUITY SHARE FOR EVERY 2 (TWO) EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON MAY 02, 2025, (THE ‘ISSUE’). FOR FURTHER DETAILS, SEE ‘TERMS OF THE ISSUE’ BEGINNING ON PAGE 206. THE RIGHTS ISSUE PRICE IS 4 (FOUR) TIMES THE FACE VALUE OF THE EQUITY SHARES.

ASSUMING FULL SUBSCRIPTION OF THE ISSUE.

LISTING DETAILS

The Equity Shares of our Company is listed on BSE Limited (“**BSE**”) (the “**Stock Exchange**”). Our Company has received “in-principle” approval from BSE for listing the Rights Equity Shares through its letter dated March 26, 2025. Our Company will also make an application to NSE & BSE to obtain the trading approval for the rights entitlements as required under the SEBI circular bearing reference number SEBI/HO/CFD/ DIL2/CIR/P/2020/13 dated January 22, 2020. For the purposes of the Issue, the Designated Stock Exchange is BSE Limited.

Procedure: If you wish to know about processes and procedures applicable to a rights issue, you may refer to the section titled “Terms of the Issue” on page 206 of the Letter of Offer. You may download a copy of the Letter of Offer from the websites of our Company, Stock Exchanges and Registrar as stated above.

ELIGIBILITY FOR THE ISSUE

Our Company is a listed company, incorporated under Companies Act, 1956. The Equity Shares of our Company are presently listed on BSE. We are eligible to undertake the Issue in terms of Chapter III of the SEBI ICDR Regulations, 2018. Pursuant to Clauses (1) and (2) of Part B of Schedule VI to the SEBI ICDR Regulations, our Company is required to make disclosures in accordance with Part B of Schedule VI to the SEBI ICDR Regulations.

Minimum Subscription

The Promoter of our Company, has confirmed that he intends to subscribe to the full extent of his Rights Entitlement and also to the extent of the unsubscribed portion (if any) of this Issue, in accordance with the provisions of Regulation 86 of the SEBI (ICDR) Regulations. The Promoter has further undertaken that he shall not renounce his Rights Entitlements, except to the extent of any renunciation within the Promoter Group, and subject to compliance with the minimum public shareholding requirements under the Securities Contracts (Regulation) Rules, 1957 and the SEBI (LODR) Regulations. As the Promoters and members of the Promoter Group have undertaken to fully subscribe to their respective portions of Rights Entitlements and will not renounce their entitlements (except within the Promoter Group), the minimum subscription criteria prescribed under Regulation 86(1) of the SEBI ICDR Regulations shall not be applicable to this Issue. The objects of the Issue involve investment in Alan Scott Retail Ltd., Alan Scott Automation & Robotics Ltd., Alan Scott Envirotech Pvt. Ltd., Alan Scott Upnup Life Pvt. Ltd., Metastar Media Pvt. Ltd and General Corporate Purpose., and do not include capital expenditure for a project.

INDICATIVE TIMETABLE			
Last Date for credit of Rights Entitlements	Monday, May 12, 2025	Finalisation of Basis of Allotment (on or about)	Tuesday, June 03, 2025
Issue Opening Date	Thursday, May 15, 2025	Date of Allotment (on or about)	Wednesday, June 04, 2025
Last Date for On Market Renunciation*	Friday, May 23, 2025	Date of credit of Rights Equity Shares to demat account of Allottees (on or about)	Monday, June 09, 2025
Issue Closing Date*	Thursday, May 29, 2025	Date of listing (on or about)	Thursday, June 12, 2025

Note: The above timetable is indicative in nature and does not constitute any obligation on our Company. While our Company shall ensure that all the steps for completion of all the necessary formalities for the listing and trading of our Company's equity shares on the Stock Exchange are taken within the prescribed timelines, the time table may change due to various factors such as extension of the issue period by our Company or any delay in receiving final listing and trading approval from the Stock Exchange. The commencement of the trading of Equity shares will be entirely at the discretion of the Stock Exchange in accordance with the applicable laws.

**Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renounees on or prior to the Issue Closing Date.*

**Our Board or the Rights Issue Committee will have the right to extend the Issue Period as it may determine from time to time but not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.*

NOTICE TO INVESTORS

The distribution of the Letter of Offer, the Abridged Letter of Offer, Application Form and Rights Entitlement Letter and any other offering material (collectively, the “**Issue Materials**”) and issue of Rights Entitlement as well as Rights Equity Shares to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Issue Materials may come or who receive Rights Entitlement and propose to renounce or apply for Rights Equity Shares in the Issue are required to inform themselves about and observe such restrictions. For more details, see “*Notice to Investors*” and “*Restriction on Foreign Ownership of Indian Securities*” beginning on pages 14 and 239, respectively of the Letter of Offer.

