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MAHENDRA REALTORS & INFRASTRUCTURE LIMITED

Corporate Identification Number: U70102MH2007PLC171445

REGISTERED OFFICE	TELEPHONE, EMAIL AND FACSIMILE	CONTACT PERSON	WEBSITE
603, Quantum Tower, Ram Baug, Opp Dal Mill, Off S.V. Road, Malad (West), Mumbai, Maharashtra- 400064	**Telephone:** +91 9082850343 **E-mail:** info@mripl.net **Facsimile**: N.A.	Niharika Kothari, Company Secretary and Compliance Officer	https://www.mripl.net/

PROMOTERS OF OUR COMPANY: HEMANSHU SHAH, BHAVESH MAHENDRAKUMAR SHAH, CHANDRIKA MAHENDRA SHAH, HETAL BHAVESH SHAH, VARSHA HEMANSHU SHAH

DETAILS OF THE ISSUE

TYPE	FRESH ISSUE SIZE	OFS SIZE (BY NO. OF SHARES OR BY AMOUNT IN ₹)	TOTAL ISSUE SIZE	ELIGIBILITY
Fresh Issue	Up to 47,26,400 Equity Shares of face value of ₹ 10/- each aggregating up to ₹ [•] lakhs	Up to 10,91,200 Equity Shares of face value of ₹ 10/- each aggregating up to ₹ [•] lakhs	Up to 58,17,600 Equity Shares of face value of ₹ 10/- each aggregating up to ₹ [•] lakhs	This issue is being made in terms of Regulation 229(2) of Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended.

DETAILS OF OFFER FOR SALE

NAME OF SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OFFERED/ AMOUNT	WEIGHTED AVERAGE COST OF ACQUISITION (IN ₹ PER EQUITY SHARES)
Hemanshu Shah	Promoter	5,45,600	**0.37**
Bhavesh Mahendrakumar Shah	Promoter	5,45,600	**0.38**

RISK IN RELATION TO THE FIRST ISSUE

This being the first public issue of the Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of each Equity Share is ₹ 10/-. The Floor Price, Cap Price and Issue Price as determined by our Company, in consultation with the Book Running Lead Manager, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building process, as stated under *"Basis for Issue Price"* on page 107 should not be considered 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 nor regarding the price at which the Equity Shares will be traded after Listing.

GENERAL RISKS

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 the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued 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 Draft Red Herring Prospectus. Specific attention of the investors is invited of the section titled *"Risk Factors"* beginning on Page No. 30 of this Draft Red Herring Prospectus.

ISSUER'S AND SELLING SHAREHOLDERS'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Issue, which is material in the context of this Issue, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect. The selling shareholders accept responsibility for and confirm the statements made by them in this Draft Red Herring Prospectus to the extent of information specifically pertaining to them and their respective portion of the offered shares and assume responsibility that such statements are true and correct in all material respects and not misleading in any material respect.

LISTING

The Equity Shares offered through this Draft Red Herring Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited ("**NSE**") in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an 'in-principle' approval letter dated [●] from National Stock Exchange of India Limited. for using its name in this offer document for listing our shares on the Emerge Platform of National Stock Exchange of India Limited. For the purpose of this Issue, the Designated Stock Exchange will be NSE.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE
FAST TRACK FINSEC PRIVATE LIMITED **SEBI Registration No**. INM000012500 Office No. V-116,1st Floor, New Delhi House, 27, Barakhamba Road, New Delhi - 110001 IN Tel No.: +91-11-43029809 **Contact Person**: Ms. Sakshi/Ms. Amisha Gupta **Email**: mb@ftfinsec.com; investor@ftfinsec.com **Website**: www.ftfinsec.com	**MUFG Intime India Private Limited** (Formerly known as Link Intime India Private Limited) **SEBI Registration No.** INR000004058 **Address:** C 101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai- 400083 **Tel No:** +91 810 811 4949 | **Fax No:** 022-49186060 **Contract Person:** Mr. Shanti Gopalkrishnan **Email:** mahendrarealtors.ipo@linkintime.co.in **website:** www.linkintime.co.in

BID/ ISSUE PERIOD

BID/ISSUE FOR ANCHOR INVESTORS: [●] *	BID/ISSUE OPENS ON: [●]	BID/ISSUE CLOSES ON: [●]**

**The Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/ Issue Period shall be one Working Day prior to the Bid/Issue Opening Date.*

***Our Company may in consultation with the BRLM, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations*

^ UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date.

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY. THIS IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE FOR UNITS OR SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY OUTSIDE INDIA.

MAHENDRA REALTORS & INFRASTRUCTURE LIMITED

Corporate Identification Number: U70102MH2007PLC171445

Mahendra Realtors & Infrastructure Limited (the "**Issuer**" or the "**Company**") was incorporated on June 8, 2007 as *'Mahendra Realtors & Infrastructure Private Limited'*, as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation issued by Registrar of Companies, Mumbai. Subsequently, the name of our company was changed to "***Mahendra Realtors & Infrastructure Limited***" pursuant to a shareholders' resolution passed at an Extra-Ordinary General Meeting held on June 13, 2014, and a fresh certificate of incorporation dated August 25, 2014 was issued by Registrar of Companies, Mumbai bearing corporate identification number U70102MH2007PLC171445. However, the name of our company was changed to "***Mahendra Realtors & Infrastructure Private Limited***" pursuant to a shareholders' resolution passed at an Extra-Ordinary General Meeting held on August 26, 2014, and a fresh certificate of incorporation dated November 03, 2014 was issued by Registrar of Companies, Mumbai bearing corporate identification number U70102MH2007PTC171445. Subsequently, the name of our company was changed to "***Mahendra Realtors & Infrastructure Limited***" pursuant to a shareholders' resolution passed at an Extra-Ordinary General Meeting held on April 3, 2024, and a fresh certificate of incorporation dated July 15, 2024 was issued by Registrar of Companies, Mumbai bearing corporate identification number U70102MH2007PLC171445. For details relating to change in the Registered Office of our Company, please refer to "*History and Certain Corporate Matters*" on page 182.

Registered Office: 603, Quantum Tower, Ram Baug, Opp Dal Mill, Off S.V. Road, Malad (West), Mumbai, Maharashtra- 400064;
Telephone: +91 9082850343; **E-mail**: info@mripl.net; **Facsimile**: N.A;
Website: https://www.mripl.net/; **Contact Person:** Ms. Niharika Kothari, Company Secretary & Compliance Officer;
Corporate Identity Number: U70102MH2007PLC171445

PROMOTERS OF OUR COMPANY: HEMANSHU SHAH, BHAVESH MAHENDRAKUMAR SHAH, CHANDRIKA MAHENDRA SHAH, HETAL BHAVESH SHAH, VARSHA HEMANSHU SHAH

ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED FEBRUARY 20, 2025: NOTICE TO THE INVESTORS ("THE ADDENDUM")

INITIAL PUBLIC OFFER OF UPTO 58,17,600 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF OUR COMPANY AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ [●] LAKHS ("PUBLIC ISSUE"), COMPRISING A FRESH ISSUE OF UP TO 47,26,400 EQUITY SHARES AGGREGATING TO RS. [●]/- LAKH BY OUR COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 10,91,200 EQUITY SHARES COMPRISING OF UPTO 5,45,600 EQUITY SHARES BY MR. HEMANSHU SHAH AND UPTO 5,45,600 EQUITY SHARES BY MR. BHAVESH MAHENDRAKUMAR SHAH ("THE PROMOTER GROUP SELLING SHAREHOLDERS' OR "THE SELLING SHAREHOLDER") AGGREGATING TO RS. [●]/- LAKHS ("OFFER FOR SALE"). OUT OF WHICH [●] EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ [●] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE [●] % AND [●] % RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN [●] EDITION OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), [●] EDITION OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) AND EDITIONS OF [●] (REGIONAL LANGUAGE OF MAHARASHTRA WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") FOR THE PURPOSES OF UPLOADING ON ITS WEBSITE IN ACCORDANCE WITH SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

Potential Bidders may note the following

1. The Chapter titled **"Risk Factors"** beginning on page 30 of the Draft Red Herring Prospectus has been updated.
2. The Chapter titled **"Objects of the issue"** beginning on page 93 of the Draft Red Herring Prospectus has been updated.
3. The Chapter titled **"Our Business"** beginning on page 137 of the Draft Red Herring Prospectus has been updated.
4. The Chapter titled **"Key Regulations and Policies"** beginning on page 174 of the Draft Red Herring Prospectus has been updated.
5. The Chapter titled **"Our History and Certain other Corporate Matters"** beginning on page 182 of the Draft Red Herring Prospectus has been updated.
6. The Chapter titled **"Our Management"** beginning on page 189 of the Draft Red Herring Prospectus has been updated.
7. The Chapter titled **"Management's Discussion and Analysis of Financial Condition and Results of Operations"** beginning on page 271 of the Draft Red Herring Prospectus has been updated.

8. The Chapter titled **"Outstanding Litigations and Material Developments"** beginning on page 286 of the Draft Red Herring Prospectus has been updated.
9. The Chapter titled **"Government and Other Approvals"** beginning on page 293 of the Draft Red Herring Prospectus has been updated.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE
FAST TRACK FINSEC PRIVATE LIMITED **SEBI Registration No**. INM000012500 **Office No.** V-116, 1st Floor, New Delhi House, 27, Barakhamba Road, New Delhi - 110001 IN Tel No.: +91-11-43029809 **Contact Person**: Ms. Sakshi/ Ms. Amisha Gupta **Email**: mb@ftfinse.com; investor@ftfinsec.com **Website**: www.ftfinsec.com	**MUFG Intime India Private Limited** (Formerly known as Link Intime India Private Limited) **SEBI Registration No.** INR000004058 **Address:** C 101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai-400083 **Tel No:** +91 810 811 4949 | **Fax No:** 022-49186060 **Contract Person:** Mr. Shanti Gopalkrishnan **Email:** mahendrarealtors.ipo@linkintime.co.in **website:** www.linkintime.co.in

ISSUE PROGRAMME		
BID/ISSUE FOR ANCHOR INVESTORS: [●] *	**BID/ISSUE OPENS ON: [●]**	**BID/ISSUE CLOSES ON: [●] ****

**The Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date.*

***Our Company may in consultation with the BRLM, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations*

^ UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date.

