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ADITYA INFOTECH LIMITED

Our Company was incorporated as 'Perfect Lucky Goldstar International Limited' at New Delhi, as a public limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated March 27, 1995 issued by the RoC and commenced its business pursuant to a certificate for commencement of business dated April 21, 1995. Subsequently, pursuant to a resolution passed by our Shareholders in the annual general meeting held on August 6, 1997, the name of our Company was changed from 'Perfect Lucky Goldstar International Limited' to 'Aditya Infotech Limited', to reflect the main objects and activities of the Company more precisely, and consequently, a fresh certificate of incorporation dated September 11, 1997 was issued by the RoC to our Company. For further details on the changes in the name and registered office of our Company, see "History and Certain Corporate Matters" on page 249 of the Draft Red Herring Prospectus.

Corporate Identity Number: U74899DL1995PLC066784;

Registered Office: F-28, Okhla Industrial Area, Phase -1, New Delhi – 110 020, Delhi, India;

Corporate Office: A-12, Sector 4, Noida – 201 301, Uttar Pradesh, India;

Website: www.adityagroup.com; Telephone: +91 120 4555 666;

Contact Person: Roshni Tandon, Company Secretary and Compliance Officer; E-mail: companysecretary@adityagroup.com

NOTICE TO INVESTORS: ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS (THE "ADDENDUM")

THE PROMOTERS OF OUR COMPANY ARE HARI SHANKER KHEMKA, ADITYA KHEMKA, ANANMAY KHEMKA, RISHI KHEMKA AND HARI KHEMKA BUSINESS FAMILY TRUST

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH OF OUR COMPANY ("EQUITY SHARES") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹13,000.00 MILLION (THE "OFFER"). THE OFFER COMPRISES OF A FRESH ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹5,000.00 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO [●] EQUITY SHARES OF FACE VALUE ₹1 EACH ("OFFERED SHARES") AGGREGATING UP TO ₹8,000.00 MILLION COMPRISING UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹5,240.04 MILLION BY ADITYA KHEMKA, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹123.16 MILLION BY ANANMAY KHEMKA, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹2,000.00 MILLION BY RISHI KHEMKA (COLLECTIVELY, THE "PROMOTER SELLING SHAREHOLDERS"), UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹426.40 MILLION BY HARI SHANKAR KHEMKA (HUF), UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹198.90 MILLION BY SHRADHA KHEMKA AND UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹11.50 MILLION BY ADITYA KHEMKA (HUF) (COLLECTIVELY, THE "PROMOTER GROUP SELLING SHAREHOLDERS" AND TOGETHER WITH THE PROMOTER SELLING SHAREHOLDERS, THE "SELLING SHAREHOLDERS"), AND SUCH OFFER FOR SALE OF EQUITY SHARES BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE"). THIS OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL) FOR PURCHASE BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HERINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WOULD CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL. OUR COMPANY, IN CONSULTATION WITH THE BRLMS, MAY OFFER A DISCOUNT OF UP TO [●]% (EQUIVALENT TO ₹[●] PER EQUITY SHARE) TO THE OFFER PRICE TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT").

Potential Bidders may note that at the time of filing of the Draft Red Herring Prospectus, our Company had identified Hari Shanker Khemka, Aditya Khemka, Ananmay Khemka and Hari Khemka Business Family Trust as the Promoters of our Company and Rishi Khemka was identified as one of the members of the Promoter Group by virtue of being the immediate relative of Hari Shanker Khemka and Aditya Khemka. Our Company has decided to also identify Rishi Khemka as one of the Promoters of our Company and accordingly, the various sections of the Draft Red Herring Prospectus, including the cover page and sections titled "Definitions and Abbreviations", "Summary of the Offer Document", "Capital Structure", "Objects of the Offer", "History and Certain Corporate Matters", "Our Promoters and Promoter Group", and "Other Regulatory and Statutory Disclosures" beginning on pages 6, 27, 99, 116, 249, 280 and 404, respectively of the Draft Red Herring Prospectus stands updated in the manner set out herein in this Addendum.