Pursuant to the requirements of the SEBI ICDR Regulations and other applicable laws, the Rights Entitlements will be credited to the demat account of the Eligible Equity Shareholders (being the Equity Shareholders as on the Record Date), however, the Issue Materials will be sent/ dispatched only to such Eligible Equity Shareholders who have provided an Indian address to our Company and only such Eligible Equity Shareholders are permitted to participate in the Issue. In case such Eligible Equity Shareholders, who have provided an Indian address to our Company, have provided their valid e-mail address to our Company, the Issue Materials will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders have not provided their valid e-mail address, then the Issue Materials will be physically dispatched, on a reasonable effort basis, to the Indian addresses provided by them. Those overseas Eligible Equity Shareholders who do not update our records with their Indian address or the address of their duly authorised representative in India, prior to the date on which we propose to dispatch the Issue Materials, shall not be sent any of the Issue Materials. Investors can also access the Issue Material from the websites of the Registrar, our Company, the Stock Exchange.

The credit of Rights Entitlement does not constitute an offer, invitation to offer or solicitation for participation in the Issue, whether directly or indirectly, and only dispatch of the Issue Material shall constitute an offer, invitation or solicitation for participation in the Issue in accordance with the terms of the Issue Material. Further, receipt of the Issue Materials (including by way of electronic means) will not constitute an offer, invitation to or solicitation by anyone in (i) the United States or (ii) any jurisdiction or in any circumstances in which such an offer, invitation or solicitation is unlawful or not authorized or to any person to whom it is unlawful to make such an offer, invitation or solicitation. In those circumstances, the Letter of Offer and any other Issue Materials must be treated as sent for

information only and should not be acted upon for subscription to Rights Equity Shares and should not be copied or re-distributed, in part or full. Accordingly, persons receiving a copy of the Issue Materials should not distribute or send the Issue Materials in or into any jurisdiction where to do so, would or might contravene local securities laws or regulations, or would subject our Company to any filing or registration requirement (other than in India). If Issue Material is received by any person in any such jurisdiction or the United States, they must not seek to subscribe to the Rights Equity Shares. For more details, see “*Terms of the Issue*” beginning on page 206 of the Letter of Offer.

Investors can also access the Letter of Offer, the Abridged Letter of Offer and the Application Form from the websites of our Company, the Registrar and the Stock Exchange.

Our Company, and the Registrar will not be liable for non-dispatch of physical copies of Issue materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form, in the event the Issue Materials have been sent on the registered email addresses of such Eligible Equity Shareholders.

No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose, except that the Letter of Offer is being filed with SEBI and the Stock Exchange. Accordingly, the Rights Equity Shares may not be offered or sold, directly or indirectly, and the Issue Materials may not be distributed, in whole or in part, in (i) the United States or (ii) any jurisdiction other than India except in accordance with legal requirements applicable in such jurisdiction.

Any person who purchases or renounces the Rights Entitlements or makes an application to acquire the Rights Equity Shares will be deemed to have declared, represented, warranted and agreed that such person is outside the United States and is authorized to purchase or sell the Rights Entitlements or acquire Rights Equity Shares in compliance with all applicable laws and regulations prevailing in such person’s jurisdiction and India, without requirement for our Company to make any filing or registration (other than in India). In addition, each purchaser or seller of Rights Entitlements and the Rights Equity Shares will be deemed to make the representations, warranties, acknowledgments and agreements of the contents set forth in the sections “*Notice to investors – No offer in the United States*” and “*Restriction on Foreign Ownership of Indian Securities*” beginning on pages 14 and 239 of the Letter of Offer.

Our Company, reserves the right to treat as invalid any Application Form which: (i) appears to our Company or its agents to have been executed in, electronically transmitted from or dispatched from the United States or any other jurisdiction where the offer and sale of the Rights Equity Shares is not permitted under laws of such jurisdictions; (ii) does not include the relevant certifications set out in the Application Form, including to the effect that the person submitting the Application Form is outside the United States and such person is eligible to subscribe for the Rights Equity Shares under applicable securities laws and is complying with laws of jurisdictions applicable to such person in connection with this Issue; or (iii) where either a registered Indian address is not provided; or (iv) where our Company believes acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to issue or allot any Rights Equity Shares in respect of any such Application Form.

Neither the receipt of the Letter of Offer nor any sale of Rights Equity Shares hereunder, shall, under any circumstances, create any implication that there has been no change in our Company’s affairs from the date hereof or the date of such information or that the information contained herein is correct as at any time subsequent to the date of the Letter of Offer or the date of such information. The contents of the Letter of Offer should not be construed as legal, tax, business, financial or investment advice. Prospective investors may be subject to adverse foreign, state or local tax or legal consequences as a result of the offer of Rights Equity Shares or Rights Entitlements. As a result, each investor should consult its own counsel, business advisor and tax advisor as to the legal, business, tax and related matters concerning the offer of the Rights Equity Shares or Rights Entitlements. In addition, neither our Company is making any representation to any offeree or purchaser of the Rights Equity Shares regarding the legality of an investment in the Rights Entitlements or the Rights Equity Shares by such offeree or purchaser under any applicable laws or regulations.

Investors are advised to make their independent investigations and ensure that the number of Rights Equity Shares applied for do not exceed the applicable limits under laws or regulations.

The Rights Entitlements and the Rights Equity Shares have not been approved or disapproved by any regulatory authority, nor has any regulatory authority passed upon or endorsed the merits of the offering of the Rights Entitlements, the Rights Equity Shares or the accuracy or adequacy of the Letter of Offer. Any representation to the contrary is a criminal offence in certain jurisdictions.

