

COMMON BID CUM
APPLICATION FORM

FRACTAL INDUSTRIES LIMITED - INITIAL PUBLIC ISSUE - NR

Registered Office: Gala 212, Bhullar Star Indl. Estate, Andheri Kurla Rd, Andheri East, Mumbai - 400072, Maharashtra.

Tel No: +91 22-2852 8352; E-mail: investors@fractalindustries.in; Website: https://fractalindustries.in

Contact person: Ms. Kruti Parshwa Shah, Company Secretary & Compliance Officer, Corporate Identity Number: U14101MH2020PLC335773

FOR NON-RESIDENTS, INCLUDING ELIGIBLE NRIs,
FPIs, FVCIs AND REGISTERED MULTI LATERAL AND
BILATERAL DEVELOPMENT FINANCIAL INSTITUTIONS
ETC. APPLYING ON A REPATRIATION BASISTo,
The Board of Directors
FRACTAL INDUSTRIES LIMITED100% BOOK BUILT ISSUE
ISIN: INE1W3Q01011Bid cum
Application
Form No.

SYNDICATE MEMBER'S STAMP & CODE	SUB-SYNDICATE MEMBER'S/ REGISTERED BROKER'S/SCSB'S/CDP'S/RTA'S STAMP & CODE	1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER Mr. /Ms./M/s. _____ Address _____ _____ Email _____ Tel. No. (with STD code) / Mobile _____
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE	
BANK BRANCH SERIAL NO.	SCSB SERIAL NO.	
2. PAN OF SOLE / FIRST BIDDER _____		

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL															
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID															

4. BID OPTIONS (ONLY INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")																				
Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in Multiples of Bid Lot as advertised)								Price per Equity Share (₹) (Price in multiples of ₹ 1 only) (In Figures only)											"Cut-off" (Please tick)
									Bid Price			Individual Discount			Net Price					
	8	7	6	5	4	3	2	1	3	2	1	3	2	1	3	2	1			
Option 1																		<input type="checkbox"/>		
(OR) Option 2																		<input type="checkbox"/>		
(OR) Option 3																		<input type="checkbox"/>		

5. CATEGORY <input type="checkbox"/> Individual Bidders <input type="checkbox"/> Non-Institutional Bidders <input type="checkbox"/> QIB

6. INVESTOR STATUS <input type="checkbox"/> Non-Resident Indian(s) (Repatriation basis) - NRI <input type="checkbox"/> Registered Bilateral and Multilateral Development Financial Institutions - RBM <input type="checkbox"/> Foreign Venture Capital Investor - FVCI <input type="checkbox"/> Foreign Portfolio Investor - FPI <input type="checkbox"/> All entities other than QIB's, Bodies Corporate and Individuals - NOH <input type="checkbox"/> Other OTH
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Please note that applications must be made in minimum of 1200 Equity Shares and further multiples of 600 Equity Shares accordingly.

7. PAYMENT DETAILS [IN CAPITAL LETTERS]																PAYMENT OPTION: FULL PAYMENT <input checked="" type="checkbox"/>															
Amount blocked (₹ in figures) _____ (₹ in words) _____																															
ASBA Bank A/c No. _____																															
Bank Name & Branch _____																															
OR UPI ID (Maximum 45 characters) _____																															

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS COMMON BID CUM APPLICATION FORM, THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDER'S UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP FOR FILLING UP THE BID APPLICATION FORM GIVEN OVERLEAF.

8A. SIGNATURE OF SOLE/ FIRST BIDDER _____ Date : _____, 2026	8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS) I/We authorise the SCSB to do all acts as are necessary to make the application in the Issue. 1) _____ 2) _____ 3) _____	MEMBERS OF THE SYNDICATE / SUB-SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA / AGENT STAMP (ACKNOWLEDGING UPLOAD OF BID IN STOCK EXCHANGE SYSTEM) _____
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TEAR HERE

FRACTAL INDUSTRIES LIMITED
INITIAL PUBLIC ISSUE - NRAcknowledgement Slip for
Members of the Syndicate / Sub-Syndicate
Members / Registered Broker /
SCSB / CDP / RTA / AgentBid cum
Application
Form No.

DPID / CL. ID																																															
Amount blocked (₹ in figures)																ASBA Bank A/c No./UPI ID																Stamp and Signature of SCSB Branch / Members of the Syndicate / Sub-Syndicate Member / Registered Broker / CDP / RTA / Agent															
Bank Name & Branch																																															
Received from Mr./Ms./M/s. _____																																															
Telephone / Mobile																Email																															

TEAR HERE

FRACTAL INDUSTRIES LIMITED INITIAL PUBLIC ISSUE - NR	Option 1	Option 2	Option 3	Stamp & Signature of Members of the Syndicate/ Registered Broker / SCSB / CDP / RTA / Agent	Name of Sole / First Bidder _____ _____
	No. of Equity Shares				
	Bid Price (₹)				
	Amount Blocked (₹ in figures)				
ASBA Bank A/c No./UPI ID _____ Bank Name & Branch _____					Acknowledgement Slip for Bidder Bid cum Application Form No. _____

Important Note: Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.

FRACTAL INDUSTRIES LIMITED

1

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS
DATED FEBRUARY 9, 2026 (THE "RHP"). YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE RHP.**

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

(IN CASE OF A JOINT BID, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL THE JOINT BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE ISSUE OF EQUITY SHARES.)

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. On the basis of the RHP dated February 9, 2026, filed with the Registrar of Companies, Mumbai (the "RoC"), (if I am / we are in India) or the RHP, the General Information Document for Investing in Public Issue, ("GID") and having studied the attached details as per the Abridged Prospectus, I / we hereby apply for Allotment to me / us of the Equity Shares in the Issue upto my / our Bids for maximum number of Equity Shares at or above the Issue Price, to be discovered through the Book Building Process. I/We hereby confirm that I am/we are eligible person(s) to invest in the Issue in accordance with applicable laws. The amount payable on Bidding has been blocked in the ASBA Account with the relevant SCSEB or the bank account linked with the UPI ID (in case of UPI Bidders using UPI Mechanism) as mentioned in this Bid cum Application Form, as the case may be. I/We agree to accept the Equity Shares Bid for, or lesser number as may be Allotted to me/us subject to the terms of the RHP, Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/We undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the Depository records and to place my/our name on the register of members of the Company. I/We acknowledge that in case of QIB Bidders, only the SCSEBs (for Bids other than the Bids by Anchor Investors), and the BRLM and their affiliated Syndicate Member (only in the Specified Locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP as applicable. I/We authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the RoC without intimation to me/us and use this Bid cum Application Form as the application form for the purpose of the Issue.

I/WE CONFIRM THAT: EITHER I am/we are Indian national(s) resident in India and I am/we are not applying for the said Equity shares as nominees of any person resident outside India or foreign nationals or I am/we are Indian national(s) resident in India and I am/we are applying for the said Equity shares as power of attorney holder(s) of non-resident Indian(s) as mentioned on non-repatriation basis OR I am/we are Indian national(s) resident outside India and I am/we are applying for the said Equity shares on my/our own behalf through NRO account on non-repatriation basis. I/We represent, warrant, acknowledge and agree with the Company and the BRLM as follows: (A) I/We have read the RHP and that my/our investment decision is based solely on the RHP (B)I/we have read and agree to the representations, warranties and agreements contained the section "Other Regulatory and Statutory Disclosures-Disclaimer in respect of Jurisdiction" in the RHP (if I am/we are in India) or in the sections "Transfer Restrictions" and "Distribution and Solicitation Restrictions" of the Preliminary Offering Memorandum (if I am/we are outside India) (C) the Equity Shares issued in the Issue have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or the securities laws of any state of the United States and may not be issued or sold in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws and that the Equity Shares are being issued and sold only outside the United States in accordance with Regulation S under the Securities Act; (D) I was/we were outside of the United States at the time the Issue of the Equity Shares was made to me/us and I am/we are outside the United States at the time I/we signed this Bid cum Application Form; (E) the Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction; (F) I am/we are purchasing the Equity Shares pursuant to the laws of the jurisdictions applicable to me/us; (G) I am/we are not an affiliate of the Company or a person acting on behalf of such affiliate; (H) if I/we are making an application to acquire any of the Equity Shares as fiduciary or agent for one or more investor accounts, I/we have has sole investment discretion with respect to each such account and I/we have full power to make the foregoing representations, warranties, acknowledgments and agreements on behalf of each such account; and (i) if I/we are making an application to acquire any of the Equity shares for one or more managed accounts, I am /we are authorized in writing by each such managed account to subscribe to the Equity shares for each such managed account and to make (and I/we hereby make) the representations, warranties, acknowledgments and agreements herein for and on behalf of each such account, reading the reference to "I/we" to include such accounts.