All references to the term "Promoter" in the Draft Red Herring Prospectus, will include Rishi Khemka, along with Hari Shanker Khemka, Aditya Khemka, Ananmay Khemka and Hari Khemka Business Family Trust. All the necessary updates to the Draft Red Herring Prospectus in this regard will be carried out in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, SEBI and the Stock Exchanges.

Potential Bidders may note that in order to assist the Bidders to get a complete understanding of the updated information, the updated relevant portions of the cover page and sections titled "Definitions and Abbreviations", "Summary of the Offer Document", "Capital Structure", "Objects of the Offer", "History and Certain Corporate Matters", "Our Promoters and Promoter Group", and "Other Regulatory and Statutory Disclosures" have been included in this Addendum. The abovementioned changes are to be read in conjunction with the Draft Red Herring Prospectus and accordingly their references in the Draft Red Herring Prospectus stands updated pursuant to this Addendum. The information in this Addendum supplements the Draft Red Herring Prospectus and updates the information in the Draft Red Herring Prospectus, as applicable. However, this Addendum does not reflect all the changes that have occurred between the date of filing of the Draft Red Herring Prospectus and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus. Please note that all other details / information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent stated in this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, SEBI and the Stock Exchanges. Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchanges before making an investment decision with respect to the Offer.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, (the "U.S. Securities Act") or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined in and in reliance on, Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such offers and sales are made.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

This Addendum which has been filed with SEBI and the Stock Exchanges shall be made available to the public for comments, if any, for a period of at least 21 days, from the date of such filing with SEBI and will be available on their website www.sebi.gov.in, the websites of the Stock Exchanges i.e., www.nseindia.com, www.bseindia.com, the website of the Company i.e. www.adityagroup.com, and the websites of BRLMs, i.e., ICICI Securities Limited at www.icicisecurities.com and IIFL Capital Services Limited (formerly known as IIFL Securities Limited) at www.iiflcap.com. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

For Aditya Infotech Limited
On behalf of the Board of Directors

Place: Noida
Date: December 17, 2024

Sd/
Roshni Tandon
Company Secretary and Compliance Officer

BOOK RUNNING LEAD MANAGERS

REGISTRAR TO THE OFFER



ICICI Securities Limited
ICICI Venture House,
Appasaheb Marathe Marg, Prabhadevi
Mumbai – 400 025
Maharashtra, India
Telephone: + 91 22 6807 7100
E-mail: ailipo@icicisecurities.com
Investor Grievance E-mail: customercare@icicisecurities.com
Website: www.icicisecurities.com
Contact person: Ashik Joisar / Sumit Singh
SEBI Registration No.: INM000011179

IIFL Capital Services Limited (formerly known as IIFL Securities Limited)
24th Floor, One Lodha Place
Senapati Bapat Marg, Lower Parel (W)
Mumbai – 400 013
Maharashtra, India
Telephone: + 91 22 4646 4728
E-mail: adityainfotech.ipo@iiflcap.com
Investor Grievance E-mail: ig_ib@iiflcap.com
Website: www.iiflcap.com
Contact person: Mansi Sampat / Pawan Jain
SEBI Registration No.: INM000010940

Link Intime India Private Limited
C-101, 247 Park, L.B.S Marg
Vikhroli (West), Mumbai – 400 083
Maharashtra, India
Telephone: + 91 810 811 4949
E-mail: adityainfotech.ipo@linkintime.co.in
Investor Grievance E-mail:
adityainfotech.ipo@linkintime.co.in
Website: www.linkintime.co.in
Contact person: Shanti Gopalkrishnan
SEBI Registration No.: INR000004058

BID / OFFER PROGRAMME

ANCHOR INVESTOR

BIDDING DATE

[●]

BID / OFFER OPENS ON

[●]

BID / OFFER CLOSES ON

[●]**

BID / OFFER OPENS ON

[●]*

BID / OFFER CLOSES ON

[●]**

*Our Company, in consultation with the BRLMs, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid / Offer Opening Date.

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

The UPI mandate end time and date shall be at 5:00 p.m. on the Bid/Offer Closing Date.