The Issue Materials are supplied to you solely for your information and may not be reproduced, redistributed or passed on, directly or indirectly, to any other person or published, in whole or in part, for any purpose.

NO OFFER IN THE UNITED STATES

THE RIGHTS ENTITLEMENTS AND THE RIGHTS EQUITY SHARES HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “**U.S SECURITIES ACT**”) AND 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 RIGHTS EQUITY SHARES ARE ONLY BEING OFFERED AND SOLD OUTSIDE THE UNITED STATES IN “OFFSHORE TRANSACTIONS” AS DEFINED IN AND IN RELIANCE ON REGULATION S UNDER THE U.S. SECURITIES ACT TO ELIGIBLE EQUITY SHAREHOLDERS LOCATED IN

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JURISDICTIONS WHERE SUCH OFFER AND SALE IS PERMITTED UNDER THE LAWS OF SUCH JURISDICTIONS. THE OFFERING TO WHICH THE LETTER OF OFFER RELATES IS NOT, AND UNDER NO CIRCUMSTANCES IS TO BE CONSTRUED AS, AN OFFERING OF ANY RIGHTS ENTITLEMENTS OR RIGHTS EQUITY SHARES FOR SALE IN THE UNITED STATES OR AS A SOLICITATION THEREIN OF AN OFFER TO BUY ANY OF THE SAID SECURITIES. ACCORDINGLY, YOU SHOULD NOT FORWARD OR TRANSMIT THE LETTER OF OFFER INTO THE UNITED STATES AT ANY TIME.

Neither our Company, nor any person acting on behalf of our Company, will accept a subscription or renunciation from any person, or the agent of any person, who appears to be, or who our Company, or any person acting on behalf of our Company, has reason to believe is, in the United States when the buy order is made. No Application Form should be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer under the Letter of Offer or where any action would be required to be taken to permit the Issue. Our Company is undertaking this Issue on a rights basis to the Eligible Equity Shareholders and will dispatch the Letter of Offer or the Abridged Letter of Offer and Application Form only to Eligible Equity Shareholders who have provided an Indian address to our Company. Any person who purchases or sells Rights Entitlements or makes an application for Rights Equity Shares will be deemed to have represented, warranted and agreed, by accepting the delivery of the Letter of Offer, that it is not and that at the time of subscribing for the Rights Equity Shares or the purchase or sale of Rights Entitlements, it will not be, in the United States and is authorized to purchase or sell the Rights Entitlement and subscribe to the Rights Equity Shares in compliance with all applicable laws and regulations.

The Rights Entitlements and the Rights Equity Shares have not been approved or disapproved by the U.S. Securities and Exchange Commission, any U.S. federal or state securities commission or any other regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the Rights Entitlements, the Rights Equity Shares or the accuracy or adequacy of the Letter of Offer. Any representation to the contrary is a criminal offence in the United States.

In making an investment decision, investors must rely on their own examination of our Company and the terms of the Issue, including the merits and risks involved.

GENERAL RISKS

Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford the risk of losing their 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 securities being offered in the Issue have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of the Letter of Offer. Specific attention of investors is invited to the section “*Risk Factors*” beginning on page 25 of the Letter of Offer and “*Internal Risk factors*” on page 8 of this Abridged Letter of Offer before making investment in this Issue.

<p>Name of Registrar to the Issue and contact details</p>	<p>PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel East, Mumbai - 400011, Maharashtra, India; Contact Details: +91-22-41343264 ; E-mail ID: newissue@purvashare.com; Investor grievance e-mail: newissue@purvashare.com; Website: www.purvashare.com; Contact Person: Mr. Sunil Khade; SEBI Registration Number: INR000001112; Corporate Identification Number: U67120MH1993PTC074079</p>
<p>Name of Statutory Auditor</p>	<p>M/S Pravin Chandak & Associates, Chartered Accountants Address: 403, 4th floor & 702, 703, 7th floor, New Swapnalok CHS Ltd., Natakwala Lane, Borivali (West), Mumbai 400 092, India. Peer Review Number: 013999 Firm Registration Number: 116627W Contact Person: Mr. Pravin Chandak Membership Number: 049391 Contact Details: 022-28016119 E-mail ID: info@pravinca.com</p>
<p>Self-Certified Syndicate Banks (“SCSBs”)</p>	<p>The list of banks that have been notified by SEBI to act as the SCSBs for the ASBA process is provided on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 and updated from time to time. For a list of branches of the SCSBs named by the respective SCSBs to receive the ASBA Forms from the Designated Intermediaries, please refer to the above- mentioned link.</p>

Banker to the Issue	<p>ICICI Bank Limited Address: ICICI Bank Limited, Capital Market Division, 5th Floor HT Parekh Marg, Backbay Reclamation, Churchgate, Mumbai-400020, Maharashtra, India Tel: +91 22 2266818911/924/933 E-mail: ipocmg@icicibank.com Website: www.icicibank.com Person: Varun Badai</p>
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1. Primary Business of our Company

Our Company primarily generates revenue through investment activities routed through its subsidiaries. These subsidiaries operate in different industries, including the retail industry, where products and services are sold; the technology industry, focused on developing and innovating technologies; and the healthcare industry, providing medical products and services. The revenue from these industries allows our company to expand its operations and increase its presence in these sectors, supporting overall growth without venturing into risky or uncertain ventures. During the year, our Company has not done new investment in other segment and continued expansion in existing business. For further queries, kindly refer page 84 of Letter of Offer.