FOR QIB BIDDERS: We confirm that the Bid size/maximum Equity Shares applied for by us does not exceed the relevant regulatory approvals/limits. We are not prohibited from accessing capital markets under any order/ruling/judgment of any regulatory, judicial or any other authority, including Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

Further: 1) In accordance with ASBA process provided in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and as disclosed in the RHP, I/we authorise (a) the Members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSEBs (at Designated SCSEBs Branches) or the RTAs (at Designated RTA Locations) or the CDPs (at Designated CDP Locations), as the case may be, to do all acts as are necessary to make the application in the Issue, including uploading our Bid, blocking, unblocking of funds in the bank account of the applicant maintained with the SCSEB as specified in the Bid cum Application Form or in the bank account of the Applicant linked with the UPI ID provided in the Bid cum Application Form, as the case may be, transfer of funds to the Public Issue Account on receipt of instruction from Registrar to the Issue or the Sponsor Bank, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Issue or Sponsor Bank, as the case may be, to issue instruction to the SCSEBs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSEB/Registrar to the Issue shall reject the application. 3) I/We hereby authorise the Members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSEBs (at Designated SCSEBs Branches) or CDPs (at Designated CDP locations) or the RTAs (at Designated RTA locations), as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

I/We hereby provide our consent to the Stock Exchanges / Sponsor Bank / NPCI / Registrar to the Issue for collecting, storing and usage validating our PAN details from the bank account where my / our amount is blocked by the relevant SCSEBs.

I/We acknowledge that as per existing policy of the Government of India, OCBs cannot participate in the Issue. I am /We are not an OCB. For further details, see "Issue Procedure" and "Restrictions on Foreign Ownership of Indian Securities" beginning on pages 351 and 380, respectively of the RHP.

INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means an 'indication to make an Issue' during the Bid/Issue period by a Bidder and not 'an Issue'.
- The First Bidder, should mention his/ her PAN allotted under the Income Tax Act, 1961, DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by investors who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the First Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act, 1961. Any Bid cum Application Form without the PAN is liable to be rejected other than as specified above. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with Central Board of Direct Taxes ("CBDT") notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022, read with press release dated March 28, 2022.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Issue will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical reconciliations or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment and delays in unblocking of ASBA Account at the Bidders' sole risk and neither the Members of the Syndicate nor the Registered Brokers nor the Registrar to the Issue nor RTAs/CDPs nor the SCSEBs nor the Company shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The Price Band and the minimum Bid Lot has been decided by our Company in consultation with the Book Running Lead Manager. Price band is ₹ 205/- to ₹ 216/- per Equity Share. The floor price is 20.50 times of the face value and the cap price is 21.60 times of the face value. Minimum Bid Lot is two lots and in multiples of 600 Equity Shares thereafter. The Bid/Issue period shall be for a minimum of 3 Working Days and shall not exceed 10 Working Days. In case of revision of the Price Band the Bid/Issue Period will be extended for at least three additional working days subject to the total Bid/Issue Period not exceeding 10 working days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a press release and also by indicating the changes on the websites of the BRLM and on the terminals of the Syndicate Members.
- Maximum and Minimum Bid Size:** In case of Individual Bidders, such number of Equity Shares for a minimum application size of two lots wherein amount exceeds more than ₹ 200,000. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Issue Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares in multiples of the minimum Bid Lot such that Bid Amount exceeds ₹ 200,000. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws and mentioned in the RHP.
- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please enter investor status as applicable. Please ensure investor status is updated in your Depository records.
- Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** Eligible NRIs bidding on a non-repatriation basis by using the Resident Bid cum Application Form are required to authorise their SCSEB to confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism), block their Non-Resident Ordinary (NRO) Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the Eligible NRIs Bidding on a non-repatriation basis can obtain the Bid cum Application Form from the Registered Office of the Company or from any of the Members of the Syndicate or CDPs or RTAs or Registered Brokers from the Bidding Centers. In accordance with applicable law and SEBI UPI Circulars, Bidders to please ensure that SCSEB where the ASBA Account is maintained has notified at least one branch in the location where Bid cum Application Forms will be deposited by Designated Intermediaries.
- Please note that application made using third party UPI ID or third party ASBA Bank Account are liable to be rejected.
 - QIBs cannot use UPI Mechanism to apply. UPI bidders applying up to ₹ 5,00,000 can apply as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.
 - UPI Bidders using UPI Mechanism:**
 - Please ensure that your Bank is offering UPI facility for public Issues.
 - Please mention UPI ID clearly in CAPITAL LETTERS only.
 - Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) UPI Bidders with application size up to ₹ 5,00,000 bidding through the UPI Mechanism may apply through the SCSEBs and mobile applications whose names appear on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmlid=40>) and (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmlid=43>) respectively, as updated from time to time.
 - Eligible NRIs applying in the Issue through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.**
 - UPI ID cannot exceed 45 characters.
 - Please ensure that you are using your UPI ID only and not the UPI ID belonging to any third party.
 - UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Issue Procedure" on page 351 of the RHP.
- Only the First Bidder is required to sign the Bid cum Application Form/Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Necessary revisions in the Bidders' undertaking and instructions will be required depending upon the jurisdiction in which the sale of shares is proposed.
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that Members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSEBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms; and c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchange do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022 and press release dated March 28, 2023 and any subsequent press releases in this regard. You may be sent the RHP and the Prospectus either in physical form or electronic form or both. You shall not distribute or forward these documents and these documents are subject to the disclaimers and restrictions contained in it or accompanied in it.
- The Equity Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended (the "Securities Act") or any state securities laws in the United States and may not be issued 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 U.S. state securities laws. Accordingly, the Equity Shares will be issued and sold (i) within the United States only to "qualified institutional buyers" as defined in Rule 144A under the U.S. Securities Act, and in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act, and (ii) in "offshore transactions" as defined in, and in reliance on, Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those Issue and sales occur.
- This Bid cum Application Form is being offered to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgement set out in "Other Regulatory and Statutory Disclosures" and "Issue Procedure" on pages 324 and 351 of the RHP and (ii) agree to abide by (1) this Bid cum Application Form and (2) the RHP (if you are in India) with the terms and conditions contained therein or the Preliminary Offering Memorandum (if you are outside India) together with the terms and conditions contained therein.

Note: Terms used but not defined herein shall have the meaning assigned to such terms in the RHP, as applicable. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is also available on the respective websites of the BRLM and the Stock Exchange.

TEAR HERE

COMPANY CONTACT DETAILS		REGISTRAR TO THE ISSUE
FRAC TAL INDUSTRIES LIMITED Corporate Identity Number: U14101MH2020PLC335773 Registered Office: Gala 212, Bhullar Star Indl. Estate, Andheri Kurla Rd, Andheri East, Mumbai - 400072, Maharashtra. Tel No: +91 22-2852 8352; E-mail: investors@fractalindustries.in; Website: https://fractalindustries.in/ Contact person: Ms. Kruti Parshwa Shah, Company Secretary & Compliance Officer;		KFIN TECHNOLOGIES LIMITED; Address: Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India; Tel No.: +91 40 6716 2222 Email Id: fractal ipo@kfinetech.com Investor Grievance Email: enward.ris@kfinetech.com Website: www.kfinetech.com Contact Person: M Murali Krishna SEBI Registration No.: INR000000221 CIN: L72400MH2017PLC444072

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF RED HERRING PROSPECTUS



This is an abridged prospectus containing salient features of the Red Herring Prospectus dated February 9, 2026 (the “RHP”). You are encouraged to read greater details available in the RHP (Download <https://finaaxcapital.com/offer-document.html>) Unless otherwise specified all capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

THIS ABRIDGED PROSPECTUS CONSISTS OF 8 (EIGHT) PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.



FRACTAL INDUSTRIES LIMITED

CIN: U14101MH2020PLC335773 Date of Incorporation: January 9, 2020

Registered Office	Contact Person	Email and Telephone	Website
Gala 212, Bhullar Star Indl. Estate, Andheri Kurla Rd, Andheri East, Mumbai - 400072, Maharashtra.	Ms. Kruti Parshwa Shah; Company Secretary and Compliance Officer	Tel No: +91 22-2852 8352; Email Id: investors@fractalindustries.in	https://fractalindustries.in/

PROMOTERS OF OUR COMPANY: MR. PANKAJ BISHWANATH AGRAWAL AND MRS. PRITI PANKAJ AGRAWAL

DETAILS OF THE ISSUE

Type of Issue (Fresh/ OFS/ Fresh & OFS)	Fresh Issue Size (In ₹ Lakhs)	OFS Size (by no. of shares or by amount in Rs)	Total Issue Size (In ₹ Lakhs)	Issue Under 229(1)/ 229(2)	Share Reservation			
					Qualified Institutional Bidder	Non Institutional Investor	Individual Investor	Market Maker
Fresh Issue	22,68,600 Equity Shares of ₹10/- each aggregating to ₹ [●] Lakhs	Nil	22,68,600 Equity Shares of ₹10/- each aggregating to ₹ [●] Lakhs	The issue is being made pursuant to Regulation 229(1) of Chapter IX of SEBI ICDR Regulations, 2018. As The company's post issue paid-up capital is less than ₹ 1000 lakhs.	Not more than 10,75,800 Equity Shares.	Not less than 3,24,000 Equity Shares.	Not less than 7,54,800 Equity Shares.	Not less than 1,14,000 Equity Shares.

These equity shares are proposed to be listed on SME Platform of BSE Limited.