TABLE OF CONTENTS

SECTION I – GENERAL	2
DEFINITIONS AND ABBREVIATIONS	2
SECTION II – SUMMARY OF THE OFFER DOCUMENT	3
SECTION IV – INTRODUCTION	6
CAPITAL STRUCTURE	6
OBJECTS OF THE OFFER	13
HISTORY AND CERTAIN CORPORATE MATTERS	14
SECTION V – ABOUT OUR COMPANY	16
OUR PROMOTERS AND PROMOTER GROUP	16
SECTION IX - OTHER REGULATORY AND STATUTORY DISCLOSURES	23
DECLARATION	24

SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

The following definitions shall added / replaced as applicable, the respective definitions in the section “*Definitions and Abbreviations*” beginning on page 6 of the Draft Red Herring Prospectus.

Company-related terms

Term	Description
Promoter(s)	The promoters of our Company, namely Hari Shanker Khemka, Aditya Khemka, Ananmay Khemka, Rishi Khemka and Hari Khemka Business Family Trust. For details, see “ <i>Our Promoters and Promoter Group</i> ” on page 16 of this Addendum
Promoter Shareholder(s) Selling	Aditya Khemka, Ananmay Khemka and Rishi Khemka
Promoter Group Selling Shareholders	Hari Shankar Khemka (HUF), Shradha Khemka and Aditya Khemka (HUF)

Offer-related terms

Term	Description
Addendum	The addendum dated December 17, 2024 to the Draft Red Herring Prospectus, filed by our Company with SEBI and Stock Exchanges
Draft Red Herring Prospectus / DRHP	The draft red herring prospectus dated September 30, 2024, read with Addendum filed with SEBI and Stock Exchanges and issued in accordance with the SEBI ICDR Regulations, which did not contain complete particulars of the price at which the Equity Shares will be Allotted and the size of the Offer, and any other addenda or corrigenda thereto

SECTION II – SUMMARY OF THE OFFER DOCUMENT

The following headings and corresponding disclosures set out below shall replace the respective headings and disclosures in the section “Summary of the Offer Document” beginning on page 27 of the Draft Red Herring Prospectus.

Name of Promoters

Our Promoters are Hari Shanker Khemka, Aditya Khemka, Ananmay Khemka, Rishi Khemka and Hari Khemka Business Family Trust. For further details, see “Our Promoters and Promoter Group” on page 16 of this Addendum.

Aggregate pre-Offer and post-Offer shareholding of our Promoters, the members of our Promoter Group (other than our Promoters) and the Selling Shareholders

The aggregate pre-Offer and post-Offer Equity shareholding of our Promoters, the members of our Promoter Group (other than our Promoters), and the Selling Shareholders, as a percentage of the pre-Offer paid-up Equity Share capital of our Company is set out below:

S. No.	Name of Shareholder	Pre-Offer		Post-Offer**	
		Number of Equity Shares of face value of ₹1 held as on the date of this Addendum	Percentage of pre-Offer paid-up Equity Share capital as on the date of this Addendum (%)	Number of Equity Shares of face value of ₹1 held as on the date of this Addendum	Percentage of post-Offer paid-up Equity Share capital as on the date of this Addendum (%)
Promoters					
1.	Hari Shanker Khemka [^]	19,719,250	17.96	[●]	[●]
2.	Aditya Khemka ^{*^}	61,114,950	55.66	[●]	[●]
3.	Ananmay Khemka [*]	925,400	0.84	[●]	[●]
4.	Rishi Khemka ^{*^}	14,716,749	13.40	[●]	[●]
Total (A)		96,476,349	87.86	[●]	[●]
Members of the Promoter Group					
5.	Hari Shanker Khemka (HUF) [#]	780,350	0.71	[●]	[●]
6.	Shradha Khemka [#]	464,000	0.42	[●]	[●]
7.	Aditya Khemka (HUF) [#]	21,050	0.02	[●]	[●]
8.	Ruchi Khemka	4,758,251	4.33	[●]	[●]
Total (B)		6,023,651	5.49	[●]	[●]
Total (C = A + B)		102,500,000	93.35	[●]	[●]

**To be updated upon finalization of the Offer Price.

[^]Also a Promoter Selling Shareholder.

[#]Also a Promoter Group Selling Shareholder.