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5. Increase in competition in the Indian real estate sector may adversely affect profitability.

An increase in competition within the Indian real estate sector may adversely impact the company's profitability. As more players enter the market or existing developers expand their presence, there may be greater pressure on pricing, project delivery timelines, and customer expectations. This heightened competition can lead to reduced margins, especially if the company is required to offer additional incentives or lower prices to attract buyers and tenants. Furthermore, clients may prefer developers with a longer track record, more advanced technology, or larger marketing budgets, making it more challenging for the company to maintain or grow its market share. Sustaining profitability in such a competitive environment requires continuous improvement in quality, innovation, and cost-efficiency.

12. Some shareholders of the company transferred their shareholding through a gift; however, the gift deed was not executed on the requisite stamp paper as mandated by applicable stamp duty laws.

Some shareholders of the company transferred their shareholding through a gift; however, the gift deed was not executed on the requisite stamp paper as mandated by applicable stamp duty laws. The failure to execute a gift deed on the required stamp paper exposes the parties involved to several risks. First, the gift deed may be considered legally invalid, as it does not comply with the necessary stamp duty requirements. This could result in the transfer of shares not being recognized by the company or in any legal proceedings. Additionally, the lack of proper stamping may lead to legal disputes, with the gift deed potentially deemed inadmissible as evidence in court. This could undermine the case for the transfer. Moreover, failure to pay the correct stamp duty could result in penalties or fines, with the parties involved required to pay back taxes, interest, and additional fees. The absence of a properly executed gift deed could also complicate the assessment of gift tax or other related tax obligations, leading to unforeseen tax liabilities and penalties for non-compliance.

13. **The Company derives a significant portion of its revenue from contracts with government departments and public sector undertakings, which exposes it to various risks associated with such dependency.**

The Company derives a significant portion of its revenue from contracts with government departments and public sector undertakings, which exposes it to various risks associated with such dependency. Changes in government policies, budgetary allocations, or political priorities may lead to reduced or delayed spending in the sectors where the Company operates, adversely impacting future business prospects. Additionally, government procurement processes are often subject to bureaucratic delays and complex compliance requirements, which can result in delayed payments and extended receivables cycles, thereby affecting the Company's liquidity and working capital. There is also a risk of unilateral termination or non-renewal of contracts by government entities, which may occur without sufficient notice or compensation, disrupting ongoing operations. Moreover, shifts in procurement policies—such as increased preference for local suppliers, public sector units, or revised eligibility criteria—could restrict the Company's ability to secure future contracts. Political and administrative changes may also influence procurement decisions, introducing an element of unpredictability in the business environment. Any failure to meet contractual obligations or comply with regulatory requirements could expose the Company to penalties, blacklisting, or reputational damage, all of which could have a material adverse effect on its financial and operational performance.

14.The company is currently facing the following Show Cause Notices pending adjudication before the Assistant Commissioner, Division-X, GST: Show Cause Notice No. 07/AC/CGST/M-W/DX/Mahendra Realtor/22-23 dated 20th May 2022, and Show Cause Notice No. 06/AC/CGST/MW/D-X/Mahendra Realtor/22-23 dated 20th May 2022, both pertaining to alleged contraventions under the Service Tax Act for the financial year 2016-17 and 2017-18. Additionally, Show Cause Notice No. 18/ADC/CGST-W/MR&I/2022-23 dated 13th May 2022 has also been issued ("SCNs") raising demands related to compliance failures and potential revenue shortfall. The aggregate contingent liability arising from these proceedings is estimated to exceed Rs. 1 crore, and the outcome of these cases could have significant financial implications for the company.

The company faces significant financial, legal, and operational risks due to the pending Show Cause Notices (SCNs). Financially, there is a potential liability exceeding ₹1 crore, which could impact cash flow, working capital, and financial statements, potentially requiring recognition as a contingent liability. If the adjudication results in an adverse order, the company may have to bear substantial tax dues, interest, and penalties. From a legal and regulatory perspective, there is a risk of adverse adjudication, leading to recovery proceedings, prolonged litigation, and increased legal costs. Additionally, involvement in tax disputes could harm the company's reputation with regulatory authorities and stakeholders. Operationally, the company may face heightened compliance scrutiny, further audits, and possible business disruptions if authorities initiate recovery proceedings or attach assets. The risk of accruing interest and penalties remains high, especially if liabilities are confirmed, with additional penalties possible for willful misstatements or suppression of facts. Furthermore, an adverse ruling could set a precedent, impacting the company's future tax positions and increasing the likelihood of additional SCNs for other financial years.

15. The company experiences a high attrition rate due to the nature of its operations in the civil construction industry.

One key risk factor associated with operating in the civil construction industry is workforce instability due to the project-based nature of employment. The reliance on project-specific tenders means that workforce requirements fluctuate, leading to frequent hiring and layoffs, which can create challenges in retaining skilled labor. Additionally, the industry's historically high attrition rates pose a risk to productivity and project continuity, as employees may leave for better opportunities, particularly during peak construction seasons. Seasonal variations and economic conditions further impact labor availability, making workforce planning unpredictable. Moreover, competition for skilled workers can drive up labor costs, potentially affecting project profitability and timelines. If not managed effectively, these workforce dynamics could lead to delays, increased recruitment and training expenses, and potential disruptions in project execution.

18.There have been instances of delayed filings and erroneous filings of certain forms which were required to be filed as per the reporting requirements under the Companies Act, 2013 to ROC.

In the past, there have been certain instances of delays in filing statutory forms which have been subsequently filed by payment of an additional fee as specified by ROC.

S. No.	Forms that are filed with additional fees	Normal Fees	Additional Fees
1	Form 20B for FY 2008	300	300
2	Form 23 AC & 23ACA for FY 2008	300	600
3	Form 20B for FY 2009	500	500
4	Form 23 AC & 23 ACA for FY 2009	500	500
5	Form 2 for 2009	300	1200
6	Form 32 for 2009	300	300
7	Form 32 for 2009	300	600
8	Form 23 AC & 23 ACA for FY 2010	500	500
9	Form 66 for FY 2010	500	500
10	Form 8 for 2014	500	1000
11	Form INC -27 for 2014	500	1000
12	Form PAS -3 for 2014	600	1200
13	Form AOC-4 for FY 2017	600	2400
14	Form MGT -7 for FY 2017	600	1200
15	Form DIR -12 for 2018	600	6000
16	Form AOC -4 for FY 2018	600	12900
17	Form MGT-7 for FY 2018	600	9800
18	Form AOC-4 for FY 2020	600	3900

19	Form AOC -4 for FY 2023	600	5400
20	Form MGT -7 for FY 2023	600	2300
21	Form INC -27 for 2024	600	3600
22	Form MGT -14 filed in the year 2024	600	2400
23	Form MGT -14 filed in the year 2024	600	1200
24	Form MGT -14 filed in the year 2025	600	7200
25	Form MGT -14 filed in the year 2025	600	7200

***Note: the above data is based on the Challans available on the website of Ministry of Corporate Affairs i.e. (https://www.mca.gov.in/mcafoportal/checkFilingStatus.do) for MGT -7 and AOC -4 and available with the management of the Company. The challans of Annual Return (MGT -7) were available from the financial year 2015-16 and Challan for Financial Statement (AOC-4) are available from financial year 2015-16.*

No show cause notice in respect to the above has been received by our Company till date and no penalty or fine has been imposed by any regulatory authority in respect to the same. It cannot be assured, that there will not be such instances in the future or our Company will not commit any further delays in relation to its reporting requirements, or any penalty or fine will not be imposed by any regulatory authority in respect to the same. The happening of such event may cause a material effect on our results of operations and financial position. It is hereby provided that as part of strengthening internal controls, the company has implemented a comprehensive compliance calendar specifically for ROC related filings, to ensure timely and accurate compliance, a dedicated Compliance Officer has been appointed to oversee and monitor all statutory requirements

21. The Company operates with a single unit of each type of machinery, which increases risk of machinery downtime due to maintenance and inoperability.

The Company operates with a single unit of each type of machinery, which increases the risk of operational disruptions due to maintenance, unexpected breakdowns, or required repairs. Any prolonged inoperability of essential machinery could impact production schedules, lead to delays in project completion, and potentially result in financial losses. Additionally, sourcing spare parts or specialized technical support may pose challenges, further extending downtime. The Company seeks to mitigate these risks through preventive maintenance programs and contingency planning; however, the possibility of unforeseen mechanical failures remains a concern.

22. The Company is significantly dependent on the State of Maharashtra for the procurement of a substantial portion of its raw materials.

(Amount in Lakhs)

Particulars	*2021-22*	*%*	*2022-23*	*%*	*2023-24*	*%*	*For the Period end on Sep 30, 2024*	*%*
Maharashtra	*1,894.91*	*87.88%*	*1,312.16*	*84.00%*	*1,453.80*	*79.91%*	*1,274.89*	*85.36%*

The Company is significantly dependent on the State of Maharashtra for the procurement of a substantial portion of its raw materials. Any adverse developments in the region, including but not limited to natural disasters, adverse weather conditions, political instability, changes in state policies, disruptions in transportation infrastructure, or regulatory restrictions, may adversely impact the availability and cost of raw materials. Such disruptions could result in production delays, increased operational costs, and could materially affect the Company’s business operations, financial condition, and results of operations.

23. Redevelopment projects are subject to certain risks involving existing tenants and applicable Government regulations.

Redevelopment projects undertaken by a renovation and restructuring company involve certain risks that may affect the timely execution and financial outcomes of the project. One such risk arises from the presence of existing tenants or occupants, whose cooperation may be necessary for relocation or temporary accommodation during the redevelopment process. While mechanisms for tenant rehabilitation are often in place, unforeseen resistance or delays in negotiations can impact project schedules. Additionally, these projects are governed by a complex framework of government regulations, including building codes, zoning laws, and redevelopment-specific policies. Compliance with such regulations requires careful planning and coordination with multiple authorities. Any changes in these regulatory frameworks during the project lifecycle may lead to revisions in design, additional costs, or delays in obtaining mandatory approvals. Though not the primary concern, these factors collectively contribute to the overall risk profile of redevelopment initiatives.