2. Summary of Objects of the Issue

Our Company intends to utilize the Net Proceeds from the Issue towards funding of the following objects:

(₹ in lakhs)

Particulars	Amount **
Investment payment of consideration towards acquisition of additional equity shares of one of our subsidiary Alan Scott Retail Limited	₹150.00
Investment payment of consideration towards acquisition of additional equity shares of one of our subsidiary Alan Scott Automation & Robotics Limited	₹150.00
Investment payment of consideration towards acquisition of Fresh equity shares of Alan Scott Envirotech Private Limited	₹100.00
Investment payment of consideration towards acquisition of Fresh equity shares of Alan Scott Upnup Life Private Limited	₹150.00
Investment payment of consideration towards acquisition of Fresh equity shares of Metastar Media Private Limited	₹100.00
Issue Expenses	₹25.00
General Corporate Purposes [#]	₹51.34
Total Net Proceeds[@]	₹726.34

In an event of any under-utilization of funds from the aforesaid stated objects of the Issue, the Company shall have the liberty to utilize the said balance fund for General Corporate Purpose, which shall not, in any event, exceed 25.00% (Twenty-Five Percent) of the Gross Proceeds (inclusive of the fund requirement for General Corporate Purpose);

@Assuming full subscription in this Issue and subject to finalization of the Basis of Allotment and to be adjusted per the Rights Entitlement ratio.

3. Means of Finance

Our Company proposes to meet the entire requirement of funds for the objects of the Issue from the Net Proceeds. Accordingly, our Company confirms that there is no requirement to make firm arrangements of finance through verifiable means towards at least 75.00% (Seventy-Five Percent) of the stated means of finance for the aforesaid object, excluding the amount to be raised from the Issue.

The fund requirements, the deployment of funds and the intended use of the Net Proceeds as described herein are based on our current business plan and management estimates, and other commercial factors. However, such fund requirements and deployment of funds have not been appraised by any bank or financial institution.

This may entail rescheduling and revising the planned funding requirements and deployment and increasing or decreasing the funding requirements from the planned funding requirements at the discretion of our management. Accordingly, the Net Proceeds of the Issue would be used to meet all or any of the purposes of the fund requirements described herein. Further, our Company's funding requirements and deployment schedules are subject to revision in the future at the discretion of our management. If additional funds are required for the purposes mentioned above, such requirement may be met through internal accruals, additional capital infusion, debt arrangements or any combination of them.

4. Name of Monitoring Agency

As the net proceeds of the Issue shall not exceed ₹10,000 lakhs, under the SEBI ICDR Regulations, it is not required that a monitoring agency be appointed by our Company.

5. Shareholding Pattern

- a. The shareholding pattern of our Company as on March 31, 2025, can be accessed on the website of the BSE at <https://www.bseindia.com/stock-share-price/alan-scott-industries-ltd/alanscott/539115/shareholding-pattern/>
- b. Statement showing shareholding pattern of the Promoters including details of lock-in, pledge of and encumbrance thereon, as on March 31, 2025 can be accessed on the website of the BSE at <https://www.bseindia.com/stock-share-price/alan-scott-industries-ltd/alanscott/539115/shareholding-pattern/>
- c. Statement showing holding of Equity Shares of persons belonging to the category “Public” including shareholders holding more than 1% of the total number of Equity Shares as on March 31, 2025, can be accessed on the website of the BSE at <https://www.bseindia.com/stock-share-price/alan-scott-industries-ltd/alanscott/539115/shareholding-pattern/>

6. Board of Directors

Sr. No.	Name	Designation	Other Directorships
1.	Mr.Suresh Pukhraj Jain	Managing Director and Chairperson	<p>Indian Companies</p> <ol style="list-style-type: none"> 1. Divella Beverages Private Limited 2. Alan Scott Envirotech Private Limited 3. Alan Scott Automation & Robotics Limited 4. Incipient Real Estate Private Limited 5. Harvest Agriculture Private Limited 6. Sunicon Business Finance Private Limited 7. Sun Cap Investment Professionals Private Limited 8. Sun Capital Advisory Services Private Limited 9. Alan Scott Fusion Resonance India Limited 10. Suncap SS Global Ventures Private Limited 11. Alan Scott Retail Limited 12. Vishwakarma Kaushal Kendra 13. Metastar Media Private Limited 14. Alan Scott Omnis Orivate Limited 15. Sunicon Ventures LLP 16. Crackle Technology Solutions Private Limited 17. Alan Scott upnup Life Private Limited 18. Alan Scott Viajrashakti Technologies Private Limited <p>Foreign Companies Nil</p>
2.	Ms. Saloni Suresh Jain	Director	<p>Indian Companies</p> <ol style="list-style-type: none"> 1. Sun Cap Investment Professionals Private Limited. 2. Sun Capital Advisory Services Private Limited. 3. Suncap SS Global Ventures Private Limited. 4. Sunniva Corporate Advisory Private Limited. 5. Vishwakarma Kaushal Kendra. 6. Incipient Real Estate Private Limited 7. Sunicon Ventures LLP 8. Dhiway Networks Private Limited 9. Suind Autononmous Systems Private Limited 10.Sun-K-K Capital Advisors LLP <p>Foreign Companies Nil</p>
3.	Mr. Darshan Suresh Jain	Director	<p>Indian Companies</p> <ol style="list-style-type: none"> 1. Alan Scott Sportzchain Technologies Private Limited 2. Alan Scott Fushion Resonance India Limited 3. Alan Scott Automtion & Robotics Limited 4. Nocap Meta Private Limited 5. Sunicon Ventures LLP <p>Foreign Companies Nil</p>