[^]Prior to the filing of the Red Herring Prospectus with the RoC, our individual Promoters, Hari Shanker Khemka, Aditya Khemka and Rishi Khemka will transfer 19,719,150 Equity Shares of face value of ₹1 each to Hari Khemka Business Family Trust, transfer 100 Equity Shares of face value of ₹1 each to Aditya Khemka Business Family Trust; and transfer 100 Equity Shares of face value of ₹1 each to ARK Business Prosperity Trust, respectively.

Weighted average price at which specified securities were acquired by the Promoters and the Selling Shareholders in the last one year preceding the date of this Addendum

Except as disclosed below, no specified securities were acquired by the Promoters and the Selling Shareholders in the one year preceding the date of this Addendum:

S. No.	Name	Number of Equity Shares of face value of ₹1 each acquired in the last one year preceding the date of this Addendum	Weighted average price of acquisition per Equity Share (in ₹) [^]
Promoters			
1.	Hari Shanker Khemka	15,775,400	Nil**
2.	Aditya Khemka [*]	48,891,960	Nil**
3.	Ananmay Khemka [*]	740,320	Nil**

S. No.	Name	Number of Equity Shares of face value of ₹1 each acquired in the last one year preceding the date of this Addendum	Weighted average price of acquisition per Equity Share (in ₹) [^]
4.	Rishi Khemka*	15,580,000	Nil**
Selling Shareholders			
5.	Hari Shankar Khemka (HUF)	624,280	Nil**
6.	Shradha Khemka	371,200	Nil**
7.	Aditya Khemka (HUF)	16,840	Nil**

*Also a Promoter Selling Shareholder.

**Our Company has issued bonus shares on June 17, 2024 in the ratio of four Equity Shares of face value of ₹1 each for every one Equity Share of face value of ₹1 each held.

[^]As certified by RBNP & Co., Chartered Accountants, pursuant to their certificate dated December 17, 2024.

Details of price at which Equity Shares were acquired in the three years preceding the date of this Addendum

The details of the price at which specified securities have been acquired by the Promoters, members of the Promoter Group, Selling Shareholders and the shareholders entitled with right to nominate directors or with any other such rights, in the three years preceding the date of this Addendum are set out below:

S. No.	Name of the acquirer / Shareholder	Date of acquisition	Nature of acquisition	Number of Equity Shares of face value of ₹1 each**	Average cost of acquisition per Equity Share (in ₹) [^]
Promoters					
1.	Hari Shankar Khemka	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	15,775,400 ^{\$}	Nil
2.	Aditya Khemka*	March 24, 2023	Gift from Hari Shankar Khemka and Rishi Khemka	617,000 ^{&}	Nil [%]
		June 17, 2024	Bonus issue in the ratio of 4:1 [@]	48,891,960 ^{\$}	Nil
3.	Ananmay Khemka*	March 24, 2023	Gift from Hari Shankar Khemka and Rishi Khemka	18,500 ^{&}	Nil [%]
		June 17, 2024	Bonus issue in the ratio of 4:1 [@]	740,320 ^{\$}	Nil
4.	Rishi Khemka*	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	15,580,000 ^{\$}	Nil
Selling Shareholders					
5.	Hari Shankar Khemka (HUF)	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	624,280 ^{\$}	Nil
6.	Aditya Khemka (HUF)	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	16,840 ^{\$}	Nil
7.	Shradha Khemka	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	371,200 ^{\$}	Nil
8.	Ananmay Khemka	March 24, 2023	Gift from Hari Shankar Khemka and Rishi Khemka	18,500 ^{&}	Nil [%]
9.	Ananmay Khemka	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	740,320 ^{\$}	Nil
10.	Aditya Khemka	March 24, 2023	Gift from Hari Shankar Khemka and Rishi Khemka	617,000 ^{&}	Nil ^{\$}
11.	Aditya Khemka	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	48,891,960 ^{\$}	Nil
12.	Rishi Khemka*	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	15,580,000 ^{\$}	Nil
Members of the Promoter Group					
13.	Hari Shankar Khemka (HUF) [#]	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	624,280 ^{\$}	Nil
14.	Aditya Khemka (HUF) [#]	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	16,840 ^{\$}	Nil
15.	Shradha Khemka [#]	June 17, 2024	Bonus issue in the ratio of 4:1 [@]	371,200 ^{\$}	Nil
16.	Ruchi Khemka	September 26, 2024	Gift from Rishi Khemka	4,758,251 ^{\$}	Nil [%]
Shareholders with the right to nominate directors or with such rights					
17.	Dixon Technologies (India) Limited	September 18, 2024	Preferential allotment on a private placement basis, pursuant to share subscription and purchase agreement dated July 8, 2024, amongst our Company, Dixon Technologies (India)	7,305,805 ^{\$}	340.32