24. Redevelopment projects require compliance which inter alia involves tenant settlement, approvals from MHADA & MCGM, construction of the tenant and saleable portion units

Redevelopment projects require strict compliance with various legal and regulatory processes, which can pose challenges and risks to timely execution. These projects typically involve settling with existing tenants, which includes negotiating terms for relocation, compensation, or reallocation of space. Additionally, approvals are required from multiple government authorities, including bodies like MHADA (Maharashtra Housing and Area Development Authority) and MCGM (Municipal Corporation of Greater Mumbai). These approvals can be time-consuming and subject to changing regulations or policy updates. Furthermore, the redevelopment process includes the construction of both the tenant-rehabilitation units and the saleable portion of the project. Any delays or complications in fulfilling these obligations—whether due to coordination issues, regulatory hurdles, or construction-related challenges—can impact project timelines, increase costs, and affect overall profitability.

25. The COVID-19 pandemic adversely impacted the business operations and financial performance, and the Company may be similarly impacted in the future.

The COVID-19 pandemic, or any future pandemic or widespread public health emergency, could materially and adversely impact our business, financial condition, cash flows and results of operations. Since first being reported in December 2019, the outbreak of COVID-19 has spread globally. The World Health Organization declared the outbreak of COVID-19 to be a public health emergency of international concern on January 30, 2020, and a global pandemic on March 11, 2020. The COVID-19 pandemic has had, and any future pandemic or widespread public health emergency could have, repercussions across regional and global economies and financial markets. The outbreak of COVID-19 in many countries, including India has significantly and adversely impacted economic activity and has contributed to significant volatility and negative pressure in financial markets, and it is possible that the outbreak of COVID-19 will cause a prolonged global economic crisis, recession or depression, despite monetary and fiscal interventions by governments and central banks globally. The global impact of the outbreak has been rapidly evolving. As cases of COVID-19 have continued to be identified in additional countries, many jurisdictions, including the governments of India, have reacted by instituting restrictive measures including invoking lock downs and quarantines, requiring the closure of non-essential businesses and placing restrictions on the types of businesses that may continue to operate, mandating restrictions on travel, implementing "shelter-in-place" rules and "stay-at-home" orders, and enforcing remote working regulations. No prediction can be made of when any of the restrictions currently in place will be relaxed or expire, or whether or when further restrictions will be announced. Although some governments are beginning to ease or lift these restrictions, the impacts from the severe disruptions caused by the effective shutdown of large segments of the global economy or localized lockdowns remain unknown.

On March 24, 2020, the Government of India ordered a national lockdown in response to the spread of COVID-19. Our business was determined to be operating in an essential industry, which allowed us to continue our operations after the introduction of the lockdown in India, subject to certain adjustments in working patterns. There can be no assurance that there will not be any material impact on our operations if the outbreak of COVID-19 is not effectively controlled. Although some restrictions have been eased, it is not yet clear when the lockdown conditions will be fully lifted in India. Further, although we were declared an essential business and were able to adjust our business to continue operating during the lockdown, there can be no assurance that further restrictions will not be introduced or that we will continue to retain such essential status. Further, we may be required to quarantine employees that are suspected of being infected of COVID-19, as well as others that have come into contact with those employees or shut down our manufacturing facilities as a health measure, which could have an adverse effect on our business operations or result in a delay in the production and supply of products to our customers in a timely manner. If any of our suppliers are affected by COVID-19 to the extent our supply chain is disrupted, this may affect our ability to meet the demand of our customers. The full extent to which the COVID-19 pandemic, or any future pandemic or widespread public health emergency impacts our business, operations and financial results will depend on numerous evolving factors that we may not be able to accurately predict, including the scope, severity, and duration of the pandemic; actions taken by governments, business and individuals in response to the pandemic; the effect on customer demand for and ability to pay for our products; the disruptions or restrictions on our employees' and suppliers' ability to work and travel; volatility in foreign exchange rates; any extended period of remote work arrangements; and strain on our or our customers' business continuity plans, and resultant operational risk. The COVID-19 pandemic, or any future pandemic or widespread public health emergency could therefore materially and adversely impact our business, financial condition, cash flows and results of operations.

26. Changes in technology may affect business by making the construction and development capabilities less competitive or obsolete.

Changes in technology may pose a risk to the business by making existing construction methods, materials, or project management tools less efficient or outdated compared to newer industry practices. As innovation continues to reshape the construction and real estate sectors, companies that fail to adopt modern technologies—such as advanced design software, energy-efficient materials, or automation in construction—may struggle to stay competitive. This could lead to increased project costs, longer timelines, or reduced client interest, especially if competitors are offering more advanced, cost-effective, or sustainable solutions. Keeping up with technological advancements requires ongoing investment and adaptability, and any delay in doing so may impact the company's ability to win projects or maintain profitability.

27. We do not own the premises in which our branch offices are located and the same are on lease arrangement. Any termination of such lease/license and/or non-renewal thereof and attachment by Property Owner could adversely affect our operations.

Our branch offices are on leased and our Company has entered into an agreement with Lessors for leasing the said premises. The detail of our property leased by us is as follows:

S. No.	Address	Details	Date of agreement	Usage	Owned/ Leased	Name Transferer/ Lessor	Validity
1.	Shop No.55 Foundation Tower Plot No.20, Sector-11, CBD Belapur Navi Mumbai -400614.	License Fee: ₹ 27000 pm For the first eleven months, ₹ 28890 pm For the Second eleven months and ₹ 30912 pm For the third eleven months Validity: Absolute ownership Area: 500 Sq. ft. carpet area	October 25, 2024	Branch Office	Rented	Mr. Rahul Shrinivas Shetty	33 months
2.	House No.69, Flat No.1, Bhagwan Nagar, Near Durga Dairy, New Delhi, Delhi, 110014	Consent has been given to operate the office	January 21, 2021	Branch office	NA	Mrs. Bhanumati Devi	-

For details, please refer to "***Our Business Overview- Land & Properties***" page no. 168 of this Draft Red Herring Prospectus.

As per the lease agreement, if there are any non-compliance by us in relation to any term of the lease, lease fee and any other terms and conditions, the lease may result in the termination of the lease agreement and consequently, we have to vacate the said premises. We also cannot assure you that the lessor will not terminate the lease agreement, which would require us to locate to another premise and may have an adverse effect on our conducting our business operations. In case, we may have to re-locate to another premise and/or agree to pay the extra amount for using the same premises. An increase in lease structure will lead to an increase in our expenditure which in turn may affect our revenue and increase of operational costs. Also, searching for a suitable location, setting the branch from scratch and relocating the inventory from one location to another, may lead to a loss of clients, a reduction in sales thereby affecting our profitability. In the past three financial years and in the stub period no such incident has occurred.

Our Delhi office i.e. House No.69, Flat No.1, Bhagwan Nagar, Near Durga Dairy, New Delhi, Delhi, 110014 is operated on the basis of the consent to operate received from the owner of the company. Operating the Delhi office based on the owner's consent to operate poses several risks, including legal, financial, operational, and reputational concerns. Legally, the absence of a formal lease or ownership document could lead to regulatory scrutiny, eviction risks, and potential zoning violations, resulting in penalties or forced shutdowns. Financially, uncertain operating costs and the possibility of sudden rent hikes could strain resources, while any investments made in office setup or renovations may be lost if the owner withdraws consent. Additionally, legal disputes related to property rights could expose the business to fines or claims. Operationally, the lack of a formal agreement leaves the business vulnerable to disruptions if the owner revokes permission, potentially impacting business continuity and employee safety. Without proper workplace compliance, there could also be risks related to labor laws and regulatory obligations. Reputational risks arise from the perception of an unstable operating arrangement, which could affect client confidence, investor trust, and overall brand image, particularly if legal issues become public.

28. Business and profitability are significantly dependent on the performance of the real estate market generally in India.

The business and profitability of a renovation and restructuring company involved in redevelopment projects are closely tied to the overall performance of the real estate market in India. Factors such as demand for residential and commercial spaces, property prices, interest rates, and buyer sentiment play a crucial role in determining the success of redevelopment projects, particularly the saleable portion. If the real estate market experiences a slowdown due to economic conditions, policy changes, or oversupply in certain areas, it can directly affect sales velocity and pricing. This, in turn, may lead to longer project completion cycles, reduced cash flows, and pressure on profit margins. As a result, fluctuations in the real estate sector can have a significant impact on the company's revenue and financial health.

29. Some of the Ongoing Projects will require obtaining approvals or permits, and the Company would be required to fulfil certain conditions precedent in respect of some of them.

Some of the ongoing projects will require the Company to obtain various approvals, licences, clearances, and permits from regulatory and governmental authorities, and to fulfil certain conditions precedent. There is no assurance that such approvals or permits will be obtained in a timely manner, or at all, or that the required conditions precedent will be met within the expected timeframes. Any delay, denial, or imposition of onerous conditions in obtaining these approvals or satisfying these conditions could adversely affect the implementation of the relevant projects, leading to cost overruns, project delays, or even cancellations. This may, in turn, materially and adversely impact the Company's business, financial condition, results of operations, and future prospects.