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION – NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES

ELIGIBILITY FOR THE ISSUE

Whether the company is compulsorily required to allot at least 75% of the net offer to public, to qualified institutional buyers - **No**

Price Band, Minimum Bid Lot & Indicative Timelines

Price Band*	Rs. 205/- to Rs. 216/- Per Equity Share of face value of Rs. 10/- each.
Minimum Bid Lot Size	For details of minimum bid lot size, please refer to price band advertisement published in two national daily newspapers (one each in English and in Hindi) with wide circulation and one daily regional newspaper with wide circulation at least two working days prior to the Bid / Issue Opening Date.
Anchor Portion Issue Opens/Closes On**	Friday, February 13, 2026
Bid/Issue Opening Date	Monday, February 16, 2026
Bid/Issue Closing Date	Wednesday, February 18, 2026
Finalization of Basis of Allotment with the Designated Stock Exchange	On or before Friday, February 20, 2026
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account	On or before Monday, February 23, 2026
Credit of Equity Shares to Demat accounts of Allottees	On or before Monday, February 23, 2026
Commencement of trading of the Equity Shares on the Stock Exchange	On or before Tuesday, February 24, 2026

*For details of price band and Basis for Issue Price, please refer to price band advertisement and the chapter titled “Basis for Issue Price” on page 91 of the RHP.

**Our Company, in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI (ICDR) Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/Issue Opening Date i.e. February 13, 2026.

The Weighted average cost of acquisition of all Equity Shares transacted over the trailing eighteen months from the date of RHP

Period	Weighted Average Cost of Acquisition (in Rs.)	Upper end of the Price Band (Rs. 216) is ‘X’ times the weighted Average cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Trailing eighteen months from the date of RHP	2.20	98.18	0-1,530

WACA: Weighted Average Cost of Acquisition shall be calculated on fully diluted basis for the trailing eighteen months from the date of RHP.

RISKS IN RELATION TO THE FIRST ISSUE

The face value of the Equity Shares is ₹ 10/- each. The Floor Price, the Cap Price and the Issue Price to be determined by our Company in consultation with the BRLM on the basis of the assessment of market demand for our Equity Shares by way of the Book Building Process, as disclosed in “**Basis for Issue Price**” beginning on page 91 or in case where, Price Band is not disclosed otherwise, will be advertised in two national daily newspapers (one each in English and in Hindi) with wide circulation and one daily Mumbai regional newspaper with wide circulation at least two working days prior to the Bid / Issue Opening Date, should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to chapter titled “**Risk Factors**” beginning on page 25 of the Red Herring Prospectus.

PROCEDURE

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the stock exchange, syndicate members, registrar to the issue, share transfer agents, depository participants, stock brokers, underwriters, bankers to the issue, investors’ associations or Self Certified Syndicate Banks.

If you wish to know about processes and procedures applicable to this issue, you may request for a copy of the RHP and/or the General Information Document (GID) from the BRLM’s or download it from the website of the Stock Exchange i.e. www.bseindia.com and the BRLM at www.finaaxcapital.com.

PRICE INFORMATION OF BRLM

Sr. No.	Issuer Name	Name of Merchant banker	+/- % change in Price on closing price, [+/- % change in closing benchmark]-30th calendar days from listing	+/- % change in Price on closing price, [+/- % change in closing benchmark]-90th calendar days from listing**	+/- % change in Price on closing price, [+/- % change in closing benchmark]-180th calendar days from listing*
1	Curis Lifesciences Limited	Finaax Capital Advisors Private Limited	-12.50% (+0.53%)	NA	NA
2	Astron Multigrain Limited	Finaax Capital Advisors Private Limited	-68.56% (-0.17%)	NA	NA

**The scrip of Curis Lifesciences Limited and Astron Multigrain Limited has not completed its 90th day from the date of listing.

*The scrip of Curis Lifesciences Limited and Astron Multigrain Limited has not completed its 180th day from the date of listing.

Name of Book Running Lead Manager and contact details (telephone and email id) of BRLM	FINAAX CAPITAL ADVISORS PRIVATE LIMITED Address: B-401, The First, B/s Keshavbaug Party Plot, I I M, Ahmedabad-380015, Gujarat, India. Email Id: info@finaaxcapital.com Investors Grievance Id: investors@finaaxcapital.com Contact Person: Mr. Ikshit Shah/Mr. Yash Doshi Telephone Number: +91 94295 50695 / 95375 94321 Website: www.finaaxcapital.com SEBI Registration Number: INM000013244 CIN: U64990GJ2023PTC147118
Name of Syndicate Member	Shreni Shares Limited
Name of Market Maker	Shreni Shares Limited
Name of Registrar to the Issue and contact details (telephone and email id)	KFIN TECHNOLOGIES LIMITED Address: Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telengana, India; Tel No.: +91 40 6716 2222; Email Id: fractal.ipo@kfintech.com Investor Grievance Email: einward.ris@kfintech.com Website: www.kfintech.com Contact Person: M Murali Krishna; SEBI Registration No.: INR000000221; CIN: L72400MH2017PLC444072
Name of Statutory Auditor	M/s Keyur Shah & Associates
Name of Peer Reviewed Auditor	M/s Keyur Shah & Associates
Name of Credit Rating Agency and the rating or grading obtained, if any	Not Applicable
Name of Debenture Trustee, if any	Not Applicable
Self-Certified Syndicate Banks	The list of banks is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes
Non-Syndicate Registered Brokers	You can submit Bid cum Application Forms in the Issue to Non Syndicate Registered Brokers at the Non- Syndicate Broker Centres. For further details, see chapter titled “ Issue Procedure ” beginning on page 351 of the RHP.
Details regarding website address(es)/ link(s) from which the investor can obtain list of registrar to issue and share transfer agents, depository participants and stockbrokers who can accept application from investor (as applicable)	https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes

PROMOTERS OF THE ISSUER COMPANY

Sr. No.	Name	Individual/Corporate	Experience & Educational Qualification /Corporate Information
1	Pankaj Bishwanath Agrawal	Individual	Pankaj Bishwanath Agrawal, aged 52 years, is the Promoter, Chairman and Managing Director of our Company. He has completed Part 1 of Bachelor of Commerce (B.Com.) from Patna University. He is having an experience of more than twenty-two (22) years in the Supply Chain Management and Apparel Manufacturing Industry. He overlooks production, accounts and marketing department in the Company.
2	Priti Pankaj Agrawal	Individual	Priti Pankaj Agrawal, aged 51 years, is the Promoter of our Company. She has completed Intermediate Examination in Science from Bihar Intermediate Education Council, Patna. She is having an experience of 22 years in the Supply Chain Management and Apparel Manufacturing Industry. She overlooks HR and Administration Department in the Company.

BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

Our Company is engaged in the business of designing, sourcing and manufacturing of garments and providing end-to-end warehousing and supply chain services to e-commerce platforms. Having Pan India presence, Fractal Industries is a full service garment manufacturing and technology-driven supply chain management company focused on fast moving, high quality apparel for e-commerce marketplaces (Myntra, Ajio and similar platforms). We integrate agile design-to-delivery manufacturing, scalable production capabilities, rigorous quality control, and data-driven supply chain management to help brands and private labels accelerate speed-to-market, improve margins, and enhance customer satisfaction. We also provide integrated supply chain and fulfillment solutions that enable apparel brands, partners, and marketplaces to optimize and streamline their e-commerce operations. Initially, our Company started manufacturing garments for Myntra. Gradually, year on year basis, company started manufacturing for other marketplaces as well. With a monthly manufacturing capacity of more than 3,00,000 garment units our Company has built a robust supply chain capable of handling multiple daily orders and shipments across multiple marketplaces. Our Manufacturing unit is located at Mumbai with warehouses located in Gujarat, Maharashtra, Haryana, West Bengal and Karnataka. Our Company also offers a wide array of value added services to enhance e-commerce operations including Product Management System, Data Analytics, Integrated Logistics Management, Order Management System, Inventory and Returns Management, Order Anomaly Detection, Multi Channel Sales Enablement. Our business can be bifurcated in following 3 categories:

1. Outright Sale of Garments:

In the Outright Sale model, the Company manufactures garments or provides to third party vendor on job work basis and sells finished garments directly to e-commerce platforms (such as Myntra, Ajio, or Flipkart) or to other online retailers. The e-commerce platform then owns the product and is responsible for its sale to the end customer. Once the garments are delivered to the e-commerce platform or retailer, they become the platform's property. The Company no longer has any stake or involvement in the product after the sale, aside from potential returns or issues related to quality. A fixed price per unit of the garment is finalized with e-commerce platform. The platform purchases the garments from Company at wholesale price and then resells them to end customer at a retail price. The e-commerce platform provide payment within few days after a sale has been made or provides upfront payment or deposit when goods are shipped, but the full payment is usually contingent on the sale or within a set period. Once the Company ships the products to the e-commerce platform, the platform assumes responsibility for warehousing, inventory management, and order fulfillment. Once the garments are sold to the e-commerce platform, the buyer can return them based on the platform's return policy. The Company often has to handle quality issues or returns due to defective items, but the platform handles logistical returns from customers. Here, the e-commerce platform is responsible for the branding, marketing, visibility, and promotion of the products on its website or app.