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4.	Mr. Martin Xavier Fernandes	Independent Director	Indian Companies 1. Zielle Ventures Private Limited 2. Zeba Solar Gujarat Private Limited 3. Novem Holding LLP 4. Zya Ventures Limited 5. Theseus Ventures Limited 6. Theseus Global Research Private Limited 7. Theseus Scientific Private Limited 8. Theseus Sports Ventures Private Limited Foreign Companies Nil
5.	Mr. Haresh Kantilal Parekh	Non Executive Independent Director	Indian Companies Nil Foreign Companies Nil
6.	Mr. Kadayam Ramanatham Bharat	Non Executive Independent Director	Indian Companies 1. Nivian Life Sciences Private Limited 2. Bassinvictus Private Limited 3. Advent Sports Management Private Ltd. 4. Intellve Solutions Private Limited 5. Advent Capital Advisors Private Ltd 6. Shreyas Advisory Services Private Ltd. 7. Velocity Token Private Limited 8. Agasys Healthcare Private Limited 9. Incrementum Capital Advisors LLP Foreign Companies Nil

For further details, see “*Our Management*” on page 92 of the Letter of Offer.

7. Neither our Company nor any of our Promoters or Directors are identified as a Wilful Defaulter or a Fraudulent Borrower or Fugitive Economic Offender

8. Financial Statement Summary Consolidated financial statements

A summary of the financial information of our Company as at and for the Financial Year ended March 31, 2024, March 31, 2023, March 31, 2022 and December 31, 2024 is set out below.

(Rs in 000)

Particulars	As at December 31, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Revenue from operations	2,24,093.93	1,19,021.50	54,189.50	19,096.75
Profit before tax	(8,597.77)	(34,967.31)	(20,589.35)	(618.41)
Profit for the period/year	(8,597.77)	(34,967.31)	(20,589.35)	(618.41)
Equity Share capital	36,317.27	36,161.25	18,253.77	18,253.77
Other equity	-	-	-	-
Net Worth	26,469.61	33,567.09	11,894.82	30,768.42
Basic EPS (in `)	(2.37)	(10.39)	(11.28)	(0.37)
Diluted EPS (in `)	(2.37)	(10.39)	(11.28)	(0.37)
Return on Net Worth (in %)	-32.48%	-104.18%	-173.16%	-2.01%
Net Asset Value per Equity Share (in `)	7.29	9.28	6.52	16.86

For further details, refer section titled “*Financial Information*” beginning on page 108 of the Letter of Offer.

9. Internal Risk Factors

The below mentioned are top risk factors as per the Letter of Offer:

- a. Our top ten, five and one customers contribute majority of our revenues from operations. Any loss of business from one or more of them may adversely affect our revenues and profitability.
- b. Our Company had been inoperative until previous financial years and has started generating revenue only through investment activities routing through its various subsidiaries, as a result of which, there are losses in booked and in the near future, we may not be able to achieve profitability.
- c. Our top ten, five and three suppliers contribute majority of our purchases. Any loss of business with one or more of them may adversely affect our business operations and profitability.
- d. Our Subsidiaries operate in various facets of industries. Further, since these subsidiaries have been incorporated vide joint venture agreements, pre-mature termination of agreements can have an adverse impact on the financial operations of our Company.
- e. In the Financial Year ended on March 31, 2020, an open offer had been triggered by our current Promoter, due to execution of a share purchase agreement and change in control and management of our Company.
- f. Our Company has had explored various business opportunity in the Financial Years prior to 2020. As a result of which the financial disclosures in the Restated Financial Statements shall not give a true and fair view of the current operations of our business.

For further details, see “*Risk Factors*” beginning on page 25 of the Letter of Offer.

10. Summary of outstanding litigation and defaults

A summary of outstanding legal proceedings involving our Company and our Subsidiaries as on the date of the Letter of Offer is set forth in the table below:

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchange	Material Civil Litigation	Aggregate amount involved (₹ in lakhs)
Company						
By our Company	Nil	Nil	Nil	Nil	Nil	Nil
Against our Company	Nil	Nil	Nil	Nil	Nil	Nil
Directors*						
By our Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against our Directors	Nil	Nil	Nil	Nil	Nil	Nil
Subsidiary						
By our Subsidiary	Nil	Nil	Nil	Nil	Nil	Nil
Against our Subsidiary	Nil	Nil	Nil	Nil	Nil	Nil

#To the extent quantifiable.