S. No.	Name of the acquirer / Shareholder	Date of acquisition	Nature of acquisition	Number of Equity Shares of face value of ₹1 each **	Average cost of acquisition per Equity Share (in ₹) ^
			Limited and AIL Dixon		

* Also a Promoter Selling Shareholder.

Also a Promoter Group Selling Shareholder.

§ The equity shares transacted during this period were with a face value of ₹1 per equity share.

& The equity shares transacted during this period were with a face value of ₹10 per equity share.

% The shares have been received as gift and no consideration paid against the same, hence the total cost has been considered as nil.

@ Pursuant to the Board resolution dated June 12, 2024, the Company approved the bonus issue of its equity shares of face value of ₹1 each in the ratio of 4:1 to its existing shareholders. This was further approved by the Shareholders in the EGM held on June 17, 2024. The bonus shares were issued without any consideration from the Shareholders, hence the cost of acquisition has been taken as ₹Nil.

** The number of equity shares has been adjusted for the sub-division in the face value of the equity shares of our Company from ₹10 each to ₹1 each pursuant to a resolution of the Shareholders dated June 17, 2024, as applicable.

^ As certified by RNBP & Co., Chartered Accountants, pursuant to their certificate dated December 17, 2024.

Average cost of acquisition

The average cost of acquisition of Equity Shares by our Promoters and the Selling Shareholders as at the date of this Addendum is set forth below:

S. No.	Name	Number of Equity Shares of face value of ₹1 each	Average cost of acquisition per Equity Share (in ₹) ^#
Promoters**			
1.	Hari Shanker Khemka	19,719,250	0.15
2.	Aditya Khemka*	61,114,950	0.10
3.	Ananmay Khemka*	925,400	Nil
4.	Rishi Khemka*	14,716,749	Nil
Selling Shareholders			
5.	Hari Shankar Khemka (HUF)	7,80,350	0.20
6.	Shradha Khemka	4,64,000	0.20
7.	Aditya Khemka (HUF)	21,050	0.20

* Also a Promoter Selling Shareholder.

** One of our Promoters, Hari Khemka Business Family Trust do not hold any Equity Shares of the Company, as on the date of this Addendum.

The average cost of acquisition of equity shares has been adjusted for the sub-division in the face value of the equity shares of our Company from ₹10 each to ₹1 each pursuant to a resolution of the Shareholders dated June 17, 2024, as applicable.

^ As certified by RNBP & Co., Chartered Accountants, pursuant to their certificate dated December 17, 2024.

For further details of the cost of acquisition of our Promoters, see “Capital Structure – Build-up of the Promoters’ shareholding in our Company” on page 6 of this Addendum.

SECTION IV – INTRODUCTION

CAPITAL STRUCTURE

- A. The sub-section titled “– Details of Shareholding of our Promoters and members of the Promoter Group in the Company – (i) Equity shareholding of the Promoters” beginning on page 104 of the Draft Red Herring Prospectus stands replaced with the following:

Details of Shareholding of our Promoters and members of the Promoter Group in the Company

(i) Equity shareholding of the Promoters

As on the date of this Addendum, our Promoters collectively hold 96,476,349 Equity Shares of face value of ₹1 each, equivalent to 87.86% of the issued, subscribed and paid-up Equity Share capital of our Company, as set forth in the table below:

S. No.	Name of the Shareholder	Pre-Offer Equity Share capital		Post-Offer Equity Share capital*	
		Number of Equity Shares of face value of ₹1 each	Percentage of total shareholding (%)	Number of Equity Shares	Percentage of total shareholding (%)
1.	Hari Shanker Khemka [^]	19,719,250	17.96	[●]	[●]
2.	Aditya Khemka [^]	61,114,950	55.66	[●]	[●]
3.	Ananmay Khemka	925,400	0.84	[●]	[●]
4.	Rishi Khemka [^]	14,716,749	13.40	[●]	[●]
Total		96,476,349	87.86	[●]	[●]

*Subject to finalisation of Basis of Allotment.