2. PPMP Model (Pure Play Market Place) for Sale of Garments:

Under the PPMP Model, the Company is responsible for designing, sourcing and manufacturing garments under the brands owned by the e-commerce platforms (such as Myntra, Ajio or Flipkart). The Company receives rights to design and manufacture garments under the brands owned by the market places and sell the garments through the market place platform for which the e-commerce platforms charge commission. Our company shall be responsible to forecast the demand for garments, plan the designing, sourcing and manufacturing of garments, inventory management and ultimate sell through e-commerce platform.

Under this Model, the Company owns and manages tech enabled warehouses for fast e-commerce delivery of garments bought on Myntra's platform. PPMP integrates directly with WMS (Warehouse Management System). Every finished garment arriving from manufacturing unit is digitally traceable from the moment it enters the warehouse. This creates end-to-end visibility across production → storage → customer delivery → returns. When new stock arrives from the manufacturing unit, our warehouse team's first job is to receive it. This involves unloading the goods, verifying them against purchase orders, and conducting a quality check to ensure they are not damaged. After inspection, each item is stored systematically. Products are assigned to specific locations (aisles, racks, and bins) and their Stock Keeping Units (SKUs) are scanned into the system. This ensures that every product can be located quickly when an order comes in. The company is responsible for ensuring that the stock levels displayed on the market place's app are a perfect match with the physical inventory in their warehouse. This real-time synchronization is vital to prevent "stock-outs". When a customer places an order on Myntra, it is instantly pushed to the dashboard of Company or our integrated WMS. Orders are processed from the nearest warehouse within 48 hours of receipt. The picked items are brought to a packing station. Here, they are verified one last time against the order details. The item is then packed according to Market Place's specific guidelines. This may include using Market Place-branded tapes, specific polybags, or boxes to create a uniform and professional customer experience. An invoice is printed and placed inside the package. A shipping label, generated through Market Place's system, is printed and securely attached to the sealed package. This label contains the customer's address, tracking information, and barcodes essential for the logistics process. The Company marks the order as "Ready to Ship" in their Myntra portal. This digital action signals Market Place's logistics partner that the package is ready for collection. The delivery agent scans each package upon pickup. This scan officially transfers the custody of the shipment from the company to Market Place's logistics partner.

3. Direct Sale of Garments (Own Brand Manufacturing):

Under this model, the Company manufactures its own garments and sells directly to customers through e-commerce platforms or other online channels. The products under the Company's own brand name is established on e-commerce platforms like Myntra, Ajio, Flipkart and other platforms as a direct seller. This provides immediate access to a massive existing customer base but involves paying commissions and adhering to the marketplace's rules. Under this model, the Company manages its stock from its own warehouse. When a customer places an order, the Company is responsible for managing the entire fulfillment process right from pick up, packing, shipping till delivery of product and customer returns. The Company has initiated the design, development and production of apparels under its own brand "7ate9" with effect from May 26, 2025. However, the commercial sale of the own brand apparels is yet to commence. The sale of own brand apparels will commence in the financial year 2025-2026.

For further details, please see chapter titled "Business Overview" beginning on page 141 of the Red Herring Prospectus.

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF RED HERRING PROSPECTUS

Product/Service Offering: Our product portfolio includes:

Category	Items
A) Topwear	Shirts, Tops, T-shirts.
B) Bottomwear	Trousers, Track Pants, Shorts, Skirts.
C) Ethnicwear	Kurta Sets, Kurtas, Kurtis, Ethnic Dresses, Dresses.
D) Outerwear	Shackets, Jackets, Shrug, Sweatshirts, Woman Dungarees.

For further details, please see chapter titled “Business Overview” beginning on page 141 of the Red Herring Prospectus.

Geographies Served: Our Company caters to domestic markets.

For further details, please see chapter titled “Business Overview” beginning on page 141 of the Red Herring Prospectus.

Intellectual Property, if any: For details of Intellectual Property, please see chapter titled “Government and Other Approvals” beginning on page 309 of the Red Herring Prospectus.

Market Share: Not ascertainable

Manufacturing plant, if any: Unit No. 17, 2nd Floor, Khanna Estate, Village:- Saki Vijay Print Road, Sakinaka, Mumbai-400072.

Employee Strength: As of September 30, 2025, our company has 45 permanent employees and 38 labours on contract basis.

Key Performance Indicators:

(₹ In lakhs except percentages and ratios)

Particulars	For the Period ended September 30, 2025	For the year ended March 31, 2025#	For the year ended March 31, 2024	For the year ended March 31, 2023
	Consolidated	Standalone	Consolidated	Consolidated
Revenue from Operations ⁽¹⁾	4,729.73	8,544.87	4,994.40	8,891.11
Growth in Revenue from Operations (%)	-	71.09%	(43.83%)	(4.20%)
Total Income ⁽²⁾	4,733.40	8,551.29	5,000.85	8,891.11
EBITDA ⁽³⁾	929.15	1,114.81	405.23	413.12
EBITDA Margin (%) ⁽⁴⁾	19.63%	13.04%	8.10%	4.65%
Net Profit for the Year/Period ⁽⁵⁾	678.17	753.76	226.68	265.83
PAT Margin (%) ⁽⁶⁾	14.34%	8.82%	4.54%	2.99%
Return on Equity (%) ⁽⁷⁾	34.52%	63.20%	32.27%	58.18%
Return on Capital Employed (%) ⁽⁸⁾	18.99%	25.07%	12.33%	19.14%
Debt-Equity ratio ⁽⁹⁾	1.04	1.76	2.68	2.38

#M/s Fractal Sparkon Engineers Private Limited ceased to be the subsidiary of the Company w.e.f. September 20, 2024.

Note:

1. *Revenue from Operations:* This represents the income generated by the Company from its core operating operation. This gives information regarding the scale of operations.
2. *Total income* includes revenue from operations and other income.
3. *EBITDA* means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit before tax for the year and adding back interest cost, depreciation, and amortization expense.
4. *EBITDA margin* is calculated as EBITDA as a percentage of Total Income.
5. *Profit for the year/period* represents the restated profits of the Company after deducting all expenses.
6. *PAT Margin (%)* is calculated as Profit for the year as a percentage of Revenue from Operations.
7. *Return on Equity* is calculated as Profit after tax, as restated, attributable to the owners of the Company for the year/ period divided by average equity. Average equity is calculated as average of opening and closing balance of total equity (Shareholders' funds) for the year/ period.
8. *Return on capital employed* calculated as Earnings before interest and taxes divided by capital employed as at the end of respective period/year. (Capital employed calculated as the aggregate value of tangible net worth, total debt and deferred tax liability)
9. *Debt- equity ratio* is calculated by dividing total debt by total equity. Total debt represents long-term and short-term borrowings. Total equity is the sum of share capital and reserves & surplus.

BOARD OF DIRECTORS				
Sr. No.	Name	Designation (Independent/ Whole time/ Executive/ Nominee)	Experience & Educational Qualification	Other Directorships
1	Pankaj Bishwanath Agrawal	Chairman & Managing Director	Pankaj Bishwanath Agrawal, aged 52 years, Chairman and Managing Director of our Company. He has completed Part 1 of Bachelor of Commerce (B.Com.) from Patna University. He is having an experience of more than 22 (twenty-two) years in Supply Chain Management and Apparel Manufacturing Industry. He overlooks production, accounts and marketing department in the Company.	<ul style="list-style-type: none"> • Nested Brands Private Limited • Fractal Metal Industries Limited Liability Partnership
2	Vikas Tekriwal	Executive Director	Vikas Tekriwal, aged 49 years, is an Executive Director of our Company. He has completed Post Graduate Diploma in Foreign Trade from World Trade Institute. He has also completed Intermediate Examination held by The Institute of Chartered Accountants of India and holds Accounting Technician Certificate from The Institute of Chartered Accountants of India. He is having an experience of more than 14 (fourteen) years in Apparel manufacturing industry. He manages Warehouse & Supply Chain Department of the Company.	Nil

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF RED HERRING PROSPECTUS

BOARD OF DIRECTORS				
Sr. No.	Name	Designation (Independent/ Whole time/ Executive/ Nominee)	Experience & Educational Qualification	Other Directorships
3	Shiv Kumar Mittal	Non-Executive Director	Shiv Kumar Mittal, aged 48 years is a Non-Executive Director of our Company. He is a Fellow member of The Institute of Chartered Accountant of India and has completed Post Qualification Course in Information System Audit (ISA) from ICAI. He has more than 12 (twelve) years of experience in the financial services industry.	<ul style="list-style-type: none"> • HVAX Technologies Limited • Forgem Technologies Limited • Swift Technoplast Private Limited • Digilife Biz Solutions Private Limited • CFO Desk Services LLP • Picado Realty LLP
4	Vipul Ratan	Independent Director	Vipul Ratan, aged 44 years is a Non-Executive Independent Director of our Company. He is a Chartered Accountant and holds a degree of Bachelor of Commerce from Awadhesh Pratap Singh Vishwavidyalaya, Rewa, M.P. He is a Practicing Chartered Accountant by profession. He has an experience of Fifteen (15) years in financial services industry.	Nil
5	Neha Yogesh Khemka	Independent Director	Neha Yogesh Khemka, aged 41 years is a Non-Executive Independent Director of our Company. She is a Chartered Accountant and holds a degree of Bachelor of Commerce from University of Mumbai.	Nil

For further details in relation to our Board of Directors, see chapter titled **“Our Management”** beginning on page 205 of the Red Herring Prospectus.