OBJECTS TO THE ISSUE

1. **Working Capital Requirement**

Particulars	Audited 31.03.2022	Audited 31.03.2023	Audited 31.03.2024	Audited 30.09.2024	Projected 31.03.2025	Projected 31.03.2026	Projected 31.03.2027
Current Assets							
Inventories	1,005.58	226.67	403.36	475.93	414.55	579.59	755.86
Trade Receivables	1,560.98	1,310.16	1,367.91	1,372.37	2,110.99	2,955.38	4,137.54
Cash and Bank Balances	442.90	2,337.16	87.17	495.91	391.15	1,187.05	756.38
Short-Term Loans and Advances	664.54	363.62	230.15	524.11	552.84	748.64	1,030.75
Other Current Assets	459.88	1,367.85	1,094.04	1,409.33	1,644.04	2,100.33	2,477.88
Total Current Assets (A)	**4,133.88**	**5,605.46**	**3,182.63**	**4,277.65**	**5,113.57**	**7,571.00**	**9,158.41**
Current Liabilities							
Trade Payables	315.9	404.23	1,518.80	655.33	630.33	849.67	1,163.68
Other Current Liabilities	461.45	499.12	440.56	435.24	536.94	665.32	837.96
Short-Term Provisions	36.97	37.07	45.56	44.61	47.84	50.23	52.75
Total Current Liabilities (B)	**814.32**	**940.42**	**2,004.92**	**1,135.18**	**1,215.11**	**1,565.22**	**2,054.39**
Total Working Capital Gap (A - B)	**3,319.56**	**4,665.04**	**1,177.71**	**3,142.47**	**3,898.46**	**6,005.78**	**7,104.02**
Less: Cash and Bank Balances	442.9	2,337.16	87.17	495.91	391.15	1,187.05	756.38
Net Working Capital (A - B)	**2,876.66**	**2,327.88**	**1,090.54**	**2,646.56**	**3,507.31**	**4,818.73**	**6,347.64**
Funding Pattern							
IPO proceeds						1,976.00	1,064.00
Internal Accruals	**-576.4**	**-919.04**	**582.1**	**452.85**	**1,506.40**	**839.81**	**3,220.64**
Short-Term Borrowings	**3,453.02**	**3,246.92**	**508.44**	**2,193.71**	**2,000.91**	**2,002.91**	**2,063.00**

Working Capital: As of FY 2021-22, the working capital requirement stood at ₹ 2,876.66 Lakhs on a restated basis which decreased to ₹ 2,327.88 Lakhs in FY 2022-23 and further decreased to ₹ 1,090.54 Lakhs in FY 2023-24. The same is estimated to increase to ₹ 3,507.31 Lakhs in FY 2024-25 and to ₹4,818.73 Lakhs in FY 2025-26 and further to ₹6,347.64 Lakhs in FY 2026-27 based on the business projections. These estimates are based on anticipated orders and strategic business growth.

The Company's working capital needs have expanded in alignment with revenue growth, primarily driven by its effective participation in tender processes. The Company is focused on reducing trade payable days compared to the previous year, which will facilitate the procurement of materials at discounted rates and thus, decreasing our cost.

The Company requires the working capital for the execution of the project, in the form of fund-based limit (Secured Over Draft) and non-fund-based limit (Bank Guarantee). With the increasing no. of projects, increased working capital is required for smooth functioning. Majorly, the Company requires non-fund base limit as the

Company needs to provide bank guarantee (performance bank guarantee) after winning the respective bided project.

As market is tendering towards aggressive bidding style, Company has to bid below estimated cost of the project to secure the bid. This requires additional security deposit to make sure that the Company fulfils the contract as per the stated terms only and need to be paid on fund base.

Working capital requirement has increased because of increase in the outstanding order book of the Company. As on 31st December, 2024 the Company has outstanding order book of ₹21,719.35 lakhs in hand.

Sr. No	Particulars	Details
1.	Trade Receivables	The Company is in a business where payment realization from clients is delayed due to administrative clearances of government departments, after which the accounts department makes a demand for payment and then the payment is released, so the Trade Receivables period in this business typically ranges between 45 and 70 days depending on project to project. In FY 2022-23 it stands at 76 days, due to lower revenue from operations by ₹2,964.43 Lakhs as compared to FY 2021-22. Also, due to pending litigation of trade receivable of ₹440.85 lakhs, which increases the receivable days in FY 2022-23. From FY 2021-22 to FY 2023-24, the trade receivables holding period decreased from 61 days to 49 days with an exception of 76 days in FY 2022-23 due to the reason as mentioned above The Company's clients' favourable credit terms have contributed to this positive trend Looking ahead, the Company expects trade receivable days to be comparable to previous years. The Company estimates Trade Receivable days of 58 days in FY 2024-25 and FY 2025-26, The payment of the bill is subject to availability of fund from government and hence working capital requirement can go up with an increase in the estimated size of operations of the Company approximately by 30% The Company as on 31st December, 2024 has orders of ₹21,719.35 lakhs in hand. The company expects a significant increase in trade receivables during FY25 and FY27, driven by both industry trends and its own expansion strategy. Within the infrastructure sector, the average trade receivable period typically ranges from 45 to 70 days. Aligning with this, the company has estimated its receivable cycle at around 58 days. As revenue grows from the execution of its ₹21,719.35 lakhs order book, the absolute value of trade receivables is naturally expected to rise, even if the receivable period remains consistent. Additionally, a major portion of the company's work is government-related, and recent trends indicate a slowdown in government payments due to budgetary constraints and fund shortages. These delays are expected to result in higher receivable balances and increased pressure on the company's cash flow during the period. In summary, the projected increase in trade receivables in FY25 and FY27 is a direct consequence of rising operational scale, government payment delays, and the nature of large, long-term contracts. This scenario underscores the need for robust working capital planning to support the company's growth momentum.
2.	Trade Payables	Trade payable is an amount to be paid by the Company to its suppliers following the purchase of materials & components, stock-in-trade and other expenses on credit. From FY 2021-22 to FY 2022-23, the trade payables holding period increased from 17 days to 33 days. In FY 2023-24 it was 77 days as Company repaid their borrowings of ₹2,738.48

		lakhs to decrease its finance cost and increase its profitability, due to which it had low cash outstanding in March 2024. Company paid its creditors in next FY bringing back the payable days back in line. The Company estimates Trade Payable Holding period of 25 days in FY 2024-25 and FY 2025-26. Company expects better pricing and continuous supply from vendors by making early payment and negotiate better deals. With improved cash flow, The Company can settle its trade payables more promptly, further reducing the holding period which will provide better pricing from vendors and negotiate better deals. The substantial rise in trade payables to ₹1,518.80 lakhs in FY 2023–24 (14.96% of revenue and 77 payable days) is primarily attributed to strategic cash flow management amid the company’s efforts to reduce its finance costs. During the year, the company opted to repay short-term borrowings amounting to ₹2,738.48 lakhs, significantly bringing down its finance cost from ₹259.56 lakhs in FY 2022–23 to ₹125.25 lakhs in FY 2023–24. While this repayment improved the company’s leverage position and long-term financial health, it also led to lower cash availability by the end of March 2024. As a result, payments to suppliers and creditors were temporarily deferred, pushing trade payables higher as of the balance sheet date. This increase was a timing difference and not a result of operational inefficiency. The deferment balanced liquidity after debt repayment, and trade payables are expected to normalize in FY 2024–25, as reflected by the sharp reduction to ₹630.33 lakhs in FY 2024-25 (25 payable days). This demonstrates that the elevated payables in FY 2023–24 were a one-off, linked to prudent financial restructuring rather than a structural issue.
3.	Inventory Days	Inventory includes raw materials such as cement, pipes, chemicals, tiles etc., and work in progress projects for which revenue recognition is pending. In FY 2021-22 it had high inventory days due to high work in progress pending for revenue booking of BOT project. From FY 2021-22 to FY 2023-24, the inventory holding period has witnessed a reduction from 40 days to 15 days. This positive trend in the inventory days can be attributed to the effective inventory management in response to market demand and supply considerations. In FY 2024-25 to FY 2026-27 it estimated 11 inventory days which is in line with previous trend. **Rationale for the significant increase in the Inventory of the Company in FY 2021-22.** The significant increase in inventory to ₹1,005.58 lakhs in FY 2021–22 (10.85% of revenue and 40 inventory turnover days) was primarily due to the inclusion of work-in-progress related to a Build-Operate-Transfer (BOT) project. As per the company's revenue recognition policy, revenue from such projects is recognized only upon approval of milestones or completion, in line with the adopted recognition model. In FY 2021–22, although physical and operational progress had been made on the BOT project, the criteria for revenue recognition had not yet been met. Therefore, the accumulated costs and associated value were recorded as inventory, specifically under work-in-progress, rather than being recognized as revenue. This contributed to the temporary spike in the inventory balance. Subsequently, in FY 2022–23, the same BOT project was approved for revenue recognition, and an amount of ₹618.71 lakhs was recognized as revenue from the inventory recorded in the previous year. This resulted in a sharp decline in inventory to ₹226.67 lakhs in FY 2022–23 (3.60% of revenue and 13 inventory turnover days), confirming that the FY 2021–22

		increase was a timing-related event and not reflective of inefficiencies in inventory management.

Reason for percentage change of Net Working capital in terms of Revenue from operations:

From FY 2021-22 to FY 2022-23:

Lower Revenue from Operations: Due to lower revenue from operations primarily attributable to combination of external and operational challenges such as political instability in Maharashtra, which led to delays in government decision-making and a sharp drop in infrastructure-related tenders. Additionally, the company entered the year with a low order book and faced reduced tendering activity in key service areas like structural repairs and interior works, further impacting revenue generation.

Trade Receivables: Due to higher trade receivables as compared to revenue from operations from 16.85% in FY 2021-22 to 20.79% in FY 2022-23, led to overall increase in working capital requirement as compared to revenue from operations. This was due to disputed trade receivable of ₹440.85 lakhs which was consistent on year-to-year basis irrespective of revenue booked during the year.

From FY 2022-23 to FY 2023-24:

Outstanding Trade Payables: As company repaid its short-term borrowings of ₹2,738.48 lakhs in FY 2023-24, leading to lower cash and cash equivalents available with the company. This led to delayed in payment to creditors showing higher balance at the end of the year. Due to this Trade receivables with respect to revenue from operations was increased from 6.41% in FY 2022-23 to 14.96% in FY 2023-24.

Favourable Credit Terms: The company is in a business where payment realisation from debtors is delayed due to administrative clearances from government departments. These clearances vary on project-to-project basis. Due to slight favourable terms and projects in FY 2023-24, it led to early payments by debtors leading to debtor turnover of 49 days.

Working capital in FY 2024-25, 2025-26 and 2026-27

The company's revenue outlook appears strong, backed by a substantial order book of ₹21,719.35 lakhs as on December 2024, which reflects healthy demand visibility and execution potential over the coming periods. This order pipeline not only demonstrates customer confidence but also indicates the company's strengthened market position and business continuity post the earlier political and administrative disruptions.

