DRAFT ABRIDGED PROSPECTUS
Dated: July 14, 2026
100%Book Built Issue
Please read section 26 and 32 of the Companies Act, 2013
(This Draft Abridged Prospectus will be updated upon filing with ROC)

(Please scan this QR Code to view the Draft Red Herring Prospectus and Abridged Prospectus)

OMARA VENTURES INDIA LIMITED

Corporate Identification Number: U46498CH2020PLC046674

REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
SCO 162 & 163, Sector 9-C, Madhya Marg, Sector 9 (Chandigarh), Chandigarh, India, 160009	-	**Mrs. Payal Agrawal,** Company Secretary & Compliance Officer	**Email**: info@omara.in; **Tel No.**: +91 172-4106777	www.omara.in

PROMOTER OF OUR COMPANY
MR. SAMARTH JAISWAL AND MRS. ISHANI MEHTA JAISWAL

DETAILS OF THE ISSUE

TYPE	FRESH ISSUE SIZE	OFFER FOR SALE	TOTAL ISSUE SIZE	ELIGIBILITY
Fresh Issue	Up to 16,25,000 Equity Shares of face value of ₹10 each and at the Issue Price of Rs. [●] each aggregating to up to ₹ [●] Lakhs.	N.A.	Up to 16,25,000 Equity Shares of face value of ₹10 each and at the Issue Price of Rs. [●] each aggregating to up to ₹ [●] Lakhs.	The Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended. The Issue is being made pursuant to Regulation 229 (1) and 253 (1) of SEBI (ICDR) Regulations, as the Company's post issue paid up capital is less than Rs. 10.00 Cr.

DETAILS OF OFFER FOR SALE BY THE SELLING SHAREHOLDERS AND WEIGHTED AVERAGE COST OF ACQUISITION

NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public Issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of o ur Company. The face value of Equity Shares is ₹10.00 each and the Issue price is [●] times of the face value of the Equity Shares. The Floor Price, Cap Price and Issue Price (determined by our Company in consultation with the Book Running Lead Manager, in accordance with the SEBI ICDR Regulations), and on the basis of the assessment of market demand for the Equity Shares by way of Book Building Process as stated in chapter titled ***"Basis for Issue Price"*** on **Error! Bookmark not defined.** of this Draft Red Herring Prospectus, should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding active and/or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**"), nor does SEBI guarantee the accuracy or adequacy of this Draft Red Herring Prospectus. ***Specific attention of the investors is invited to "Risk Factors" on page*** *Error! Bookmark not defined.* ***of this Draft Red Herring Prospectus***.

ISSUER'S AND PROMOTERS ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospe ctus contains all information with regard to our Company and the Issue, which is material in the context of the issue, that the inf ormation contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinio ns and intentions expressed herein are honestly held and that there are no other facts, the om ission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares offered through the Draft Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limit ed ("**BSE SME**") in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received **"In-Principle"** approval from the BSE Limited ("**BSE**") for using its name in the Offer document for the listing of the Equity Shares, pursuant to letter dated [●] letter no [●]. For the purpose of this Issue, the Designated Stock Exchange will be the BSE Limited ("**BSE**").

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
WEALTH MINE NETWORKS LIMITED	**BIGSHARE SERVICES PRIVATE LIMITED**
Contact Person: Mr. Jay Trivedi/ Miss. Shabnam Khureshi **Tel. No.:** +91 77788 67143/ 82007 08527 **Email:** info@wealthminenetworks.com	**Contact Person:** Vinayak Morbale **Tel. No.:** 022 6263 8200 **Email:** ipo@bigshareonline.com

ISSUE PROGRAMME

ANCHOR PORTION ISSUE OPEN/CLOSE ON:	[●] (1)

ISSUE OPENS ON	[●][1]
ISSUE CLOSES ON	[●][2][3]

**Subject to finalization of the Basis of Allotment.*

[1] *The Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR regulations. The Anchor Investor Bid/ Issue period shall be one Working Day prior to the Bid/Issue opening Date.*

[2] *Our Company may, in consultation with the Book Running Lead Manager, consider closing the Bid/Issue period for QIBs one Working Day prior to the Bid/Issue closing Date in accordance with the SEBI ICDR Regulations.*

[3] *UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue closing Date.*

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SUMMARY OF THE PRIMARY BUSINESS

We are a retail jewellery business engaged in selling a range of diamond jewellery made using natural diamonds and precious and semi-precious gemstones, set in precious metals such as gold, Platinum and silver. Our jewellery is marketed and sold under our brand name "Omara" and is primarily offered through our retail boutique.