[^]Prior to the filing of the Red Herring Prospectus with the RoC, our individual Promoters, Hari Shanker Khemka, Aditya Khemka and Rishi Khemka, will transfer 19,719,150 Equity Shares of face value of ₹1 each to Hari Khemka Business Family Trust, 100 Equity Shares of face value of ₹1 each to Aditya Khemka Business Family Trust and 100 Equity Shares of face value of ₹1 each to ARK Business Prosperity Trust, respectively.

- B. The sub-section titled “– Details of Shareholding of our Promoters and members of the Promoter Group in the Company – (iii) Build-up of the Promoters’ shareholding in our Company” beginning on page 105 of the Draft Red Herring Prospectus stands replaced with the following:

(iii) Build-up of the Promoters’ shareholding in our Company

The build-up of the Equity Shareholding of our Promoters since the incorporation of our Company is set forth in the table below:

Date of Allotment / Transfer / Transmission	Nature of transaction	Number of equity shares	Face value per equity share (₹)	Issue Price / Transfer Price per equity share (₹)	Percentage of pre-Offer equity share capital (%)	Percentage of post-Offer equity share capital (%)
(A) Hari Shanker Khemka						
March 27, 1995	Initial subscription to the MOA	10	10.00	10.00	Negligible	[●]
March 30, 1998	Further issue	940	10.00	10.00	0.01	[●]
January 24, 2001	Further issue	20,000	10.00	10.00	0.18	[●]
March 31, 2007	Rights issue	20,576	10.00	10.00	0.19	[●]
November 30, 2009	10,618 equity shares from Parmanand Khemka and 719 equity shares from Aditya Khemka	11,337	10.00	10.00	0.10	[●]
December 14, 2009	Preferential allotment	200,000	10.00	10.00	1.82	[●]
August 29, 2013	Transfer of 97,120 equity shares from Anand Kumar Khemka HUF and	125,000	10.00	10.00	1.14	[●]

Date of Allotment / Transfer / Transmission	Nature of transaction	Number of equity shares	Face value per equity share (₹)	Issue Price / Transfer Price per equity share (₹)	Percentage of pre-Offer equity share capital (%)	Percentage of post-Offer equity share capital (%)
	27,880 equity shares from Anand Kumar Khemka					
July 28, 2014	Transfer from Surendra Kumar Khemka	375,000	10.00	10.00	3.42	[●]
December 18, 2014	Transfer of 163,807 equity shares from Prabha Khemka, 135,630 equity shares from Govind Kumar Khemka HUF, 75,563 equity shares from Govind Kumar Khemka, 250,000 equity shares from Gaurav Khemka and 250,000 equity shares from Raghav Khemka	875,000	10.00	10.00	7.97	[●]
August 28, 2015	Transfer to Rishi Khemka	(375,000)	10.00	10.00	(3.42)	[●]
	Transfer to Aditya Khemka	(375,000)	10.00	10.00	(3.42)	[●]
January 15, 2020*	Transmission from Urmila Khemka	103,104	10.00	N.A.	0.94	[●]
January 21, 2020	Gift to Ananmay Khemka	(10)	10.00	N.A.	Negligible	[●]
March 1, 2023	Buy-back	(176,572)	10.00	1,443.00	(1.61)	[●]
March 24, 2023	Gift to Aditya Khemka	(410,000)	10.00	N.A.	(3.73)	[●]
Equity shares of our Company of face value of ₹10 each was sub-divided to 10 Equity Shares of face value of ₹1 each, pursuant to the resolution passed by our Shareholders on June 17, 2024.						
June 17, 2024	Bonus issue in the ratio of 4:1	15,775,400	1.00	N.A.	14.37	[●]
Sub-total (A)		19,719,250			17.96	[●]
(B) Aditya Khemka						
March 27, 1995	Initial subscription to the MOA	10	10.00	10.00	Negligible	[●]
March 30, 1998	Further issue	90	10.00	10.00	Negligible	[●]
January 24, 2001	Further issue	85,000	10.00	10.00	0.77	[●]
November 28, 2006	Transfer from Aditya Infosolutions Private Limited	25,000	10.00	10.00	0.23	[●]
March 31, 2007	Rights issue	10,288	10.00	10.00	0.09	[●]
November 15, 2008	Transfer from Pooja Khemka	8,500	10.00	10.00	0.08	[●]
March 31, 2009	Preferential allotment	110,000	10.00	10.00	1.00	[●]
November 30, 2009	Transfer to Hari Shanker Khemka	(719)	10.00	10.00	(0.01)	[●]
August 29, 2013	Transfer of 22,716 equity shares from Aruna Khemka and 102,284 equity shares from Anand Kumar Khemka	125,000	10.00	10.00	1.14	[●]
August 28, 2015	Transfer from Hari Shanker Khemka	375,000	10.00	10.00	3.42	[●]
March 1, 2023	Buy-back	(132,870)	10.00	1,443.00	(1.21)	[●]
March 24, 2023	Gift of 410,000 equity shares from Hari Shanker Khemka and 207,000 equity shares from Rishi Khemka	617,000	10.00	N.A.	5.62	[●]