OBJECT OF THE ISSUE

Details of means of finance-

The fund requirements for each of the objects of the issue are stated as follows:

(₹ in lakhs)

Sr. No.	Object	Amount to be funded from the Net Proceeds*	Estimated deployment of the Net Proceeds	
			FY 2025-26*	FY 2026-27*
1	Funding working capital requirements	Upto 3,650.00	Up to 1,600.00	Up to 2,050.00
2	General Corporate Purposes*#	[●]	[●]	[●]
Total*		[●]	[●]	[●]

For further details, see chapter titled **“Objects of the Issue”** beginning on page 81 of the Red Herring Prospectus.

#The amount utilized for general corporate purposes shall not exceed 15% or ₹ 1,000 Lakhs, whichever is lower of the Gross Proceeds of the Issue.

*To be determined upon finalisation of the Issue Price and updated in the Prospectus prior to filing with the RoC.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues / rights issue, if any, of the Company in the preceding 10 years – Nil

Name of monitoring agency, if any – Brickwork Ratings India Private Limited

Terms of Issuance of Convertible Security, if any - Not Applicable

Shareholding Pattern:

Sr. No.	Particulars	Pre Issue number of shares	% Holding of Pre issue
1	Promoter and Promoter Group	54,21,350	97.15%
2	Public	1,58,917	2.85%
Total		55,80,267	100%

Number/amount of equity shares proposed to be sold by selling shareholders. – Not Applicable

RESTATED AUDITED FINANCIALS

(₹ in Lakhs, as otherwise stated)

Particulars	Period ended on September 30, 2025	For year ended on March 31, 2025	For year ended on March 31, 2024	For year ended on March 31, 2023
	(Consolidated)	(Standalone)	(Consolidated)	(Consolidated)
Total revenue from operations (Net)	4,729.73	8,544.87	4,994.40	8,891.11
Net Profit / (Loss) before tax and extraordinary items	813.28	909.81	273.59	320.69
Net Profit / (Loss) after tax and extraordinary items	678.17	753.76	226.68	265.83
Equity Share Capital	558.03	50.00	50.00	50.00
Reserves and Surplus	1,801.40	1,519.61	765.85	539.17
Net worth	2,359.43	1,569.61	815.85	589.17
Basic earnings per share (Rs.)	12.15	150.75	45.34	53.17
Diluted earnings per share (Rs.)	12.15	13.70	4.12	4.83

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF RED HERRING PROSPECTUS

Particulars	Period ended on September 30, 2025	For year ended on March 31, 2025	For year ended on March 31, 2024	For year ended on March 31, 2023
	(Consolidated)	(Standalone)	(Consolidated)	(Consolidated)
Return on net worth (%)	28.74%	48.02%	27.78%	45.12%
Net asset value per share (Rs.)	42.28	28.54	14.83	10.71

For further details, see “**Restated Financial Statements**” beginning on page 227 of the Red Herring Prospectus.

INTERNAL RISK FACTORS

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

1. The company relies on a limited number of customers for its sales, and the loss of any major customer could adversely impact our revenue and profitability.
2. The company relies on a limited number of suppliers for product procurement, and the loss of any key supplier could impact our business operations.
3. Our Company, Promoter, Directors, KMP, SMP and Group Company are involved in certain legal proceedings. Any adverse decision in such proceedings may render us/them liable to liabilities/penalties and may adversely affect our business and results of operations.
4. Our Company has reported certain negative cash flows from its operating activity, investing activity and financing activity, details of which are given below. Sustained negative cash flows could impact our growth and business.
5. Dependence on online marketplaces and effective warehouse management for order fulfilment may adversely affect our business operations and financial performance.
6. Cybersecurity and data protection risks in our technology driven warehouse operations may adversely affect our business and reputation.
7. Changing fashion trends on online marketplaces may adversely affect our business and financial performance.
8. Any mismanagement, loss, or damage of inventory may adversely affect our operations, profitability, and financial condition.
9. Inefficiency in managing product returns through online marketplaces could materially affect our operations, profitability, financial condition, and growth prospects.
10. We depend on a limited number of States for a significant portion of our revenue from operations. The loss of any of our major customer in these States due to any adverse development or significant reduction in business from our major customer may adversely affect our business, financial condition, results of operations and future prospects.

For further details on Risk Factors please see chapter titled “**Risk Factors**” beginning on page 25 of the Red Herring Prospectus.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the company and amount involved

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Aggregate amount involved (Rs in Lakhs)
Company						
By the Company	NA	NA	NA	NA	NA	NA
Against the Company	NA	4	NA	NA	NA	86.11
Directors/KMPs/SMPs (Other than promoters)						
By our Directors	NA	NA	NA	NA	NA	NA
Against the Directors	NA	NA	NA	NA	NA	NA
Promoters*						
By Promoters	NA	NA	NA	NA	NA	NA
Against Promoters	NA	12	NA	NA	NA	301.61
Subsidiaries						
By Subsidiaries	NA	NA	NA	NA	NA	NA
Against Subsidiaries	NA	NA	NA	NA	NA	NA
Group Companies						
By Group Companies	NA	NA	NA	NA	NA	NA
Against Group Companies	NA	NA	NA	NA	NA	NA

For further details, see chapter titled “**Outstanding Litigations & Material Developments**” beginning on page 299 of the Red Herring Prospectus.

B. Brief details of top 5 material outstanding litigations against the company and amount involved - Nil

C. Regulatory Action, if any – disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any – Nil

D. Brief details of outstanding criminals proceedings against Promoters

E. Criminal Proceedings- As on the date of the Red Herring Prospectus, there are no outstanding criminal proceedings against our Promoters.

ANY OTHER IMPORTANT INFORMATION AS PER BRLM / ISSUER COMPANY - NIL

DECLARATION BY THE COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the regulations or 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 Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, and the Securities and Exchange Board of India Act, 1992, each as amended or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the disclosures and statements made in the Red Herring Prospectus are true and correct.