The following table sets forth the segment -wise bifurcation of our revenue:

(Rs. In Lakhs)

Particulars	March 31, 2026		March 31, 2025		March 31, 2024	
	Revenue	%	Revenue	%	Revenue	%
Solitaire and Diamond Jewellery	3,071.74	66.96%	2,112.94	89.82%	2,233.86	96.31%
Gold Jewellery	1,458.60	31.80%	239.53	10.18%	85.51	3.69%
Silver Coins	57.01	1.24%	-	-	-	-
Total	**4,587.35**	**100%**	**2,352.47**	**100%**	**2,319.36**	**100%**

The percentage of contribution of our Company's customers vis-à-vis the total revenue from operations respectively for the financial year ended March 31, 2026, 2025 and 2024 is as follows:

(Rs. In Lakhs)

Particulars	March 31, 2026		March 31, 2025		March 31, 2024	
	Revenue	%	Revenue	%	Revenue	%
Top 5 Customer	36.12	0.79%	46.49	1.98%	47.44	2.05%

The following table sets forth the state-wise revenue generated by our Company for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024:

(Rs. In Lakhs)

Particulars	March 31, 2026		March 31, 2025		March 31, 2024	
	Revenue	%	Revenue	%	Revenue	%
Chandigarh	3,803.84	82.92%	2,193.06	93.22%	1,815.74	78.29%
Haryana	-	-	-	-	1.31	0.06%
Maharashtra	749.72	16.34%	55.36	2.35%	322.30	13.90%
Punjab	33.79	0.74%	-	-	-	-
Rajasthan	-	-	89.25	3.79%	178.42	7.69%
Tamil Nadu	-	-	0.53	0.02%	-	-
Telangana	-	-	2.62	0.11%	-	-
Uttar Pradesh	-	-	-	-	1.60	0.07%
West Bengal	-	-	11.65	0.50%	-	-
Total	**4,587.35**	**100.00%**	**2,352.47**	**100.00%**	**2,319.36**	**100.00%**

MANUFACTURING AND OPERATIONS

Our business process is designed to support our retail-focused diamond jewellery business and is centred around in-house product conceptualisation, design development, product curation, quality review, inventory management and customer engagement. While our Company focuses on design, brand positioning, customer preferences and retail operations, the manufacturing and development of jewellery is undertaken through our product development and supply arrangement partners in accordance with our approved designs, specifications and quality standards.

OUR STRENGTHS

- Curated and design-led jewellery portfolio
- In-house product conceptualisation and design focus
- Emphasis on quality, certification and product authenticity
- Customer-centric retail experience
- Brand visibility through selective marketing initiatives and Logo Embossing
- Established retail boutique and operational infrastructure
- Experienced promoters and management support

OUR BUSINESS STRATEGIES

- Strengthen the "Omara" brand positioning
- Expand and refine our design-led product portfolio
- Enhance customisation and personalised jewellery services

- Maintain focus on quality, certification and authenticity
- Improve customer reach through retail, events and digital channels
- Strengthen operational efficiency and inventory controls
- Optimising Capital Structure and Reducing Finance Costs
- Build long-term customer relationships

For further *details, please refer to the chapter titled* ***"Business Overview"*** *beginning on page 132 of the Draft Red Herring Prospectus.*

SUMMARY OF THE INDUSTRY

India's gold and diamond trade contributes about 7% to the country's Gross Domestic Product (GDP), with the Gems & Jewellery sector employing nearly five million people. Recognising its immense potential for growth and value addition, the Government has identified the sector as a focus area for export promotion. To strengthen 'Brand India' in the global market, several initiatives have been introduced, including measures to promote investment, upgrade technology, and enhance skills. The Government has also permitted 100% FDI in the sector under the automatic route, allowing foreign investors and Indian companies to invest without prior approvals. Further, the India-United Kingdom (UK) Comprehensive Economic and Trade Agreement (CETA), signed in July 2025, has eliminated import duties of 2.5-4% on plain gold and diamond jewellery, giving Indian exporters a competitive edge and expected to more than double India's Gems & Jewellery exports to the UK to Rs. 21,183 crore (US$ 2.5 billion) by 2027.