Date of Allotment / Transfer / Transmission	Nature of transaction	Number of equity shares	Face value per equity share (₹)	Issue Price / Transfer Price per equity share (₹)	Percentage of pre-Offer equity share capital (%)	Percentage of post-Offer equity share capital (%)
Equity shares of our Company of face value of ₹10 each was sub-divided to 10 Equity Shares of face value of ₹1 each, pursuant to the resolution passed by our Shareholders on June 17, 2024						
June 17, 2024	Bonus issue in the ratio of 4:1	48,891,960	1.00	N.A.	44.53	[●]
Sub-total (B)		61,114,950			55.66	[●]
(C) Ananmay Khemka						
January 21, 2020	Gift from Hari Shanker Khemka	10	10.00	N.A.	Negligible	[●]
March 1, 2023	Buy-back	(2)	10.00	1,443.00	Negligible	[●]
March 24, 2023	Gift from Rishi Khemka	18,500	10.00	N.A.	0.17	
Equity shares of our Company of face value of ₹10 each was sub-divided to 10 Equity Shares of face value of ₹1 each, pursuant to the resolution passed by our Shareholders on June 17, 2024						
June 17, 2024	Bonus issue in the ratio of 4:1	740,320	1.00	N.A.	0.67	[●]
Sub-total (C)		925,400			0.84	[●]
(D) Rishi Khemka						
March 30, 1998	Further issue	100	10.00	10.00	Negligible	[●]
January 24, 2001	Further issue	85,000	10.00	10.00	0.77	[●]
November 28, 2006	Transfer from Aditya Infosolutions Private Limited	25,000	10.00	10.00	0.23	[●]
March 31, 2007	Rights issue	11,317	10.00	10.00	0.10	[●]
November 15, 2008	Transfer from Pooja Khemka	8,475	10.00	10.00	0.08	[●]
December 14, 2009	Preferential allotment	120,108	10.00	10.00	1.09	[●]
August 29, 2013	Transfer of 117,284 equity shares of face value of ₹10 each from Aruna Khemka and 7,716 equity shares of face value of ₹10 each from Vikramaditya Khemka.	125,000	10.00	10.00	1.14	[●]
August 28, 2015	Transfer from Hari Shanker Khemka	375,000	10.00	10.00	3.42	[●]
March 1, 2023	Buy-back	(135,000)	10.00	1,443.00	(1.23)	[●]
March 24, 2023	Gift to Aditya Khemka	(207,000)	10.00	10.00	(1.89)	[●]
	Gift to Anamay Khemka	(18,500)	10.00	N.A.	(0.17)	[●]
Each equity share of our Company of face value of ₹10 was sub-divided to 10 Equity Shares of face value of ₹1 each, pursuant to the resolution passed by our Shareholders on June 17, 2024						
June 17, 2024	Bonus issue in the ratio of 4:1	15,580,000	1.00	N.A.	14.19	[●]
September 26, 2024	Gift to Ruchi Khemka	(4,758,251)	1.00	N.A.	4.33	[●]
Sub-total (D)		14,716,749			13.40	[●]
Grand Total (A)+(B)+(C)+(D)		96,476,349			87.86	[●]

*Urmila Khemka (wife of Hari Shanker Khemka) passed away in Fiscal 2020. A formal request to the registrar and transfer agent for transmission of the equity shares of Lt. Urmila Khemka in favour of her nominee, Hari Shanker Khemka was made on January 22, 2020, however the registrar and transfer agent confirmed the credit of the equity shares to Hari Shanker Khemka only on September 14, 2020.