*Directors include promoters

For further details, see “*Outstanding Litigations, Defaults and Material Developments*” beginning on page 190 of the Letter of Offer.

11. Terms of the Issue

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS

In accordance with the SEBI (ICDR) Regulations, ASBA Circular, our Company will send/dispatch at least 3 (Three) days before the Issue Opening Date, the letter of offer, the Abridged letter of offer, the Entitlement Letter, Application Form and other applicable Issue Materials only to the Eligible Shareholders who have provided an India address to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlement or Rights Equity Shares is permitted under laws of such jurisdictions and does not result in and may not be construed as, a public offering in such jurisdictions. In case the Eligible Shareholders have provided their valid e-mail address, the Issue Materials will be sent only to their valid e-mail address and in case the Eligible Shareholders have not provided their e-mail address, then the Issue Materials will be

dispatched, on a reasonable effort basis, to the India addresses provided by them. Further, the Letter of Offer will be sent/ dispatched, by the Registrar to the Issue on behalf of our Company to the Eligible Shareholders who have provided their Indian addresses and have made a request in this regard. In case such Eligible Shareholders have provided their valid e-mail address, the letter of offer will be sent only to their valid e-mail address and in case such Eligible Shareholders have not provided their e-mail address, then the letter of offer will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them or who are located in jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions and in each case who make a request in this regard.

Investors can access the Letter of Offer, the Abridged letter of offer, and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights Equity Shares under applicable securities laws) on the websites of:

Company	www.thealanscott.com
Registrar to the Issue	www.purvashare.com
BSE Limited	www.bseindia.com

In accordance with Regulation 76 of the SEBI (ICDR) Regulations, SEBI - Rights Issue Circulars, and ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA detailed under the Paragraph titled ‘Procedure for Application through the ASBA Process’ on page 218 of the Letter of Offer.

Investors can submit either the Application Form in physical mode to the Designated Branches of the SCSBs or online/ electronic Application through the website of the SCSBs (if made available by such SCSB) authorizing the SCSB to block the Application Money in an ASBA Account maintained with the SCSB. Application through ASBA facility in electronic mode will only be available with such SCSBs who provide such facility.

Please note that subject to SCSBs complying with the requirements of SEBI circular bearing reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Applications may be submitted at the Designated Branches of the SCSBs. For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34>. Further, in terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

The Company, its directors, its employees, affiliates, associates and their respective directors and officers and the Registrar shall not take any responsibility for acts, mistakes, errors, omissions, and commissions etc., in relation to Applications accepted by SCSBs, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts.

The Application Form can be used by the Eligible Equity Shareholders as well as the Renounees, to make Applications in this Issue basis the Rights Entitlement credited in their respective demat accounts or demat suspense escrow account, as applicable. For further details on the Rights Entitlements and demat suspense escrow account, please see the section entitled ‘Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders’ on page 208 of the Letter of Offer.

Please note that one single Application Form shall be used by Investors to make Applications for all Rights Entitlements available in a particular demat account or entire respective portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and applying in this Issue, as applicable. In case of Investors who have provided details of demat account in accordance with the SEBI (ICDR) Regulations, such Investors will have to apply for the Rights Shares from the same demat account in which they are holding the Rights Entitlements and in case of multiple demat accounts, the Investors are required to submit a separate Application Form for each demat account.

Investors may apply for the Rights Entitlements by submitting the Application Form to the Designated Branch of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block Application Money payable on the Application in their respective ASBA Accounts. Investors are also advised to ensure that the Application Form is correctly filled up stating therein the ASBA Account in which an amount equivalent to the amount payable on Application as stated in the Application Form will be blocked by the SCSB.

Applicants should note that they should very carefully fill-in their depository account details and PAN in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details, please see the paragraph titled ‘Grounds for Technical Rejection’ on page 226 of Letter of Offer. Our Company, the Registrar to the Issue, and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Applicants.

Additionally, in terms of Regulation 78 of the SEBI (ICDR) Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI (ICDR) Regulations are specified in the plain paper application and that Eligible Equity Shareholders making an application in this Issue by way of plain paper applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see the section entitled '*Making of an Application by Eligible Equity Shareholders on Plain Paper under ASBA process*' on page 220 of Letter of Offer.

PROCEDURE FOR APPLICATION

An investor, wishing to participate in this Issue through the ASBA facility, is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Investors desiring to make an Application in this Issue through ASBA process, may submit the Common Application Form to the Designated Branch of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

Investors should ensure that they have correctly submitted the Common Application Form, or have otherwise provided an authorisation to the SCSB, *via* the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Common Application Form, as the case may be, at the time of submission of the Application.

APPLICATION ON PLAIN PAPER UNDER ASBA PROCESS

An Eligible Equity Shareholder who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper, in case of non-receipt of Common Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any address outside India.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Common Application Form for any purpose including renunciation even if it is received subsequently.