Key Supporting Factors:

1. **Robust Order Book Position:**
    - An order book of ₹21,719.35 lakhs positions the company to recognize significantly higher revenues over the next few years, subject to timely execution.
    - This represents a solid base for revenue conversion, particularly in the company's core segments of structural repair, interior works, and civil maintenance.
2. **Improved Working Capital Efficiency:**
    - The company is optimizing its receivables of revenue from operations, indicating a sharper collection cycle and better credit control practices.
    - **Payables are maintained** of revenue, aligning well with industry norms and ensuring stable supplier relationships.
    - **Inventory levels are managed efficiently** suggesting lean operations with minimal stock-holding costs.

Conclusion:
With receivables, payables, and inventory ratios considered, the net **working capital requirement falls in line with** revenue from operations. This is a sustainable level, indicating the company is well-positioned to fund its operational needs without over-reliance on external borrowings, improving overall liquidity and operational scalability.

Interim Use of Funds

Pending utilization for the purposes described above, our Company intends to invest the funds with scheduled commercial banks included in the second schedule of Reserve Bank of India Act, 1934. Our management, in accordance with the policies established by our Board of Directors from time to time, will deploy the Net Proceeds. Further, our Board of Directors hereby undertake that full recovery of the said interim investments shall be made without any sort of delay as and when need arises for utilization of process for the objects of the issue. Provided further that the interim use of funds shall be made in accordance with the applicable laws of ICDR.

SECTION V- ABOUT THE COMPANY

OUR BUSINESS

OUR SERVICES

The detailed service-wise description of the numbers of the projects undertaken service-wise:

Numbers of Service-wise Projects undertaken:

Row Labels	**2021-22**	**2022-23**	**2023-24**	**Period Ended on Sep 30, 2024**
BOT	-	1	1	-
Corporate Interior	12	10	12	7
Maintenance	5	5	6	5
Works Contract	26	28	30	21
Total	**43**	**44**	**49**	**33**

Note: Some of project has been carried for more than one financial year.

PROJECT CYCLE

The execution of our projects follows a structured Project Cycle, ensuring timely completion with high-quality standards. The key stages of our project cycle are as follows:

1. Publication of Tender- Government agencies, private entities, and corporate clients publish tenders for civil repair, restoration, waterproofing, painting, plumbing works etc. These tenders outline project requirements, timelines, and qualification criteria.

2. Submission of Bids- Our Company prepares and submits bids based on the project scope, estimated costs, and compliance with tender specifications. The bid includes technical and financial proposals.

3. Letter of Award (LOA) to the Lowest Bidder- Upon evaluation of all bids, the client awards the contract to the lowest and most qualified bidder. If our bid is selected, we receive the Letter of Award (LOA) confirming our appointment for the project.

4. Receipt of Work Order and Handover of Site- Following the LOA, the client issues a formal Work Order, detailing the contract terms, project scope, and execution timeline. The project site is then handed over to us for commencement.

5. Approval of Design & Planning- Our technical team reviews and finalizes the project design, ensuring compliance with structural safety norms and client requirements. We prepare a detailed project plan, including:

- Scope of work
- Resource allocation
- Timelines for each phase
- Material and manpower estimation

6. Planning for works, Preparation of estimates & procurement - We procure the necessary construction materials, tools, and equipment for the project. Simultaneously, labor and technical teams are deployed to the site for execution.

7. Mobilization & Execution of Civil work - The core structural repair and civil works begin, including:

- Concrete rehabilitation
- Crack sealing and grouting
- Waterproofing applications
- Strengthening of structures

8. Execution of Electrical & Mechanical Work- If the project involves electrical and mechanical components, we proceed with:

- Installation of plumbing systems
- Electrical wiring and fittings
- HVAC and fire safety systems (if applicable)

9. Trial Run of Project- Before final commissioning, we conduct trial runs and quality inspections to ensure all work meets regulatory and client standards. Any defects or pending works are addressed at this stage.

10. Commissioning & Handover- Upon successful completion and final quality checks, the project is formally commissioned and handed over to the client. We also provide maintenance guidelines and post-project support as required.

MARKETING STRATERGIES

The Company secures its projects primarily through a structured tendering process and does not engage in conventional marketing activities. However, to maintain a competitive edge, the Company focuses on strengthening its industry presence through active participation in government sector tenders, fostering strong client relationships, adhering to industry certifications, and leveraging its established reputation for quality and reliability. Additionally, the Company has appointed for SCO and a social media agency to enhance its digital presence and engages in industry events to stay informed about market developments.

RAW MATERIAL

Following is the bifurcation of the products sourced domestically in percentage as well as absolute terms for the last three fiscal years and stub period:

(Amount in Lakhs)

Particulars	2021-22	%	2022-23	%	2023-24	%	For the Period end on Sep 30, 2024	%
Andhra Pradesh	17.17	0.80%	42.63	2.73%	4.20	0.23%	-	0.00%
Delhi	32.75	1.52%	7.54	0.48%	0.19	0.01%	1.13	0.08%
Goa	0.13	0.01%	-	0.00%	-	0.00%	-	0.00%
Gujarat	160.34	7.44%	121.10	7.75%	333.53	18.33%	157.39	10.54%
Haryana	16.66	0.77%	-	0.00%	0.72	0.04%	48.30	3.23%
Karnataka	3.01	0.14%	1.58	0.10%	12.39	0.68%	-	0.00%
Kerela	-	0.00%	-	0.00%	3.79	0.21%	11.83	0.79%
Maharashtra	1,894.91	87.88%	1,312.16	84.00%	1,453.80	79.91%	1,274.89	85.36%
Punjab	0.02	0.00%	2.05	0.13%	-	0.00%	-	0.00%
Tamil Nadu	3.16	0.15%	74.98	4.80%	10.53	0.58%	-	0.00%

Telangana	17.59	0.82%	-	0.00%	0.03	0.00%	-	0.00%
Utta Pradesh	10.45	0.48%	-	0.00%	-	0.00%	-	0.00%
Uttarakhand	-	0.00%	-	0.00%	0.01	0.00%	-	0.00%
West Bengal	-	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%
Total	2,156.19	100.00 %	1,562.03	100.00 %	1,819.20	100.00 %	1,493.54	100.00 %

HUMAN RESOURCE

Contractual Workers

The company engages contractual workers through contractors on project basis to ensure flexibility and efficiency in workforce management. These contractors, in turn, employ workers, resulting in frequent changes in the contractual workforce. Due to the dynamic nature of this engagement model, maintaining a comprehensive and consistent record of number of contractual workers is not feasible. Hence, the numbers of contractual workers engaged with the Company is not feasible to ascertain**.**

INSURANCE

Our Company has insurance coverage which we consider reasonably sufficient to cover all normal risks associated with our operations and which we believe is in accordance with the industry.

The company has taken the Contractor's All Risk (CAR) insurance on a project-wise basis, which covers tangible assets of our company as well and which has been taken from various Insurance company. Further, total amount of sum assured is of Rs. 2,13,41,36,426

The details of the insurance coverage of the Company as a percentage of the tangible assets of the Company for the past three fiscal years:

Particular	F.Y. 2023-24	F.Y. 2022-23	F.Y. 2021-22
Insurance Coverage *	100.00%	100.00%	100.00%
Percentage of the tangible Assets#	95.00%	95.00%	95.00%

*** Insurance Coverage:** The Contractors' All Risks (CAR) insurance covers 100% of the work order value for each project, as per the tender policy. This policy is mandatory for the project and is based on the full value of the work order at the time of allotment.

 # Percentage of Tangible Assets Covered: The coverage is based on an average percentage, as multiple policies are held with various vendors, making it challenging to determine the exact percentage. For the current fiscal year, the coverage for tangible assets is estimated at 95%.

SECTOR-WISE REVENUE BIFURCATION

The bifurcation of the revenue generated by the Company from the Government as well as the Private Sector in the past three fiscal years and stub period is as follows:

(Amount in Lakhs)

	Financial Year									
Particulars	**2021-**	**%**	**2022-**	**%**	**2023-24**	**%**	**Stub**	**%**	**Grand**	**%**

	22		23				Period		Total	
Government	8,719.04	94.09	5,155.93	81.81	8,289.67	81.68	4,397.31	97.44	26,561.96	87.87
Private	547.41	5.91	1,146.09	18.19	1,859.31	18.32	115.33	2.56	3,668.14	12.13
Grand Total	**9,266.45**	**100.00**	**6,302.02**	**100.00**	**10,148.98**	**100.00**	**4,512.64**	**100.00**	**30,230.10**	**100.00**

INTELLECTUAL PROPERTY

As on the date of the Draft Red Herring Prospectus, following are the trademarks registered in the name of the company under Trade Mark Act 1999.

KEY REGULATIONS AND POLICIES

RELATED TO OUR BUSINESS

Micro, Small, and Medium Enterprises Development (MSMED) Act, 2006

The benefits available to MSME vendors and small business participation in government tenders includes EMD exemption, tender cost exemption, allotment preference, and payments. Here's a breakdown:

1. EMD (Earnest Money Deposit) Exemption

As per Public Procurement Policy for Micro & Small Enterprises (MSEs) Order, 2012, MSMEs registered with NSIC, Udyam Registration, or other valid MSME registration authorities are exempted from paying EMD when bidding for government tenders.

To avail of this exemption, MSMEs must submit their valid MSME certificate/Udyam Registration Certificate (URC) or NSIC certificate with the tender bid.

2. Tender Cost Exemption

Many government departments waive tender document fees for MSMEs to encourage their participation.

Similar to EMD, MSMEs need to provide their registration certificate to claim this benefit.
The exemption is generally applicable to CPSEs (Central Public Sector Enterprises), Railways, Defence, PWD, and other government tenders.

3. MSME Vendor Tender Allotment Preference

As per the Public Procurement Policy, 25% of total annual procurement by central government ministries, departments, and PSUs must be done from MSMEs.

Out of this 25%, 4% is reserved for SC/ST entrepreneurs, and 3% for women entrepreneurs.
In tenders where price preference is applicable, MSMEs may get an advantage if their quoted price is within L1 + 15% (lowest bid + 15%) and they are willing to match L1.

4. MSME Payment Terms

As per MSME Development Act, 2006, government departments and large enterprises must make payments to MSME vendors within 45 days from the date of acceptance of goods/services.