(Source: https://www.ibef.org/industry/gems-jewellery-india *)*

(For more information on the industry, please refer to chapter titled ***"Industry Overview"*** *on page no. 122 of this Draft Red Herring Prospectus.)*

PROMOTERS

The Details of the promoters are provide as below:

PROMOTERS OF THE ISSUER COMPANY			
Sr. No.	**Name**	**Individual/ Corporate**	**Experience & Educational Qualification**
1.	**Mr. Samarth Jaiswal**	Individual	**Mr. Samarth Jaiswal,** aged 33 years, is the Managing Director and one of the promoters of our Company. He has been associated with the Company since its incorporation and was appointed as Managing Director with effect from April 01, 2025. He holds a Bachelor of Management Studies degree from St. Xavier's College – Autonomous, affiliated with the University of Mumbai, and has also undertaken professional training at the Gemological Institute of America. He has more than 10 years of experience in the gems and jewellery industry. He is responsible for overseeing the strategic and operational functions of our Company, including business strategy, governance, sourcing, design philosophy, financial planning and client relationships. He is also involved in maintaining brand integrity, enhancing stakeholder value and ensuring the continuity and growth of the OMARA brand.
2.	**Mrs. Ishani Mehta Jaiswal**	Individual	**Mrs. Ishani Mehta Jaiswal,** aged 32 years, is the Non-Executive Director of our Company. She holds a B.A. LL.B. (Hons.) degree from Jindal Global Law School, NCR Delhi, and has more than 4 years of professional experience. She has experience in legal advisory and social impact initiatives. In 2016, she was associated with People For Animals (PFA), founded by Smt. Maneka Gandhi, where she served as Legal Counsel for nine months. During her tenure, she advised on animal welfare and protection laws, represented the organisation in legal matters, and supported policy-driven advocacy initiatives. Her professional experience reflects her exposure to legal advisory, governance and social responsibility matters.

For details in respect of our Promoters, please refer to the chapter titled ***"Our Promoters and Promoter Group"*** *beginning on page 194 of the Draft Red Herring Prospectus.*

OBJECTS OF THE ISSUE

The Net Proceeds are proposed to be utilised in the manner set out in the following table:

(₹ in lakhs)

Sr. No.	Particulars	Estimated Amount to be financed from Net Proceeds	Estimated utilization of Net Proceeds in F. Y. 2026-27
1.	Funding capital expenditure requirements towards Renovation and Expansion of the Jewellery Boutique	200.00	200.00
2.	Marketing and promotional expenses aimed at enhancing local brand awareness and visibility of our flagship brand, “OMARA”;	200.00	200.00
3.	Funding towards repayment or prepayment, in full or in part, of borrowings availed by our Company from bank and financial institutions;	1,800.00	1,800.00
4.	Funding the long-term working capital requirements of our Company;	1,000.00	1,000.00
5.	General Corporate Purpose*	[●]	[●]
	Total#	[●]	[●]

** The amount to be utilised for general corporate purposes will not exceed fifteen percent of the amount being raised by our Company or ₹ 10 Crores, whichever is less in accordance with Regulation 230(2) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025.*

To be finalised upon determination of the issue Price and updated in the Prospectus prior to filing with the RoC.

DETAILS OF THE OBJECTS OF THE OFFER

(a) Funding capital expenditure requirements towards Renovation and Expansion of the Jewellery Boutique

The Company proposes to utilise ₹200.00 lakhs towards renovation, expansion and establishment of a jewellery Boutique under the “Omara” brand at SCO 162-163, Sector 9-C, Madhya Marg, Chandigarh. The proposed Boutique will serve as an integrated retail and customer engagement facility for product display, private consultations, bridal and occasion-based jewellery selection, design customisation and related support functions. The Boutique is expected to enhance customer experience, strengthen brand presentation and support the Company’s long-term business growth.