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF RED HERRING PROSPECTUS

LIST OF SELF CERTIFIED SYNDICATE BANKS (SCSBs) UNDER THE ASBA PROCESS

Sr. No.	Name of the Bank	Controlling Branch & Address	Contact Person	Telephone Number	Fax Number	Email
1.	AU Small Finance Bank Limited	CP3 235, Industrial Area, Apparel Park, Mahal Road, Jagatpura, Jaipur, Rajasthan 302022	Vikrant Singh Sirohi	Mobile : +91 7340012357	-	cpcasba@aubank.in
2.	AXIS BANK LTD (formerly UTI Bank Limited)	Centralised Collections and Payment Hub (CCPH) 5th Floor, Gigaplex, Building No. 1, Plot No.I.T.5, MIDC, Airoli Knowledge Park, Airoli, Navi Mumbai – 400708	Mr. Sunil Fadtare Assistant Vice President	022-71315906, 9819803730	022- 71315994	Sunil.fadtare@axisbank.com
3.	Bandhan Bank	Adventz Infinity@5, BN Block, Sector V, Salt Lake City, Kolkata	Sagar Ranjan Das Senior Manager	Mobile : 9022339164	-	asba.business@bandhanbank.com
4.	Bank of Baroda	Mumbai Main Office, 10/12 Mumbai Samachar Marg, Fort, Mumbai-23	Mr. Sonu A. Arekar	022-40468314, 40468307,	022-22835236	asba.fortap@bankofbaroda.com
5.	Bank of India	Phiroze Jeejeebhoy Tower, (New Stock Exchange Bldg), P. J. Tower, Dalal Street, Fort, Mumbai – 400 023.	Shri Navin Kumar Pathak, Senior Manager	022-22723631/1677/ 9619810717	022-22721782	Stockexchange.Mumbai, south@bankofindia.co.in
6.	Bank of Maharashtra	Fort Branch, 1st Floor, Janmangal, 45/47, Mumbai Samachar Marg, Mumbai – 400023	SHRI. V R Kshirsagar (DGM)	022-22694160 22652595 22663947	022-22681296	brmgr2@mahabank.co.in; bom2@mahabank.co.in
7.	Barclays Bank PLC	Barclays Bank PLC 601/603 Ceejay House, Shivsagar Estate, Dr Annie Besant Road, Worli, Mumbai – 400018	Parul Parmar	+91- 22 6719 6400/ 6575	+91- 22 6719 6996	Parul.parmar@barclays.com
8.	BNP Paribas	BNP Paribas House, 1, North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai – 400051	Mr. Ashish. Chaturvedi, Mr. Dipu SA, Ms Prathima Madiwala	(022) 61964570/61964594/61964592	(022) 61964595	Ashish.chaturvedi@asia.bnpparibas.com-dipu.sa@asia.bnpparibas.comprathima.madiwala@asia.bnpparibas.com
9.	Canara Bank	Canara Bank, Capital Market Service Branch,407, 4th floor, Himalaya House79, Mata Ramabai Ambedkar, Marg, MUMBAI-400 001	Mr. Arvind Namdev Pawar	022-22661618/ 22692973/ 9769303555	022-22664140	cb2422@canarabank.com, mbdcomcity@canarabank.com, hocmbd@canarabank.com
10.	Capital Small Finance Bank Limited	MIDAS Corporate Park, 3rd Floor, 37 G.T. Road, Jalandhar Punjab 144001	Mr. Bisampal Singh	+91-8725007350	-	asba@capitalbank.co.in bisampal.singh@capitalbank.co.in
11.	CSB Bank Ltd	First Floor, Mafatlal House, H T Parekh Marg, Mumbai 400020	Alias Francis	022-68395318, 9768724487	-	asba@csb.co.in
12.	Central Bank of India	Ground floor, Central Bank of India, Central Bank Building, Fort, Mumbai 400001	Mr. Vineet Bansaj	022- 22623148, 22623149	022-22623150	asba4082@centralbank.co.in
13.	CITI Bank NA	Citigroup Center, Plot No C-61, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	S Girish	022-26535504, 98199 12248	022-26535824	s.girish@citi.com, asba.ops@ citi.com
14.	City Union Bank Ltd.	48, Mahalakshmi St., T. Nagar, Chennai - 600 017.Tamil Nadu.	Sivaraman	044 - 24340010, 24343517, 24346060, 24348586, 9380286558, 9382642081	044 - 24348586	cub001@cityunionbank.com
15.	DBS Bank Ltd.	DBS Bank Ltd, Fort House, 221, Dr. D.N. Road, Fort, Mumbai, 400 001	Amol Natekar	+91 22 6613 1213	+91 22 6752 8470	amolnatekar@db.com
16.	Deutsche Bank	Sidrah, 110, Swami Vivekananda Road, Khar (West), Mumbai 400052	Ms. Hetal Dholakia	(91) (022) 6600 9428 (91) (022) 6600 9419	-	hetal.dholakia@db.com; manoj-s.naik@db.com; nanette.daryanani@db.com.
17.	Dhanlaxmi Bank Limited	Ground Floor, Janmabhoomi Bhavan, Plot 11 -12, Janmabhoomi Marg, Fort Mumbai, Maharashtra – 400 001	Ramesh Menon	9167832288, 022- 22871658	-	ramesh.menon@dhanbank.co.in
18.	Equitas Small Finance Bank	CPC, Phase II, 4th floor, Spencer Plaza, No 769, Anna Salai, Chennai - 600002	Chandrashekar Arumugam	(M) 8939886802	-	asbaoperations@equitasbank.com; asbarecon@equitasbank.com
19.	GP Parsik Sahakari Bank Limited	Shivram Patil Bhavan, Parsik Nagar, Kalwa, Thane	Mr.Mayur M.Tanksale	022-25456655	-	mm tanksale800@gpparsikbank.net / pjsbasba@gpparsikbank.net
20.	HDFC Bank Ltd.	FIG – OPS Department HDFC Bank Ltd Lodha - I Think Techno CampusO-3 Level Next to Kanjurmarg Railway Station Kanjurmarg (East) Mumbai - 400042	Vincent Dsouza / Siddharth Jadhav / Prasanna Uchil	022-30752929 / 2927 / 2928	-	vincent.dsouza@hdfcbank.com, siddharth.jadhav@hdfcbank.com, prasanna.uchil@hdfcbank.com
21.	HSBC Ltd.	3rd Floor, PCM Dept. Umang, Plot CTS No. 1406-A/28, Mindspace, Malad (West) Mumbai 400 064 (address of IPO Operations office)	Mr Jagrut Joshi	(022) 67115485/ 9870403732	(022) 66536005	jagrutjoshi@hsbc.co.in
22.	ICICI Bank Ltd.	ICICI BANK LIMITED, Capital Market Division, 1st Floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai	Roshan Tellis	022-22859874/803	022-22611138	roshan.tellis@icicibank.com
23.	IDBI Bank Ltd.	IDBI Bank Limited Central Processing Unit, Sarju House, 3rd Floor, Plot No 7, Street No.15, Andheri MIDC, Andheri (E), Mumbai.Pin : 400093	Shri. Naveen Nischal HP / Shri Viral Barodia	022- 66700525 / 685	-	hp.naveennischal@idbi.co.in / barodia.viral@idbi.co.in
24.	IDFC First Bank	Building no 2, Mindspace TTC Industrial Area, Juinagar. Navi Mumbai – 400 706	Mr. V M Praveen	022-49850025/ 9819708055	-	ASBA.CB@idfcfirstbank.com
25.	Indian Bank	Nandanam Branch- 480 Anna Salai, Nandanam 600035	Mr. V Muthukumar, Mr. M Veerabahu	044 24330233	044 24347755	nandanam@indianbank.co.in
26.	Indian Overseas Bank	Mexxanine Floor, Cathedral Branch, 762 Anna Salai, Chennai 600 002	Mr. V. Srinivasan	044 - 28513616	-	deposit@jobnet.co.in
27.	IndusInd Bank	IndusInd Bank Ltd. Fort Branch Sonawalla Bldg, Mumbai Samachar Marg, Fort, Mumbai 400001	Yogesh Adke Dy. Vice President	022-66366589 / 91 / 929833670809	022-22644834	yogesh.adke@indusind.com
28.	J P Morgan Chase Bank, N.A.	J.P. Morgan Tower, Off C.S.T. Road, Kalina Santacruz - East, Mumbai - 400 098	Mahesh Aras	022-61573811	022-61573949	Mahesh.aras@jpmorgan.comIndia. operations@jpmorgan.com