Delayed payment beyond 45 days attracts compound interest at three times the bank rate specified by RBI.

MSMEs can register complaints on the MSME Samadhaan portal in case of delayed payments.

JOINT VENTURES

We undertake contracts independently or whenever required, through our project-specific joint ventures with other infrastructure and construction entities, in particular, when a project requires us to meet specific eligibility requirements in relation to certain large projects, including requirements relating to particular types of experience. The details of our Joint Ventures are as follows:

1. **Mahendra Realtors & Infrastructure Limited and M/s Ravi Enterprises**

The Joint Venture (JV) agreement was established to undertake a specific project awarded by the Thane Municipal Corporation under the State Government's special scheme aimed at developing essential public infrastructure. The project entails the renovation of the Ram Ganesh Gadkari Rangayatan auditorium within the Thane Municipal Corporation limits. The total project value is Rs.25,83,70,614/-, with the work order issued on 11/10/2024.

The joint venture was created because the tender required experience in both civil and electrical work. Our company has experience in handling civil construction projects, while M/s Ravi Enterprises has experience in electrical work. By join venture, both companies have combined their strengths and met the eligibility criteria mentioned in the tender. MRIL is a partner in this JV, holding a 51% share in the profits. This collaboration is strategically structured to enhance profitability for both MRIL and M/s Ravi Enterprises. Additionally, it provides MRIL with valuable hands-on experience in a new domain of work, thereby strengthening its technical credentials and reinforcing its profile in public sector projects.

The experience and exposure derived from this project are expected to significantly enhance MRIL's technical expertise and diversify its service portfolio. This strengthened capability will position the company more competitively for future tendering opportunities, driving sustainable business growth and long-term success.

OUR MANAGEMENT

BRIEF PROFILE OF THE DIRECTORS OF OUR COMPANY

Ms. Hetal Bhavesh Shah

Ms. Hetal Bhavesh Shah, aged 44 years, is a non-executive director of our Company. She is secondary education passed and She is an administration with one year of experience in streamlining operations, managing diverse profiles, and supporting organizational goals in Mahendra Realtors & Infrastructure Limited. Skilled in office management, coordination, and executive support, she is known for her attention to detail, problem-solving abilities, and proactive approach. Committed to fostering efficiency and delivering results that align with business objectives.

Mr. Shiv Karan

Mr. Shiv Karan, aged 41 Years, is a Non-executive (Independent) Director of our Company. He has completed his *Bachelor degree in Arts* from Maharishi Dayanand Saraswati University, Ajmer, Rajasthan, and has prior experience of 19 years of working with SM Express since 2006 as an employee and then as a Director since December 2012 in the field of strategizing and implementing organizational growth through innovation and technology, building and managing franchise networks.

Mr. Shiv Karan is also actively involved in social responsibility initiatives for upliftment of under privileged. He also holds directorship in other companies viz. Shrawan Chaudhary Foundation, SM Express Logistics Private Limited and Mumbai Statesmen Foundation.

Mr. Shah Amit Rajeshkumar

Mr. Shah Amit Rajeshkumar, aged 32 years, is a Non-executive (Independent) Director of our Company. He is qualified Chartered Accountant associated with the Institute of Chartered Accountants of India and holds over 10 years of experience as a practicing professional. His expertise area includes Corporate Law Related Matters, Statutory Audits, Bank Audit, Insurance Audits, Designing Procedures and Processes, Preparing Ind AS Financial Statements etc and has also completed certificate course on IFRS (International financial reporting standards) from the Institute of Chartered Accountants of India.

KEY MANAGERIAL PERSONNEL

In addition to our Managing Director, whole-time director whose details have been provided under paragraph above titled 'Brief profile of our directors', set forth below are the details of our Key Managerial personnel as on the date of filing of this Draft Red herring prospectus:

Name	Sandeepkumar Shyambihari Singh
Designation	Chief Financial Officer
Date of Appointment	02/05/2024
Term of Office	NA
Expiration of Term	NA
Qualification	B.COM from University of Mumbai, CA Inter Qualified
Previous Employment	Nishant consultancy Service Private Limited
Overall Experience	Mr. Sandeep is qualified commerce graduate with over 9 years of experience in Nishant consultancy Service Private Limited in audit, taxation, due diligence, and business strategy evaluation and formulation. For the past 7 years, he has been associated as an integral part of MRIL, driving the organization's strategic growth. He is particularly adept at utilizing technology and analytics to streamline business processes and is responsible to ensure seamless operations within the organization.
Remuneration paid in F.Y. 2023-24	NA

Name	**Niharika Kothari**
Designation	Company Secretary
Date of Appointment	01/04/2024
Term of Office	NA
Expiration of Term	NA
Qualification	Company Secretary (Membership – ACS-66491 (date of allotment July 26, 2021), LLB
Previous Employment	Janus Corporation Limited
Overall Experience	Ms. Niharika is an associate member of the Institute of Company Secretaries of India (ICSI) with over 2 years of experience in corporate secretarial work in Raghav Business Center Private Limited from 02/08/2021 to 28/02/2023 & Janus Corporation Limited from 03/04/2023 to 01/03/2024 and has also qualified Bachelor of law from Mohanlal Sukhadia university, Udaipur. Her expertise includes incorporating companies and LLPs, filing E-Forms and Returns, preparing search and charge reports, and handling various corporate secretarial functions. She is well-versed in managing Board processes and ensuring compliance with the Companies Act and SEBI Regulations.
Remuneration paid in F.Y. 2023-24	NA

SECTION VI- FINANCIAL INFORMATION

MANAGEMENT'S DICUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

DISCUSSION ON RESULT OF OPERATION

The Service Wise Revenue Breakup of the company are as follows:

Rationale for the decrease in revenue generated from Corporate Interiors segment in FY2023 and the BOT segment in FY2024:

CORPORATE INTERIORS – FY 2022–23

The revenue from the Corporate Interiors segment declined significantly in FY 2022–23, primarily due to a reduction in the overall order inflow and the Company's total turnover during the year. The Company's revenue from operations stood at Rs. 6,302.02 lakhs, as compared to Rs. 9,266.45 lakhs in FY 2021–22, reflecting a 31.99% decrease. The key contributing factors were as follows:

- **Low Opening Order Book:** As on March 31, 2022, the order book for the interiors segment stood at only Rs. 10.22 crore, which limited the revenue potential for the ensuing financial year.
- **Limited Tender Awards:** Although the Company participated in 62 interior tenders worth approximately Rs. 176.85 crore during FY 2022–23, it secured only 9 tenders, collectively valued at Rs. 20.05 crore. This low conversion rate significantly impacted segmental revenue.
- **Political Instability:** The State of Maharashtra experienced a period of political uncertainty, including the split of a major political party and a shift in the ruling coalition. This instability led to a noticeable decline in the issuance of high-value government tenders.
- **Intensified Market Competition:** With fewer tenders available, the market became highly competitive. Many infrastructure players resorted to undercutting prices to win contracts, making it difficult for the Company to secure projects at sustainable margins.

BOT SEGMENT – FY 2023–24:

The Company had undertaken a single BOT project, for which the Occupancy Certificate (OC) was obtained in February 2023. As per the project completion method of accounting, the revenue from units sold prior to obtaining the OC was recognized in FY 2022–23. Units sold after the OC, during FY 2023–24, were accordingly recognized in that fiscal year. However, since a significant portion of the revenue was already recognized in the earlier year, therefore the contribution from the BOT segment was lower in FY 2023–24.

Additionally, no new BOT projects have been awarded or undertaken by the Company in the past three years. As a result, maximum revenue from the existing project has already been recorded in FY 2022-23, leading to a natural decline in revenue from this segment in FY 2023–24.

FISCAL YEAR ENDED ON MARCH 31, 2024 COMPARED WITH THE FISCAL YEAR ENDED ON MARCH 31, 2023 (BASED ON RESTATED FINANCIAL STATEMENTS)

Revenue

- **Revenue of operations**
Net revenue from operations For the Financial Year 2023-24 stood at Rs.10,148.98 Lakhs. Whereas for the Financial Year 2022-23, it stood at Rs. 6,302.02 Lakhs representing an increase of 61.04%. This can be attributed to higher project completions in the year as the Company recognized revenue on a percentage of

completion basis and acquiring of more projects than the previous year due to the expansion of business in new markets as well more tender floating in the year due to stable Maharashtrian government.

Reasons for 61% increase in Revenue from operations in FY 2023-24 as compared to FY 2022-23.

1. **Improved Order Book Position and Project Execution:**
   Unlike the previous financial year, FY24 witnessed a robust inflow of new projects, leading to a healthier order book. The company successfully secured and executed multiple large-scale contracts, contributing significantly to the topline.

2. **Key Projects Executed in FY24:**
   Due to major projects which were acquired and substantially executed during the year, played a critical role in boosting the company's revenue, such high-value contracts not only enhanced project turnover but also reflect the company's strengthened market presence and execution capabilities across multiple geographies and sectors.

Overall, the substantial increase in revenue during FY24 underscores the company's ability to capitalize on market opportunities, improve operational efficiency, and deliver large-scale infrastructure and repair solutions successfully. Also, considering the 2022-23 as exceptional year, CAGR from the FY 2022 to FY 2024 is only 4.65% as mentioned on page 110 of DRHP under Key performance indicators under chapter titled 'Basis of Issue Price'.

Expenses

- **Profit After Tax**
  The restated profit before tax For the Financial Year 2023-24 stood at Rs. 1157.83 Lakhs. Whereas for the Financial Year 2022-23, it stood at Rs. 404.10 Lakhs, representing an increase of 186.52%, in line with the increase in scale of operations, increase in revenue along with effective cost management and reduction in finance cost.

PAT margins of the company were increased from 6.41% in FY 2022-23 to 11.41% in FY 2023-24. This was due to the following reasons as mentioned below:

1. **Reduction in Finance Cost:**
   During FY24, the Company repaid major portions of its short-term borrowings, resulting in a considerable decline in interest expenses. Finance costs reduced both in absolute terms and as a percentage of revenue—from 3.93% in FY23 to 1.19% in FY24. This reduction significantly boosted net profitability and contributed approximately 88.4% to the overall increase in PAT.