(b) Marketing and promotional expenses aimed at enhancing local brand awareness and visibility of our flagship brand, “OMARA”

The Company proposes to utilise ₹200.00 lakhs towards marketing and promotional activities for enhancing the visibility, brand awareness and customer recall of its flagship brand, “Omara”. The proposed initiatives will include branding, print media, magazines, digital advertising, outdoor promotions, influencer collaborations and content creation. These activities are expected to increase boutique footfall, strengthen customer engagement, support customer acquisition and enhance the Company’s market presence in Chandigarh and other select markets.

(c) Full or part repayment and/or prepayment of certain outstanding borrowings availed by our Company

The Company proposes to utilise ₹1,800.00 lakhs from the Net Proceeds towards full or partial repayment or prepayment of certain secured and unsecured borrowings availed from banks and financial institutions. The proposed repayment is expected to reduce the Company’s outstanding indebtedness and debt-servicing costs, improve its debt-equity ratio and enable greater utilisation of internal accruals for business growth and expansion. Any applicable prepayment or foreclosure charges shall be funded through internal accruals and not from the Net Proceeds. The repayment is expected to reduce finance costs, improve the Company’s leverage position and strengthen its balance sheet.

(d) Funding Working Capital Requirements

The Company proposes to utilise ₹1,000.00 lakhs from the Net Proceeds towards funding its long-term working capital requirements. The funds will primarily support procurement and maintenance of adequate inventory of diamond jewellery, solitaires, gemstones, precious metals and other allied materials across various designs, categories and price points, including requirements arising from the proposed expansion of the jewellery Boutique.

The proposed utilisation is expected to strengthen inventory availability, support timely replenishment and customised jewellery orders, improve procurement planning and operational flexibility, and reduce the Company’s dependence on external working capital borrowings.

(e) General Corporate Purposes

The Company proposes to utilise ₹[●] lakhs from the Net Proceeds towards general corporate purposes, including funding business growth opportunities, operational requirements, capital expenditure, marketing and brand-building initiatives, contingencies and other business requirements, as may be approved by the Board.

The utilisation of such funds will be determined by the Board based on the Company's business requirements and shall not exceed 15% of the amount raised through the Fresh Issue or ₹10 crores, whichever is lower, in accordance with applicable laws.

*For details in respect of the object of the offer, please refer to the chapter titled **"Objects of the Issue"** beginning on page 80 of the Draft Red Herring Prospectus.*

FOR THE PROMOTER(S), PROMOTER GROUP AND ADDITIONAL TOP 10 SHAREHOLDERS & OTHER PUBLIC SHAREHOLDERS, THE PRE-OFFER AND POST-OFFER SHAREHOLDING AS AT ALLOTMENT:

Sr. No.	Pre-Offer shareholding as at the date of Advertisement			Post-Offer shareholding as at Allotment(3)			
	Shareholders *	Number of Equity Shares (2)	Shareholding (in %) (2)	At the lower end of the price band (₹[●])		At the upper end of the price band (₹[●])	
				Number of Equity Shares (2)	Shareholding (in %) (2)	Number of Equity Shares (2)	Shareholding (in %) (2)
Promoters							
1.	Mr. Samarth Jaiswal	29,83,495	99.12%	[●]	[●]	[●]	[●]
2.	Mrs. Ishani Mehta Jaiswal	301	0.01%	[●]	[●]	[●]	[●]
	Sub-Total	**29,83,796**	**99.13%**	[●]	[●]	[●]	[●]
Promoter Group							
1.	Mr. Sunil Jaiswal	25,000	0.83%	[●]	[●]	[●]	[●]
2.	Mrs. Sadhna Jaiswal	301	0.01%	[●]	[●]	[●]	[●]
3.	Mrs. Monisha Mehta	301	0.01%	[●]	[●]	[●]	[●]
4.	Mr. Punit Mehta	301	0.01%	[●]	[●]	[●]	[●]
	Sub-Total	**25,903**	**0.86%**	[●]	[●]	[●]	[●]
Top 10 Shareholders							
1.	Mrs. Ruchi Shaw	301	0.01%	[●]	[●]	[●]	[●]
	Sub-Total	**301**	**0.01%**				
Other Public Shareholder							
Nil							
Total		**30,10,000**	**100.00%**	[●]	[●]	[●]	[●]

Notes:
(1) Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-offer and price band advertisement until date of prospectus.
(2) Based on the Offer price of ₹ [●].