The application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of our Company, being Alan scott enterprisess Limited;
2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
3. Registered Folio Number/ DP and Client ID No.;
4. Number of Equity Shares held as on Record Date;
5. Allotment option – only dematerialised form;
6. Number of Rights Shares entitled to;
7. Number of Rights Shares applied for within the Rights Entitlements;
8. Number of additional Rights Shares applied for, if any;
9. Total number of Rights Shares applied for;
10. Total amount paid at the rate of ₹ 40 /- per Rights Share;
11. Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB;
12. In case of NR Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO Account such as the account number, name, address and branch of the SCSB with which the account is maintained;
13. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Shares applied for pursuant to this Issue;

14. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB);
16. In addition, all such Eligible Equity Shareholders are deemed to have accepted the following:

'I/ We understand that neither the Rights Entitlements nor the Rights Shares have been, or will be, registered under the US Securities Act of 1933, as amended (the 'US Securities Act'), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the 'United States'), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. I/ we understand the Rights Shares referred to in this application are being offered and sold in offshore transactions outside the United States in compliance with Regulation S under the US Securities Act ('Regulation S') to existing shareholders located in jurisdictions where such offer and sale of the Equity Shares is permitted under laws of such jurisdictions. I/ we understand that the Issue is not, and under no circumstances is to be construed as, an offering of any Rights Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Rights Shares or Rights Entitlements in the United States. I/ we confirm that I am/ we are (a) not in the United States and eligible to subscribe for the Rights Shares under applicable securities laws, (b) complying with laws of jurisdictions applicable to such person in connection with the Issue, and (c) understand that neither the Company, nor the Registrar or any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Company, the Registrar to the Issue or any other person acting on behalf of the Company have reason to believe is in the United States or is outside of India and United States and ineligible to participate in this Issue under the securities laws of their jurisdiction.

I/ We will not offer, sell or otherwise transfer any of the Rights Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/ We satisfy, and each account for which I/ we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence.

I/we hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the letter of offer.

I/ We understand and agree that the Rights Entitlements and Rights Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.

I/ We acknowledge that we, the Company, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.'

In cases where multiple Common Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, including cases where an Investor submits Common Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, and the Registrar not having any liability to the Investor. The plain paper Application format will be available on the website of the Registrar at www.purvashare.com

Our Company, and the Registrar shall not be responsible if the Applications are not uploaded by SCSB or funds are not blocked in the Investors' ASBA Accounts on or before the Issue Closing Date.

ADDITIONAL RIGHTS SHARES

Investors are eligible to apply for additional Rights Shares over and above their Rights Entitlements, provided that they are eligible to apply for Rights Shares under applicable law and they have applied for all the Rights Shares forming part of their Rights Entitlements without renouncing them in whole or in part. Where the number of additional Rights Shares applied for exceeds the number available for Allotment, the Allotment would be made as per the Basis of Allotment finalised in consultation with the Designated Stock Exchange. Applications for additional Rights Shares shall be considered and Allotment shall be made in accordance with the SEBI ICDR Regulations and in the manner prescribed under the section '**Basis of Allotment**' on page 231 of the letter of offer.

CREDIT OF RIGHTS ENTITLEMENTS IN DEMAT ACCOUNTS OF ELIGIBLE EQUITY SHAREHOLDERS**Rights Entitlements**

As your name appears as a beneficial owner in respect of the issued and paid-up Equity Shares held in dematerialised form or appears in the register of members of our Company as an Eligible Equity Shareholder in respect of our Equity Shares held in physical form, as on the Record Date, i.e. May 02, 2025 you may be entitled to subscribe to the number of Rights Shares as set out in the Rights Entitlement Letter.

The Registrar will send/dispatch a Rights Entitlement Letter along with the Abridged letter of offer and the Common Application Form to all Eligible Equity Shareholders who have provided an Indian address to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlements or Rights Shares is permitted under laws of such jurisdiction and does not result in and may not be construed as, a public offering in such jurisdictions, which will contain details of their Rights Entitlements based on their shareholding as on the Record Date.

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e. www.purvashare.com) by entering their DP ID and Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form) and PAN. The link for the same shall also be available on the website of our Company (i.e. www.thealanscott.com).

Rights Entitlements shall be credited to the respective demat accounts of Eligible Equity Shareholders before the Issue Opening Date only in dematerialised form. If Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to our Company or to the Registrar, they are required to provide their demat account details to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date. Such Eligible Equity Shareholders holding shares in physical form can update the details of their respective demat accounts on the website of the Registrar (i.e. www.purvashare.com). Such Eligible Equity Shareholders can make an Application only after the Rights Entitlements is credited to their respective demat accounts.

PROCEDURE FOR RENUNCIATION OF RIGHTS ENTITLEMENTS

The Investors may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of BSE Limited; or (b) through an off-market transfer, during the Renunciation Period. The Investors should have the demat Rights Entitlements credited/lying in his/ her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

Investors may be subject to adverse foreign, state, or local tax or legal consequences as a result of trading in the Rights Entitlements. Investors who intend to trade in the Rights Entitlements should consult their tax advisor or stock broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for trading in Rights Entitlements. The Company accepts no responsibility to bear or pay any cost, applicable taxes, charges and expenses (including brokerage), and such costs will be incurred solely by the Investors.