   Adjusted PAT Margin after interest:
   FY24: 12.64%
   FY23: 10.53%

2. **Non-recurrence of Exceptional Expenses:**
   In FY23, the Company incurred several one-time expenses, including:
   GST demand of Rs.233.68 lakhs
   Write-off of debtors/advances worth Rs.55.96 lakhs

   The absence of such exceptional items in FY24 helped control other expenses and improve the overall profit margin.

3. **Improved Project Mix and Margin:**
The Company executed a more profitable set of projects during FY24 compared to the prior year. In FY23, a portion of revenue was derived from a BOT (Build-Operate-Transfer) project with only 2% margin, which accounted for approximately 9.82% of total revenue, thereby diluting overall margins. In contrast, FY24 projects had significantly better profitability profiles, boosting bottom-line performance.

4. **Impact of Deferred Tax Adjustment:**
Deferred tax accounting also played a role in PAT movement. In FY23, there was a deferred tax expense of Rs.26.08 lakhs, whereas in FY24, there was a deferred tax income of Rs.22.83 lakhs, further contributing positively to the net profit.

FISCAL YEAR ENDED ON MARCH 31, 2023 COMPARED WITH THE FISCAL YEAR ENDED ON MARCH 31, 2022 (BASED ON RESTATED FINANCIAL STATEMENTS)

Revenue

♦ **Revenue of operations**

Revenue from Operations for the Financial Year 2022-23 stood at Rs. 6,302.02 Lakhs. Whereas for the Financial Year 2021-22, it stood at 9,266.45 Lakhs representing a decrease of 31.99% as their instability in government due to elections in 1st quarter of 2022, this impacted the no. of tenders that came in the market. This led to fierce competition in the market, competitors adopted aggressive pricing in the quotation, which the Company refrained from doing so as to prevent it from taking any loss-making project.

Reasons for 32% decrease in Revenue of the company in FY 2022-23 as compared to FY 2021-22.

1. **Political Instability in Maharashtra:**
The Financial Year 2022–23 witnessed significant political upheaval in the state of Maharashtra, including a major party split and change in coalition governance. This resulted in uncertainty and delays in decision-making processes within government departments, adversely affecting the frequency and value of infrastructure-related tenders.

2. **Low Order Book Position as on March 2022:**
The company entered FY23 with a relatively low order book of ₹6,565.88 lakhs as on 31st March 2022, primarily due to a slowdown in new project awards in the latter part of FY22. This limited the company's ability to sustain or grow its revenue base in the following financial year.

3. **Reduced Government Tendering for Key Services:**
During FY23, there was a visible decline in government tenders specifically related to structural repairs and interior works sectors that form a substantial portion of the company’s operations. This reduction was largely due to the shift in government priorities and administrative realignments following the political crisis in Maharashtra. As per data and reporting trends available during the year, the number of infrastructure repair and civil maintenance tenders issued by government bodies in the state saw a significant drop.

Expenses

♦ **Profit After Tax**

The restated profit before tax For the Financial Year 2022-23 stood at Rs.404.10 Lakhs. Whereas for the Financial Year 2021-22, it stood at Rs. 738.42 Lakhs majorly due to factors mentioned above. The primary reason for this drop was a 32% decrease in revenue, which impacted overall profitability.

PAT margins of the company were lowered from 7.97% in FY 2021-22 to 6.41% in FY 2022-23. This was due to the following reasons as mentioned below:

1. **Decline in Revenue:**
   The company experienced a 31.99% decline in revenue during FY23 (Rs.6,302.02 lakhs vs. Rs.9,266.45 lakhs in FY22), which directly impacted gross profitability. The lower revenue base resulted in a reduced absorption of fixed costs and narrowed profit margins.

2. **Exceptional Expenses – GST Demand:**
   During FY23, the company incurred a one-time GST demand payment of Rs.233.68 lakhs, which was recognized under other expenses. This exceptional cost had a direct negative impact on profit before tax (PBT), thereby lowering PAT for the year.

3. **Write-off of Debtors and Advances:**
   The company prudently wrote off certain long-outstanding receivables and advances amounting to Rs.55.96 lakhs in FY23. This increased overhead costs and reduced the net income reported for the year.

4. **Low Margin on BOT Project Revenue:**
   A portion of the revenue in FY23 was derived from a Build-Operate-Transfer (BOT) project, where the effective margin was approximately 2% of the sale value. This significantly lowered the overall margin compared to the company's traditional projects.

5. **Increase in Finance Cost:**
   Finance costs for FY23 stood at Rs.259.56 lakhs compared to Rs.226.28 lakhs in FY22. When seen relative to revenue, finance costs as a percentage of turnover rose from 2.44% (FY22) to 4.12% (FY23), further impacting PAT margins.

6. **Adjusted Profitability Comparison:**
   It is important to note that the reported PAT margin dropped due to exceptional and non-recurring items. If we adjust for such one-time items and normalize profitability, the revised PAT margins for both years are comparable:
   FY23 Adjusted* PAT Margin: 10.53%
   FY22 Adjusted* PAT Margin: 10.41%

   **Adjusted PAT Margin= (PAT + Finance cost)/Revenue from operations*

SECTION VII- LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AN MATERIAL DEVELOPEMENTS

I. Litigations involving the Company

A. Against the Company

1. Litigation involving Criminal Matters:

The State Through Alibaug Police Station vs Mahendra Realtors and Infrastructure Private Limited (SCC/908/2024)

An FIR bearing No. 282 of 2023 has been registered under Sections 337 and 288 of the Indian Penal Code, pursuant to which proceedings have been initiated against the accused before the Chief Judicial Magistrate (CJM), Raigad. As per the allegations in the FIR, the accused were awarded a contract by the Public Works Department (PWD) for waterproofing work at Civil Hospital, Alibag. However, despite the stipulated completion deadline of February 2022, the work remained incomplete, resulting in a structural failure in the hospital's anatomy department. The partial ceiling collapse caused injuries to two individuals and posed a serious risk to hospital staff and patients. In view of the alleged negligence and non-compliance with safety regulations, the accused have been charged with endangering human life and public safety. The matter is presently at the Summons Stage. The involvement of the Penalty is Rs.500/- under section 337 of IPC and Rs.1000/- for section 288 of IPC. The next hearing date is 08.07.2025.

2. Litigation involving Civil Matters: `

Md. Mustafa S/o Md. Rajjak vs Mahendra Realtors and Infrastructure Private Limited (APPLN.WCA.B-B/305/2023)

The present claim petition has been filed by the legal heirs and dependents of Late Md. Khalikur Rahman, who was employed as a labourer with Mahendra Realtors & Infrastructure Pvt. Ltd. (hereinafter referred to as the "Opposite Party"). On 30.04.2023, while performing his assigned duties at a construction site of the Opposite Party, the deceased employee suffered a fatal accident due to electrocution, which occurred during the course of his employment. The incident was duly reported to the Turbhe M.I.D.C Police Station on 02.05.2023 and was registered under A.D.R. No. 51 of 2023. The deceased was immediately taken to NMMC General Hospital, Vashi, where he was declared dead, and a post-mortem was conducted under P.M. No. 192/BVJ/2023. The deceased was 21 years of age at the time of the accident, as per his Aadhar card, and was earning an average monthly wage of Rs. 17,000/- from the Opposite Party. As alleged, following the accident, the applicants, being the only legal heirs and dependents of the deceased, approached the Opposite Party for compensation. In accordance with the Employee's Compensation (Amendment) Act, the applicants claim a compensation amount of Rs. 16,75,325/-, which includes Rs. 5,000/- towards funeral expenses. Additionally, the claim seeks interest at the rate of 12% per annum from the date of the accident until actual payment, as well as a penalty amounting to 50% of the compensation due to the Opposite Party's failure to deposit the amount within the stipulated period. Given the circumstances, the applicants pray for an order directing the Opposite Party to deposit the compensation amount of Rs. 16,75,325/- along with 12% interest, as well as an additional penalty of 50% of the compensation amount for non-compliance with statutory obligations. The matter is currently pending and the next date in the matter is 21.06.2025. The amount involvement is Rs.16,75,325/- with 12% interest per annum and penalty 50%.

3. **Litigation Involving Actions by Statutory/Regulatory Authorities: NIL**
4. **Litigation/Matters involving Tax Liabilities:**

Commissioner CGST & C.Ex., Mumbai West vs Mahendra Realtors & Infrastructure Private Limited (Service Tax/86831/2018)

The present appeal arises from the Order-in-Original No. MUM/CGST/MW/COMMR/21/2017-18 dated 11.12.2017, wherein the adjudicating authority declined to confirm the demand of Rs. 3,74,78,621/-, leading to the present challenge by the revenue. The revenue contends that the adjudicating authority failed to properly analyze the facts and legal issues, resulting in an erroneous order that has adversely impacted the interests of the revenue. The primary issue for consideration is whether the Commissioner's decision to not confirm the demand was justified and whether the said order warrants interference by the Hon'ble CESTAT. Further, the appeal seeks adjudication on whether, under Section 86 of Chapter V of the Finance Act, 1994, the matter ought to be remanded back to the adjudicating authority for a reasoned and speaking order or if any other appropriate directions are warranted. The dispute primarily pertains to alleged non-payment or short payment of service tax, along with interest and penalties, arising from certain transactions undertaken by the Company. The revenue has asserted that the Company failed to discharge its statutory tax obligations, thereby leading to the issuance of the demand notice. However, the adjudicating authority, upon review of the submissions and records, found that the demand was not sustainable in its entirety and consequently passed the impugned order rejecting the demand. The revenue, aggrieved by this finding, has preferred the present appeal before the Hon'ble CESTAT, where the matter remains pending for adjudication. The next date in the matter is yet to be notified.