SUMMARY OF FINANCIAL INFORMATION

The following tables set forth details the financial information as per the Restated Audited Financial Statements for financial year ended on March 31, 2026, 2025 and 2024:

(Rs. in Lakhs)

Particulars	For the period / year ended on,		
	March 31, 2026	March 31, 2025	March 31, 2024
Share Capital/ Partner's Capital	301.00	1.00	1.00
Net Worth*	1,252.39	315.85	42.69
Revenue From Operations	4,587.35	2,352.47	2,319.36
Total Revenue **	4,587.35	2,352.49	2,319.46
EBITDA	1,442.62	487.36	183.95
Profit after Tax	936.53	273.16	31.11
EPS (in Rs.)- Basis & Diluted (₹)#	31.11	9.08	1.03

Particulars	For the period / year ended on,		
	March 31, 2026	March 31, 2025	March 31, 2024
Net Worth	1,252.39	315.85	42.69
NAV per equity share (₹)##	41.61	10.49	1.42
Total borrowings^	2,242.86	1,395.25	1,124.64
Cash flow from operating activities	(670.34)	(83.62)	(9.81)
Cash flow from investing activities	(27.68)	(107.20)	-
Cash flow from financing activities	698.25	170.48	59.93

**Net Worth = Restated Equity Share Capital plus Reserves and Surplus*
***Total Revenue = Restated Revenue from operations plus Restated Other Income*
#Earnings per share (Basic & diluted) = Restated profit for the period divided by Restated weighted average number of Equity Shares outstanding during the period
##Net Asset Value per Equity Share = Restated Net worth divided by Restated number of Equity Shares outstanding during the period with Bonus Impact with retrospective effect
^Total Borrowings = Restated Long-Term Borrowings Plus Restated Short-Term Borrowings

*(For detail information, please refer to the chapters and notes mentioned therein titled '**Restated Financial Statement** and '**Management's Discussion and Analysis of Financial Conditions and Results of Operations**' beginning on page no. 201 and 214 respectively of this Draft Red Herring Prospectus.)*

SUMMARY OF KEY PERFORMANCE INDICATORS

The following table set forth certain key performance indicators for the fiscal years ended indicated:

(₹ in Lakhs)

Particulars	For the Year ended on		
	March 31, 2026	March 31, 2025	March 31, 2024
Financial KPIs			
Revenue from Operations	4,587.35	2,352.47	2,319.36
Growth in Revenue (y-o-y)(%)	95.00%	1.43%	-
Profit after Tax (PAT)	936.53	273.16	31.11
PAT Margin (%)	20.42%	11.61%	1.34%
EBITDA	1,442.62	487.36	183.95
EBITDA Margin (%)	31.45%	20.72%	7.93%
Net Worth	1,252.39	315.85	42.69
Return on Net Worth (RoE) (%)	74.78%	86.49%	72.89%
Return on Capital Employed (RoCE) (%)	85.38%	82.36%	71.34%
Total Debt	2,242.86	1,395.25	1,124.64
Current Ratio	1.48	1.16	1.05
Debt Equity Ratio	1.79	4.42	26.35
Cost of goods sold	2,771.47	1,501.06	1,800.97
Gross Profit	1,815.88	851.41	518.39
Gross Profit Margin(%)	39.58%	36.19%	22.35%
Advertising and Sales Promotion Expenses	127.09	137.56	112.19
Advertising and Sales Promotion Expense as a percentage of revenue from operations (%)	2.77%	5.85%	4.84%

Notes:

(1) *Revenue from Operations means the Revenue from Operations as appearing in the Restated Financial Statements.*
(2) *EBITDA is calculated as Profit before tax + Depreciation & amortization + Interest Expenses - Other Income.*
(3) *'EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations*
(4) *'PAT Margin' is calculated as PAT for the period/year divided by revenue from operations.*
(5) *Net worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of statement of profit and loss, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off and non-controlling interest, as per the Restated Financial Information, but does not include reserves created out of revaluation of assets, write- back of depreciation and amalgamation.*
(6) *Return on Equity is ratio of Profit after Tax and Shareholder Equity at the end of the year.*
(7) *Return on Capital Employed is calculated as Earnings Before Interest and Tax (EBIT) divided by Capital Employed end of the period.*
(8) *Total Debt comprises both short-term and long-term borrowings, including working capital loans, term loans, and other secured or unsecured borrowings outstanding as at the reporting date.*
(9) *Current Ratio is calculated as current assets divided by current liabilities.*
(10) *Debt equity ratio is calculated as total debts divided by total shareholders' equity.*

(11) *Capital Employed is defined as Net Worth plus Long-Term Debt.*
(12) *Cost of goods sold is calculated by purchase of stock-in-trade plus change in inventories of stock-in-trade.*
(13) *Gross Profit Margin is calculated by deducting cost of goods sold from revenue from operations*

RISK FACTORS

The below mentioned risks are the top 10 internal risk factors as per the Draft Red Herring Prospectus:

1. We are dependent on our suppliers for uninterrupted supply of Raw-Materials. Any shortfall in the supply of our raw materials, or an increase in our raw material costs and other input costs, may adversely affect the pricing and supply of our products with subsequently having an adverse effect on the business, results of operations and financial conditions of our company.
2. Our business depends on our ability to maintain relationships with existing customers and attract new customers. Loss of relationship with any of these customers or a significant reduction in purchases by any one or more such customers could adversely affect our financial performance.
3. We generate our major portion of sales from our operations in certain geographical regions especially, Chandigarh. Any adverse developments affecting our operations in these regions could have an adverse impact on our revenue and results of operations.
4. A significant portion of our revenue has historically been generated from the sale of Solitaire and Diamond Jewellery. Any reduction in demand for this product category could adversely affect our business, financial condition and results of operations.
5. Our Company did not have BIS registration for its sales outlet for a certain period, and any adverse action in this regard may affect our business, reputation and results of operations.
6. Certain delays, discrepancies and Omissions have been detected in our statutory records, as well as in records related to the submission of returns to the concerned Registrar of Companies.
7. There are certain discrepancies and non-compliances noticed in filing of returns and deposit of statutory dues with the taxation and other statutory authorities in the past. Any delay in payment of statutory dues by our Company in future, may result in the imposition of penalties, which could adversely impact our financials.
8. Our business is geographically concentrated in Chandigarh, and any adverse developments in this region may materially affect our operations.
9. Any fluctuation in the prices or availability of diamonds, gold and other precious materials may adversely affect our business, financial condition and results of operations.
10. We have experienced negative cash flows from Operating and investing activities in the past.

*(For further details, please refer to the Section titled "**Risk Factors**" beginning from page no. 27 of the Draft Red Herring Prospectus.)*

WEIGHTED AVERAGE PRICE OF THE EQUITY SHARES ACQUIRED BY OUR PROMOTERS IN THE LAST ONE YEAR PRECEDING THE DATE OF THIS DRAFT RED HERRING PROSPECTUS

The details of the weighted average price of the Equity Shares acquired by our Promoters during the one year preceding the date of this Draft Red Herring Prospectus is as follows:

Name of Promoter	No. of equity share acquired in last 1 year	Weighted Average cost of acquisition (in Rs.)* $
Promoter		
Mrs. Samarth Jaiswal	29,78,498	Nil
Mr. Ishani Mehta Jaiswal	300	Nil

The weighted average cost of acquisition of Equity Shares by our Promoters in the last year, have been calculated by considering the amount paid by them to acquire and Shares allotted to them as reduced by amount received on sale of shares i.e., net of sale consideration is divided by net quantity of shares acquired.