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF RED HERRING PROSPECTUS

Sr. No.	Name of the Bank	Controlling Branch & Address	Contact Person	Telephone Number	Fax Number	Email
29.	Jana Small Finance Bank	Jana Small Finance Bank Ltd., The Fairway Business Park, Koramangala Inner Ring Road, Bengaluru- 560071	Neelesh Adhikari	9410308000	-	neelesh.adhikari@janabank.com
30.	Janata Sahakari Bank Ltd.	N S D L Department Bharat Bhavan, 1360, Shukrawar Peth, Pune -411002	Shri. Ajit Manohar Sane+91 9960239391	Telephon : +91 (20) 24431011Telephon : +91 (20) 24431016Mobile : +91 9503058993	Fax : +91 (20) 24431014	jsbnsdl@dataone.in
31.	Karnataka Bank Ltd	The Karnataka Bank Ltd Mangalore-H O Complex Branch Mahaveera Circle Kankanady Mangalore – 575002	Ravindranath Baglodi [Sr.Manager]	Ph: 0824-2228139 /140 /141	Fax: 0824-2228138	Email: mlr.hocomplex@ktkbank.com
32.	Karur Vysya Bank Ltd.	Demat Cell, Second Floor No 29, Rangan Street, T Nagar, Chennai - 600 017	Maruthi Kumar Yenamandra	044- 24340374	044-24340374	maruthikumar@kvbmail.com, kvbvp@kvbmail.com
33.	Kotak Mahindra Bank Ltd.	Kotak Infinity, 6 th Floor, Building No. 21, Infinity Park, Off Western Express Highway, General AK Vaidya Marg, Malad(E)	Prashant Sawant	D-+91 22 6605 6959M-+91 9967636316	+91 66056642	prashant.sawant@kotak.com
34.	Mehsana Urban Co-Op. Bank Ltd.	Head Office, Urban Bank Road, Highway, Mehsana – 384002	Branch Manager	+91-2762-251908	+91-2762-240762	asba@mucbank.com
35	Nutan Nagrik Sahakari Bank Ltd.	Opp Samratheshwar Mahadev, Nr, Law Garden, Ellisbridge, Ahmedabad-380006	Miti Shah	9879506795	7926564715	smiti@1977@yahoo.com
36.	Punjab & Sind Bank	Rajindera Place- 21 Rajindra Place Bank House New Delhi-110008	RPS Sandhu	011- 25825784/25711836 9911129088	-	d0606@psb.co.in
37.	Punjab National Bank	Capital Market Services Branch, PNB House, Fort, Sir P.M.Road Mumbai	Sh. K Kumar Raja	Tel – 022- 22621122, 22621123,	022 – 22621124	pnbpcpsmumbai@pnb.co.in
38.	Rajkot Nagarik Sahakari Bank Ltd.	Nagrik Bhavan No 1 Parabazar Dhebarbhai Road Rajkot	Shri Yogesh Raveshiya	9427495222	(0281) 2233916/17/18	khumesh@rnsbindia.com; asba@rnsbindia.com
39.	RBL Bank Limited	Techniplex – I, 9 th Floor, Off Veer Savarkar Flyover, Goregaon (West), Mumbai- 400062	Shashikant Sanil	022-40288193, 022-40288196, 022-40288197	022-40288195	asba_ops@rblbank.com
40.	South Indian Bank	ASBA Cell (NODAL OFFICE) 2nd Floor, Shanu Towers, North Kalamassery, Ernakulam, Kerala - 683 104	John K Mechery	9645817905	0484-2351923	asba@sib.co.in
41.	Standard Chartered Bank	Crescenzo, 3rd Floor, C/38-39, G-Block, Opposite MCA Club, Bandra-Kurla Complex, Bandra [East], Mumbai 400-051	Rohan Ganpule	022 - 61157250 / 022 - 61157234	022 -26757358	Ipo.scb@sc.com
42.	State Bank of India	State Bank of India, Capital Market Branch(11777),Videocon Heritage Building(Killick House),Charanjit Rai Marg, Fort, Mumbai – 400 001.	Ms. Raviti	Telephone:022-22094932 Mobile:9870498689	022-22094921	nib.11777@sbi.co.in
43.	SVC Co-Operative Bank Ltd.	Unit No.601-602-603 Dosti Pinnacle Plot No. E-7, Road No.22, Wagle Estate, Thane 400604	Mr. Omkar Anil Sukhatankar	(O) 71991460 71991461 71991462 71991463 71991465	-	sukhatankaroa@svcbank.com
44.	Tamilnad Mercantile Bank Ltd.	Amco House”, Nr. Stadium Circle, Navrangpura, Ahmedabad-09	Bimal P Chokshi	079-26426582-84-88	079-26564863	amcoasba@rediffmail.com
45.	The Ahmedabad Mercantile Co-Op. Bank Ltd.	Tamilnad Mercantile Bank Ltd., Depository Participant Services Cellthird Floor, Plot No.4923, Ac/16,2nd Avenue, Anna Nagar (West),Chennai - 600 040, Tamilnadu, India	Mr. N. Rajasegaran	044-26192552	044-26204174	dps@tmbonline.com
46.	The Federal Bank Limited	ASBA CELL, Retail Business Dept., Federal Bank, Marine Drive, Ernakulam 682031	Dhanya Dominic	0484-2201847	4842385605	rbd@federalbank.co.indhanyad@federalbank.co.inriyacob@federalbank.co.in
47.	The Jammu & Kashmir Bank Ltd.	79 A, Mehta House, Bombay Samachar Marg, Fort, Mumbai - 400 023.	Ashfaq Ahmad	9987984105, 022-66595971	022-6634183	bombay@jkbmail.com
48.	The Kalupur Commercial Co-Operative Bank Ltd.	Kalupur Bank Bhavan, Nr. Income Tax Circle, Ashram Road, Ahmedabad-380 014	Jay V. Pathak Manager	079-27582028	079-27544666	jay@kalupurbank.com
49.	The Saraswat Co-operative Bank Ltd.	Madhushree, Plot No. 85, District Business Centre, Sector – 17, Vashi, Navi Mumbai – 400703	Mr. Ajit Babaji Satam	022-27884161 27884162 27884163 27884164	022-27884153	ab_satam@saraswatbank.com
50.	The Surat Peoples Co-op Bank Ltd	Central Office. Vasudhara Bhavan, Timaliyawad, Nanpura, Surat – 395001	Mr. Iqbal Shaikh	0261-2464577	0261-2464577,592	Iqbal.shaikh@spcbl.in
51.	TJSB Sahakari Bank Ltd	2nd Floor, Madhukar Bhavan, Road No.16, Wagle Estate	Department Head	022-25838525/530/520		tjsbasba@tjsb.co.in
52.	UCO Bank	Mumbai Main (Retail) Br., UCO Bank Bldg., D. N. Road, Mumbai- 400 023	Manager	022 40180117 ; 9022457840	022-2222870754	bo.dnroad@mtnl.net.in
53.	Union Bank of India	MUMBAI SAMACHAR MARG,66/80, Mumbai Samachar Marg, Post Bag No.253 & 518, Fort, Mumbai - 400023.	Mr. D B JAISWAR	022-22629408	022- 22676685	jaiswar@unionbankofindia.com
54.	Utkarsh Small Finance Bank Limited	2nd Floor, Utkarsh Tower, Babatpur Airport Road, Sehmalpur, Varanasi 221105	Sanjay Kumar Srivastava	05426132002,7007611775, 9336422776	-	sanjay.srivastava@utkarsh.bank
55.	Yes Bank Ltd.	YES Bank Limited, Indiabulls Finance Centre, Tower -II , 8th Floor, Senapati Bapat Marg, Elphinstone Road, Mumbai – 400 013.	Alok Srivastava / Shankar Vichare / Avinash Pawar	022 3347 7374/ 7259/ 7251	022 24214504	dlbtiservices@yesbank.in

ASBA Applicants may approach any of the above banks for submitting their application in the issue. For the complete list of SCSBs and their Designated Branches please refer to the website of SEBI <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34>.

A list of SCSBs is also displayed on the website of BSE at www.bseindia.com.

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID REVISION FORM

I/We (on behalf of joint Bidders, if any) confirm that the Acknowledgement Slip for my/our Bids is enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in this Bid cum Application Form submitted earlier by me/us. I/We (on behalf of joint Bidders, if any) authorise you to reject this Bid Revision Form, in case any of the details of my/our existing Bids as appearing on the electronic book building system do not tally with the details given in this Bid Revision Form.

INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM

- Name of Sole / First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The Bid means an 'indication to make an Issue' and not 'an Issue'.
- Please ensure that the Bid options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
- In case there is no change in the particular Bid option, please write "NO CHANGE". In case you want to cancel the Bid option, please write "CANCELLED".
- Total Bid Amount payable must be calculated for the highest of three options, at Bid Price. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your bank has notified an SCBS Branch in the city where the Bid cum Application Form is being submitted.
- Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Individual Bidder who had Bid at Cut-off Price could either (i) revise their Bid or (ii) shall make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment Amount exceeds ₹2,00,000 if the Bidder wants to continue to Bid at Cut-off Price), with the SCSBs/ members of the Syndicate/Registered Brokers/RTA/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds 200,000, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Issue Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut-off Price. In case of a downward revision in the Price Band, announced as above, UPI Bidders who have bid at Cut-off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
- Only the First Bidder is required to sign the Bid cum Application Form/Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of Sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
- Please note that application made using third party UPI ID or third party ASBA Bank A/c. are liable to be rejected.
 - QIBs cannot use UPI Mechanism to apply. Non-Institutional Bidders applying up to ₹ 5,00,000 can apply as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.
 - For UPI Bidders bidding through the UPI Mechanism.**
 - Please ensure that your Bank is offering UPI facility for public Issues.
 - Please mention UPI ID clearly in CAPITAL LETTERS only.
 - Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) UPI Bidders with application size up to ₹ 5,00,000 bidding through the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=40>) and (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=43>) respectively, as updated from time to time.
 - Eligible NRIs applying in the Issue through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
 - UPI ID cannot exceed 45 characters.
 - Please ensure that you are using your UPI ID only and not the UPI ID belonging to any third party.
 - UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Issue Procedure" on page 351 of the RHP.
- Other Instructions:** a. Revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Members of the Syndicate/ SCSBs/Registered Brokers/RTA/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgment Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.
- Revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same Designated Intermediary through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with the CBDT notification dated February 13, 2020 and the subsequent press releases, including press release dated June 25, 2021 and CBDT circular no.7 of 2022, dated March 30, 2022 read with press release dated September 17, 2021 and CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023 and any subsequent press releases in this regard.

ISSUE STRUCTURE

The Issue is being made by way of Book Building Process.

Particulars ⁽ⁱ⁾	Market Maker Reservation Portion	QIBs ⁽ⁱⁱ⁾	Non-Institutional Applicants	Individual Investors/Bidders (Who applies for minimum application size)
Number of Equity Shares	1,14,000 Equity Shares.	10,75,800 Equity Shares.	3,24,000 Equity Shares.	7,54,800 Equity Shares.
Percentage of Issue Size available for allocation	5.03 % of the Issue Size.	Not more than 50% of the Net Issue being available for allocation to QIB Bidders. However, up to 5% of the Net QIB Portion will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund Portion will be added to the Net QIB Portion. Up to 60.00% of the QIB Portion may be available for allocation to Anchor Investors Forty per cent of the anchor investor portion, within the limits specified shall be reserved as under – (i) 33.33 per cent for domestic mutual funds; and (ii) 6.67 per cent for life insurance companies and pension funds: Any under-subscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations 2018.	Not less than 15% of the Net Issue. Further, (a) one third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than two lots and up to such lots equivalent to not more than ₹10 lakhs. (b) two third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than ₹10 lakhs: Provided that the unsubscribed portion in either of the subcategories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of Non Institutional Investors."	Not less than 35% of Net Issue.
Basis of Allotment⁽ⁱⁱⁱ⁾	Firm Allotment	Proportionate as follows: (excluding Anchor Investor Portion): (a) 21,000 Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) 4,09,800 Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. Up to 60% of QIB Portion (of upto 6,45,000 Equity Shares) may be allocated on a discretionary basis to Anchor Investors of which 40% of the Anchor Investor Portion shall be reserved for (i) 33.33 per cent for domestic Mutual Funds; and (ii) 6.67 per cent for Life Insurance Companies and Pension Funds, subject to valid Bids being received from the domestic Mutual Funds and Life Insurance Companies and Pension Funds at or above the Anchor Investor Allocation Price.	Proportionate basis subject to minimum allotment of 1800 Equity Shares and further allotment in multiples of 600 Equity Shares.	Proportionate basis subject to minimum allotment of 1200 Equity Shares
Mode of Bid	Only through the ASBA process.	Only through the ASBA process. (Except for Anchor investors)	Through ASBA Process through banks or by using UPI ID for payment.	Through ASBA process through banks or by using UPI ID for payment.
Minimum Bid Size	1,14,000 Equity Shares	Such number of Equity Shares and in multiples of 600 Equity Shares that the Bid Amount exceeds ₹ 200,000.	Such number of Equity Shares and in multiples of 600 Equity Shares that the Bid Amount exceeds ₹200,000 with application size of more than 2 lots.	Such number of Equity Shares and in multiples of 600 Equity Shares so that Bid size exceeds ₹200,000 and shall be two lots per application.
Maximum Bid	1,14,000 Equity Shares.	Such number of Equity Shares in multiples of 600 Equity Shares not exceeding the size of the Net Issue, subject to applicable limits.	Such number of Equity Shares in multiples of 600 Equity Shares not exceeding the size of the Net Issue (excluding the QIB portion), subject to limits as applicable to the Bidder.	Such number of Equity Shares in multiples of 600 Equity Shares.
Mode of Allotment	Compulsorily in dematerialized mode.			
Trading Lot	1,14,000 Equity Shares, however the Market Maker may accept odd lots if any in the market as required under the SEBI ICDR Regulations.	600 Equity Shares and in multiples thereof	600 Equity Shares and in multiples thereof	600 Equity Shares and in multiples thereof.
Terms of payment	In case of all Other Bidders: Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder (other than Anchor Investors) or by the Sponsor Bank through the UPI Mechanism, that is specified in the ASBA Form at the time of submission of the ASBA Form. In case of Anchor Investors: Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids ^(iv)			
Mode of Bid	Only through the ASBA process (except for Anchor Investors).			Through ASBA Process or Through Banks or by using UPI ID for payment