Please note that the Rights Entitlements which are neither renounced nor subscribed by the Investors on or before the Issue Closing Date shall lapse and shall be extinguished after the Issue Closing Date.

On Market Renunciation

The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the Stock Exchange through a registered stock broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on BSE Limited under INE273F20022 subject to requisite approvals. The details for trading in Rights Entitlements will be as specified by BSE Limited from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlement.

The On Market Renunciation shall take place only during the Renunciation Period for On Market Renunciation, i.e., from Thursday, May 15, 2025 to Friday May 23, 2025 (both days inclusive).

The Investors holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock brokers by quoting the RE ISIN INE273F20014 and indicating the details of the Rights Entitlements they intend to sell. The Investors can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The On Market Renunciation shall take place electronically on secondary market platform of BSE under automatic order matching mechanism and on 'T+2 rolling settlement basis', where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock broker will issue a contract note in accordance with the requirements of BSE Limited and SEBI.

Off Market Renunciation

The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialised form only.

Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renounees on or prior to the Issue Closing Date.

The Investors holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the RE ISIN INE273F20022, the details of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Investors can transfer Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository participants.

The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time.

FRACTIONAL ENTITLEMENTS

The Rights Shares are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of 1 (One) Rights Shares for every 2 (Two) Equity Shares held as on the Record Date. As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored.

INTENTION AND PARTICIPATION BY THE PROMOTER AND PROMOTER GROUP

The Promoter of our Company, through his letter dated January 06, 2025, has confirmed that, he intends to subscribe in part or to full extent of his Right Entitlements in this Issue and to the extent of the unsubscribed portion (if any) of this Issue and that he shall not renounce his Right Entitlements in accordance with the provisions of Regulation 86 of the SEBI (ICDR) Regulations.

The Promoter has confirmed that he intends to apply for and subscribe to the additional Rights Equity Shares and any Rights Equity Shares offered in the Issue that remains unsubscribed, subject to compliance with the minimum public shareholding requirements, as prescribed under and subject to compliance with the provisions of the Companies Act, the SCRR, SEBI (ICDR) Regulations, SEBI (LODR) Regulations, and SEBI (SAST) Regulations.

Any such subscription for Rights Equity Shares over and above the Rights Entitlement of the Promoter may result in an increase in his shareholding percentage in the Company. The allotment of Rights Equity Shares of the Company subscribed by the Promoter in this Issue shall be eligible for exemption from open offer requirements in terms of Regulation 10(4)(a) and 10(4)(b) of the SEBI (SAST) Regulations. This Issue shall not result in a change of control of the management of our Company in accordance with the provisions of SEBI (SAST) Regulations. Our Company is in compliance with Regulation 38 of the SEBI (LODR) Regulations and will continue to comply with the minimum public shareholding requirements under applicable law, pursuant to this Issue.

In case this Issue remains unsubscribed, the Board of Directors may dispose of such unsubscribed portion in the best interest of the Company and in compliance with the applicable laws.

No person connected with this Issue shall offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to any Investor for making an application in this Issue, except for fees or commission for services rendered in relation to the Issue.

OTHER DISCLOSURE

A copy of the Letter of Offer dated April 24, 2025 made by the Company for rights issue of Equity Shares is available for inspection on the website of the Company from the date of the Letter of Offer until the Issue Closing Date.

DECLARATION BY OUR COMPANY

We hereby certify that no statement made in the Letter of Offer contravenes any of the provisions of the Companies Act, the SEBI Act, or the rules made thereunder or regulations issued thereunder, as the case may be. We further certify that all the legal requirements

ABRIDGED LETTER OF OFFER CONTAINING SALIENT FEATURES OF THE LETTER OF OFFER

connected with the Issue as also the regulations, guidelines, instructions, etc., issued by SEBI, Government of India and any other competent authority in this behalf, have been duly complied with.

We further certify that all disclosures made in the Letter of Offer are true and correct.

SIGNED BY THE DIRECTORS AND CHIEF FINANCIAL OFFICER OF OUR COMPANY

Name and Designation	Signature
Mr. Suresh Pukhraj Jain DIN: 00048463 Designation: Chairperson and Managing Director Place: Mumbai	Sd/-
Saloni Suresh Jain DIN: 07361076 Designation: Director Place: Mumbai	Sd/-
Darshan Suresh Jain DIN: 07392244 Designation: Director Place: Mumbai	Sd/-
Martin Xavier Fernandes DIN: 01375840 Designation: Independent Director Place: Mumbai	Sd/-
Haresh Kantilal Parekh DIN: 09116527 Designation: Non-Executive/ Independent Director Place: Mumbai	Sd/-
Kadayam Ramanathan Bharat Designation: Non Executive Independent Director DIN: 00584367 Place: Mumbai	Sd/-
Vishesh Bapna Designation: Chief Financial Officer Place: Mumbai	Sd/-
Sheetal Jagetiya Designation: Company Secretary and Compliance officer Place: Mumbai	Sd/-

Date: April 24, 2025

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