** As certified by Mehan Associates, Chartered Accountants, by way of their certificate dated June 17, 2026.*

$Calculated after taking into account conversion of CCPS.

*(For further details, please refer to the chapter titled **"Capital Structure"** on page 68**Error! Bookmark not defined.** of this Draft Red Herring Prospectus.)*

AVERAGE COST OF ACQUISITION OF SHARES FOR PROMOTER

The average cost of acquisition of Equity Shares by our Promoters and selling shareholders is set forth in the table below:

Name of Promoter	No. of equity share held	Average cost of acquisition (in Rs.)* $
Promoter		
Mrs. Samarth Jaiswal	29,83,495	0.03
Mr. Ishani Mehta Jaiswal	301	Nil

The average cost of acquisition of Equity Shares by our Promoters have been calculated by considering the amount paid by them to acquire and Shares allotted to them as reduced by amount received on sale of shares i.e., net of sale consideration is divided by net quantity of shares acquired.

** As certified by Mehan Associates, Chartered Accountants, by way of their certificate dated June 17, 2026.*

$Calculated after taking into account conversion of CCPS.

(For further details, please refer to the chapter titled ***"Capital Structure"*** *on page 68 of the Draft Red Herring Prospectus.)*

Weighted average cost of acquisition of all shares transacted in the one year and three years preceding the date of draft offer document / offer document

Period	Weighted Average Cost of Acquisition (in Rs.)	Cap Price (₹[●]) is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price
Last one year preceding the date of the Draft Red Herring Prospectus	*Nil*	*[●]*	-
Last three years preceding the date of the Draft Red Herring Prospectus	*Nil*	*[●]*	-

**Allotment was done at the face value of Rs. 10 each.*

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Details of Promoters are set forth as below:

Sr. No.	Name	Designation (Independent / Whole time / Executive / Nominee)
1.	Mr. Samarth Jaiswal	Managing Director
2.	Mrs. Ishani Mehta Jaiswal	Non-Executive Director
3.	Mr. Deepak Khetarpal	Independent Director
4.	Mr. Tej Mohan Singh	Independent Director
5.	Ms. Payal Agrawal	Company Secretary & Compliance Officer
6.	Dhirendra Baloni	Chief Financial Officer

For further details, please refer to the chapter titled ***"Our Management"*** *beginning on page 178 of the Draft Red Herring Prospectus.*

AUDITORS' QUALIFICATIONS WHICH HAVE NOT BEEN GIVEN EFFECT TO IN THE RESTATED FINANCIAL STATEMENTS

There are no auditor qualifications which would require adjustments in the Restated Financial Information and for which no such effect has been given.

SUMMARY OF THE OUTSTANDING LITIGATIONS

A summary of the outstanding litigation proceedings and other material developments is provided below:

Name	By / Against	Material Civil Proceedings	Criminal Proceedings	Tax Proceedings	Statutory/ Regulatory proceedings	Disciplinary actions by the SEBI/Stock Exchanges against our promoter	Aggregate Amount Involved *(₹ in lakhs)*
Company	By	-	-	-	-	-	-
	Against	-	-	-	-	-	-

Promoter	By	-	-	-	-	-	-
	Against	-	-	-	-	-	-
KPM	By	-	-	-	-	-	-
	Against	-	-	-	-	-	-
Group Companies /Entities	By	-	-	-	-	-	-
	Against	-	-	-	-	-	-
Directors other than Promoters	By	-	-	-	-	-	-
	Against	-	-	-	-	-	-

*(For further details in relation to legal proceedings involving our Company, Promoters, Directors and Group Companies, please refer chapters titled "**Outstanding Litigations and Material Developments**" and "**Risk Factors**" on page no. 230 and 27, respectively, of the* Draft Red Herring Prospectus.*)*

DECLARATION BY THE COMPANY

We hereby declare that, all the relevant provisions Companies Act, 2013 and the rules, guidelines and regulations issued by the Government of India or the regulations/ guidelines issued by Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013 (to the extent notified), the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations/ guidelines issued, as the case may be. We further certify that all statements in the Draft Red Herring Prospectus are true and correct.