Notes:

- This Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, read alongwith SEBI ICDR (Amendment) Regulations, 2025, as amended from time to time;
- Our Company in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Issue Price, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹200.00 Lakhs, (ii) minimum of two and maximum of fifteen Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹200.00 Lakhs but up to ₹2,500.00 Lakhs under the Anchor Investor Portion, subject to a minimum Allotment of ₹100.00 Lakhs per Anchor Investor, and (iii) in case of allocation above ₹2,500.00 Lakhs under the Anchor Investor Portion, a minimum of five such investors and a maximum of fifteen Anchor Investors for allocation up to ₹2,500.00 Lakhs and an additional ten Anchor Investors for every additional ₹2,500.00 Lakhs or part thereof will be permitted, subject to minimum allotment of ₹100.00 Lakhs per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹200.00 Lakhs. Forty per cent of the Anchor Investor Portion shall be reserved as: 33.33 per cent for domestic Mutual Funds and 6.67 per cent for life insurance companies and pension funds, subject to valid Bids being received at or above the price at which allocation is made to Anchor Investors.
- The SEBI ICDR Regulation, 2018 read alongwith SEBI ICDR (Amendment) Regulations, 2025, permits the issue of securities to the public through the Book Building Process, which states that not less than 35% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size. Not less than 15% of the Net Issue shall be available for allocation to Non-Institutional Investors of which one-third of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than two lots and up to such lots as equivalent to not more than ₹10.00 Lakhs and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹10.00 Lakhs and under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other sub-category of Non-Institutional Portion. Subject to the availability of Equity Shares in the Non-Institutional investors category, the allotment to each Non-Institutional Investors shall not be less than the minimum application size in Non-Institutional Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI (ICDR) (Amendment) Regulations, 2025. Not more than 50% of the Net Issue shall be allotted to QIBs, subject to valid Bids being received at or above the Issue Price.
- In terms of Rule 19(2) of the SCRR read with Regulation 252 of the SEBI (ICDR) Regulations, 2018 this is an Issue for at least 25% of the post offer paid-up Equity share capital of the Company. This Issue is being made through Book Building Process, wherein allocation to the public shall be as per Regulation 252 of the SEBI (ICDR) Regulations.
- Subject to valid Bids being received at or above the Issue Price, under-subscription, if any, in any category, except in the QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories of Bidders at the discretion of our Company in consultation with the BRLM and the Designated Stock Exchange, subject to applicable laws;
- Anchor Investors are not permitted to use the ASBA process;
- Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investors Application Forms provided that any difference between the Anchor Investors Allocation Price and the Anchor Investors Issue Price shall be payable by the Anchor Investors Pay-In Date as indicated in the CAN;
- SEBI vide its circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 has mandated that ASBA applications in public issues shall be processed only after the application monies are blocked in the bank accounts of the Bidders. Accordingly, Stock Exchanges shall, for all categories of Bidders viz. QIBs, NIBs and IBs and also for all modes through which the applications are processed, accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked.

SEBI through the notification no. SEBI/LAD-NRO/GN/2025/233- SEBI ICDR (Amendment) Regulations, 2025 dated March 3, 2025 effective from the date of their publication in official gazette, has prescribed the allocation to each Individual Investors which shall not be less than minimum application size applied by such individual investors and allotment to Non-Institutional Investors shall be more than two lots, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. For further details, see chapter titled "Terms of the Issue" beginning on page 337 of the Red Herring Prospectus.



**To,
The Board of Directors
FRACTAL INDUSTRIES LIMITED**

100% BOOK BUILT ISSUE
ISIN: INE1W3O01011

**Bid cum
Application
Form No.**

SYNDICATE MEMBER'S STAMP & CODE	SUB-SYNDICATE MEMBER'S/ REGISTERED BROKER'S /SCSB'S/CDP'S/RTA'S STAMP & CODE
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE
BANK BRANCH SERIAL NO.	SCSB SERIAL NO.

1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER															
Mr./Ms./M/s.															
Address															
		Email													
Tel. No. (with STD code) / Mobile															
2. PAN OF SOLE / FIRST BIDDER															
3. BIDDER'S DEPOSITORY ACCOUNT DETAILS															
														<input type="checkbox"/> NSDL	<input type="checkbox"/> CDSL
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID															

PLEASE CHANGE MY BID

4. FROM (AS PER LAST BID OR REVISION)																		
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid lot as advertised)								Price per Equity Share (₹)/ “Cut-off” (Price in multiples of ₹ 1/- only)									
									(In Figures Only)									
	(In Figures)								Bid Price			Individual Discount			Net Price			
	8	7	6	5	4	3	2	1	3	2	1	3	2	1	3	2	1	
Option 1																		<input type="checkbox"/>
(OR) Option 2																		<input type="checkbox"/>
(OR) Option 3																		<input type="checkbox"/>

5. TO (REVISED BID) (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT “CUT-OFF”)																		
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid lot as advertised)								Price per Equity Share (₹)/ “Cut-off” (Price in multiples of ₹ 1/- only)									
									(In Figures Only)									
	(In Figures)								Bid Price			Individual Discount			Net Price			
	8	7	6	5	4	3	2	1	3	2	1	3	2	1	3	2	1	
Option 1																		<input type="checkbox"/>
(OR) Option 2																		<input type="checkbox"/>
(OR) Option 3																		<input type="checkbox"/>

Please note that applications must be made in minimum of 1200 Equity Shares and further multiples of 600 Equity Shares accordingly.

6. PAYMENT DETAILS [IN CAPITAL LETTERS]															PAYMENT OPTION : FULL PAYMENT <input checked="" type="checkbox"/>														
Additional Amount Blocked (₹ in figures) <table border="1" style="display: inline-table; width: 100px; height: 20px; vertical-align: middle;"></table>															(₹ in words) _____														
ASBA																													
Bank A/c No. <table border="1" style="display: inline-table; width: 100px; height: 20px; vertical-align: middle;"></table>																													
Bank Name & Branch _____																													
OR																													
UPI ID (Maximum 45 characters) <table border="1" style="display: inline-table; width: 100px; height: 20px; vertical-align: middle;"></table>																													
<small>I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM, THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDER'S UNDERTAKING' AS GIVEN ALONG WITH THE COMMON BID CUM APPLICATION FORM. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THIS BID REVISION FORM GIVEN OVERLEAF.</small>																													

7A. SIGNATURE OF SOLE/ FIRST BIDDER	7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)	MEMBERS OF THE SYNDICATE / SUB- SYNDICATE MEMBER / REGISTERED BROKER / SCBS/ CDP/ RTA/ AGENT STAMP (ACKNOWLEDGING UPLOAD OF BID IN STOCK EXCHANGE SYSTEM)
	I/We authorise the SCSB to do all acts as are necessary to make the application in the Issue.	
	1) -----	
	2) -----	
Date : _____, 2026	3) -----	

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**FRACTAL INDUSTRIES
LIMITED**

**BID REVISION FORM -
INITIAL PUBLIC ISSUE - NR**

**Acknowledgement Slip for
Members of the Syndicate / Sub-Syndicate
Members / Registered Broker / SCSB /
CDP / RTA / AGENTS**

**Bid cum
Application
Form No.**

[illegible]

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FRACTAL INDUSTRIES LIMITED- BID REVISION FORM - INITIAL PUBLIC ISSUE - NR		Option 1	Option 2	Option 3	Stamp & Signature of Members of the Syndicate/ Registered Broker / SCSB / CDP / RTA / Agent	Name of Sole / First Bidder
	No. of Equity Shares					
	Bid Price (₹)					
	Additional Amount Blocked (₹ in figures)					
	ASBA Bank A/c No. /UPI ID _____ Bank Name & Branch _____					
Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.						