B. By the Company

1. Litigation involving Criminal Matters:

Mahendra Realtors and Infrastructure Private Limited vs Sanjay Mistry (SW Cases/1700457/2020)

The Complainant has filed the present case against Sanjay Mistry, Proprietor of M/s Mistry Brothers, for committing criminal offences of fraud, cheating, and criminal breach of trust by making false promises and representations, thereby inducing the Complainant to part with valuable security in the form of advances paid through bank transfers and the value of materials supplied for the execution of interior work under the work order dated 18th October 2018. The said work was part of a prestigious project for the construction of SVPIMSR Hospital, a multi-story multi-speciality building in Ahmedabad, awarded by the Ahmedabad Municipal Corporation, with an expectation of world-class standards and timely completion for inauguration by the Hon'ble Prime Minister, Shri Narendra Modi. As a result of the accused's criminal acts, the Complainant suffered a total loss exceeding Rs. 1.69 crore, comprising Rs. 1.09 crore paid to M/s Mistry Brothers, a penalty of Rs. 40,36,090/- imposed by the Ahmedabad Municipal Corporation, and a loss of GST input tax benefits amounting to over Rs. 9.18 lakh. The Complainant has approached the Hon'ble Court, seeking directions under Section 202 of the Cr.P.C. to the Senior Police Inspector of Malad Police Station to investigate the matter thoroughly, file an inquiry report, and take appropriate legal action against the accused in accordance with the law. The matter was last listed on 20.12.024. The next date in the matter is 25.07.2025.

3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL

4. Litigation/Matters involving Tax Liabilities:

Mahendra Realtors & Infrastructure Private Limited vs The Commissioner CGST, Mumbai West (Service Tax/85943/2018)

The Appellant has preferred the present appeal under Section 86 of the Finance Act, 1994, challenging a portion of Order-in-Original No. MUM/CGST-MW/COMMR/21/2017-18, dated December 11, 2017, passed by the Commissioner of CGST, Mumbai West. The impugned order confirms a demand for service tax amounting to Rs. 14,40,147/- under Section 73(2) of the Finance Act, 1994, along with interest under Section 75 and imposes penalties of Rs. 14,40,147/- and Rs. 10,000/- under Sections 70 and 77, respectively. The Appellant seeks to set aside the said portion of the order on the grounds that the confirmation of demand and imposition of penalties are erroneous, arbitrary, and contrary to the settled principles of law. The Appellant submits that the findings of the Commissioner are legally unsustainable and warrant interference by the appellate authority. It is contended that the demand has been raised without due consideration of the factual and legal submissions made by the Appellant and that the penalties imposed are excessive and unjustified. The appeal, therefore, prays for quashing and setting aside the impugned demand and penalties, and for any other reliefs that may be deemed just and proper in the facts and circumstances of the case. The matter is currently pending adjudication and the next date is yet to be notified.

II. Litigations involving Promoters/Directors

A. Against Promoters/Directors

1. Litigation involving Criminal Matters:

Shrikant Arjun Patil vs The Commissioner of Police & Ors (Hemanshu Mahendra Shah) (WP/9850/2024)

The Petitioner has approached the Hon'ble High Court, raising serious allegations against Respondent No.6 ie. Hemanshu Mahendra Shah. The Petitioner has alleged that Respondent No.6, in collusion with various government officials, has been engaging in fraudulent practices to secure tenders from different government departments in Maharashtra. It is contended that Respondent No.6 has been bribing officials, obtaining tenders illegally, and thereafter preparing fake tender receipts, challans, and bills without completing the requisite work. Further, through manipulation and collusion with authorities, Respondent No.6 is alleged to have transferred public funds into multiple dummy accounts under his control, thereby misappropriating government funds. The Petitioner, who was employed with the company, alleged that he was terminated on 30/10/2018 for refusing to participate in the illegal activities of Respondent No.6. The Petitioner was allegedly threatened that he would be prevented from securing employment elsewhere and that false complaints would be lodged against him with the police authorities. As a result, the Petitioner has made several representations to various authorities, including letters dated 14/08/2023 and 03/05/2023, highlighting the fraudulent activities and misuse of funds by Respondent No.6. It is further alleged that Respondent No.6 fraudulently participated in the Shirur Samruddhi Business Park project issued by Pune Mahanagar Palika (PMC), where he wrongfully utilized 100% of the project space, violating existing rules and conditions. Additionally, Respondent No.6 was awarded a tender by CIDCO, Navi Mumbai, under Work Order No. CIDCO/SP/EE/(PP&Q)/2018/5 dated 01/06/2018 for structural repairs, waterproofing, plumbing, and allied works at Vashi Railway Station Commercial Complex. However, various illegalities were committed while executing the work, and despite multiple complaints, no action was taken by the authorities. The Petitioner has also submitted complaints to the Additional Commissioner of Police, Economic Offences Wing, and the Senior Inspector of Police, Economic Offences Wing, Navi Mumbai, along with evidence substantiating his claims. Despite these efforts, no action has been initiated against Respondent No.6 due to his alleged influence over the authorities. The Petitioner has further annexed a news article from Marathi Network, which reports the fraudulent activities of Respondent No.6. Given the inaction of Respondents No.1 to 5 in addressing the Petitioner's grievances and the serious nature of the allegations, the Petitioner has approached this Hon'ble Court seeking appropriate reliefs under a writ petition under Articles 14, 19, 20, 21, and 226 of the Constitution of India. The matter is currently at the stage of due admission and was last listed for hearing on 08.01.2025. The next date is yet to be notified.

2. Litigation involving Civil Matters: NIL

3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL

4. Litigation/Matters involving Tax Liabilities: NIL

B. By Promoters/Directors

1. Litigation involving Criminal Matters: NIL

2. Litigation involving Civil Matters: NIL

3. Litigation Involving Actions by Statutory/Regulatory Authorities: NIL

4. **Litigation/Matters involving Tax Liabilities: NIL**

III. **Litigations Involving Company's Group Entities**

A. **Against the Group Entities:**

a) **Conco Realty Pvt Ltd vs Mahendra Rameehans Infra LLP (Civil Suit/1132/2024)**

The present civil suit, bearing Civil Suit No. 1132 of 2024, has been instituted by Conco Realty Pvt. Ltd. (hereinafter referred to as "the Plaintiff") against Mahendra Rameehans Infra LLP (hereinafter referred to as "the Defendant") before the Hon'ble Court. The Plaintiff seeks a declaration that the Deed of Conveyance dated 06.07.2018 is non-est and not binding on the Plaintiff due to the Defendant's failure to comply with the undertaking provided under the said Deed. It is the Plaintiff's case that the Defendant has not fulfilled its contractual and legal obligations, thereby rendering the conveyance deed ineffective and unenforceable. Further, the Plaintiff has sought an injunction restraining the Defendant from creating third-party rights, encumbrances, or any other interest over the suit property situated in Kondvita Village, Andheri East, Mumbai. The suit property comprises various CTS numbers aggregating to 1244.80 sq. meters and includes land and structures, excluding a bungalow. The Plaintiff contends that any further alienation of the property by the Defendant would cause irreparable harm and prejudice to its rights, necessitating urgent judicial intervention to preserve the status quo.By order dated 14.06.2024, the Hon'ble Court has not granted any interim relief in favor of the Plaintiff. The matter remains pending with the next hearing scheduled for 30.07.2025.

b) **Conco Realty Pvt Ltd vs Mahendra Rameehans Infra LLP and Anr (RTS Case No./557/2024)**

The present appeal has been filed before the Hon'ble Superintendent of Land Records, Mumbai Suburban, by Conco Realty Private Ltd. (hereinafter referred to as the "Appellant") against Mahendra Rameehans Infra LLP (hereinafter referred to as the "Respondent No.1"). The appeal challenges the order dated 24.06.2024, passed by the Learned City Survey Officer, Vile Parle (hereinafter referred to as "Respondent No.2"), which allowed the application of Respondent No.1 for the mutation of their name in the land records concerning the property situated at Kondvita Village, Andheri East, Mumbai, bearing CTS Nos. 86, 86/1 to 86/8, and 88, aggregating to 1244.80 sq. meters. The Appellant asserts that the said order was issued without proper consideration of the legal and factual position, thereby causing grave prejudice to their rights and interests. The Appellant contends that the mutation of the said property in favor of Respondent No.1 has been granted in an arbitrary manner, without due verification of ownership records, and in contravention of established legal principles governing land mutation. Further, the Appellant submits that the financial transactions and property records submitted by Respondent No.1 contain discrepancies and inconsistencies, particularly concerning post-dated cheques and other supporting documents. The Appellant maintains that these irregularities have not been adequately scrutinized by Respondent No.2, resulting in an erroneous order that warrants appellate interference. Consequently, the Appellant seeks appropriate relief, including the reversal of the impugned order and necessary rectifications in the land records to safeguard their lawful ownership rights over the subject property. The matter is heard and case is pending for the order.

B. **By the Group Entities: NIL**

GOVERNMENT AND OTHER APPROVALS

BUSINESS RELATED CERTIFICATIONS

The entire operations of the company, including administration and management, are conducted from Mumbai, and they do not have any fixed office, site office, or branch in Delhi, since they are only executing a project at a government site in Delhi without any commercial establishment, therefore the registration under the **Delhi Shops and Establishments Act** is **not applicable** to the Company.

Our Company is a Contractor registered with the State of Maharashtra and with other authorities' details of which are as follows:

Sl. No.	Name of Authority	Category	Grade
1.	City And Industrial Development Corporation of Maharashtra Ltd	Contractor under Electrical Category	Class A
2.	City And Industrial Development Corporation of Maharashtra Ltd	Civil Miscellaneous Works	Class I-A
3.	Central Public Works Department	Furniture	Class I
4.	Municipal Corporation of Greater Mumbai	Civil Contractor	Class I-A
5.	Government of Maharashtra public works department	Civil Works	CLASS IV
6.	Government of Maharashtra public works department	Interior Decorator	CLASS I-III

MATERIAL APPROVALS OR RENEWALS FOR WHICH APPLICATIONS ARE CURRENTLY PENDING BEFORE RELEVANT AUTHORITIES

There is no material approvals or renewals for which applications are currently pending before relevant authorities.

MATERIAL APPROVALS EXPIRED AND RENEWAL YET TO BE APPLIED FOR BY THE COMPANY

No material approvals expired and renewal yet to be applied for by the Company

MATERIAL APPROVALS REQUIRED BUT NOT OBTAINED OR APPLIED FOR BY THE COMPANY

There is no pending, material approvals required but not obtained or applied for by the Company