Note: Our Company has been unable to trace the share transfer forms in relation to transfers made prior to or during 2013. Accordingly, reliance has been placed on the Company's annual returns, the register of members, the register of transfers and board resolutions noting the transfers, where available. For further details, see "Risk Factors – Internal Risks Factors – We are unable to trace some of our historical records including forms filed with the Registrar of Companies" on page 46 of the Draft Red Herring Prospectus.

- C. The sub-section titled "– Details of Shareholding of our Promoters and members of the Promoter Group in the Company – (vi) Equity Shareholding of the members of the Promoter Group" beginning on page 106 of

the Draft Red Herring Prospectus stands replaced with the following:

(vi) Equity Shareholding of the members of the Promoter Group

As on the date of this Addendum, the members of our Promoter Group (other than our Promoters) collectively hold 6,023,651 Equity Shares of face value of ₹1 each, equivalent to 5.49% of the issued, subscribed and paid-up Equity Share capital of our Company, as set forth in the table below:

S. No.	Name of the Shareholder	Pre-Offer Equity Share Capital		Post-Offer Equity Share Capital [^]	
		Number of Equity Shares of face value of ₹1 each	Percentage of total shareholding (%)	Number of Equity Shares of face value of ₹1 each	Percentage of total shareholding (%)
1.	Hari Shankar Khemka (HUF)*	780,350	0.71	[●]	[●]
2.	Shradha Khemka*	464,000	0.42	[●]	[●]
3.	Aditya Khemka (HUF)*	21,050	0.02	[●]	[●]
4.	Ruchi Khemka	4,758,251	4.33	[●]	[●]
Total		6,023,651	5.49	[●]	[●]

*Also Promoter Group Selling Shareholders.

[^]Subject to finalisation of Basis of Allotment.

- D. The sub-section titled “– Details of Shareholding of our Promoters and members of the Promoter Group in the Company – (vii) Except as disclosed in – “Build-up of the Promoters’ shareholding in our Company” on page 105 and except as disclosed below, there has been no acquisition of securities through secondary transactions by the members of the Promoter Group (apart from our Promoters) and the Selling Shareholders, as on the date of this Draft Red Herring Prospectus.” beginning on page 107 of the Draft Red Herring Prospectus stands replaced with the following:

Except as disclosed in “– Build-up of the Promoters’ shareholding in our Company” on page 6 of this Addendum and except as disclosed below, there has been no acquisition of securities through secondary transactions by the members of the Promoter Group (apart from our Promoters) and the Selling Shareholders, as on the date of this Addendum:

Date of Allotment / Transfer / Transmission	Name of transferor	Name of transferee	Number of equity shares transferred	Face value per equity share (₹)	Transfer price per equity share (₹)
Aditya Infosolutions Private Limited					
October 25, 2004	Anand Kumar Khemka (HUF)	Aditya Infosolutions Private Limited	100,000	10.00	10.00
Surendra Kumar Khemka (HUF)					
November 28, 2006	Aditya Infosolutions Private Limited	Surendra Kumar Khemka HUF	50,000	10.00	10.00
Anand Kumar Khemka					
November 28, 2006	Aditya Infosolutions Private Limited	Anand Kumar Khemka	50,000	10.00	10.00
Surendra Kumar Khemka					
November 30, 2009	Surendra Kumar Khemka (HUF)	Surendra Kumar Khemka	50,000	10.00	10.00
	Aditya Infosolutions Private Limited	Surendra Kumar Khemka	45,000	10.00	10.00
	Parmanand Khemka (HUF)	Surendra Kumar Khemka	14,403	10.00	10.00
	Parmanand Khemka	Surendra Kumar Khemka	6,357	10.00	10.00
July 20, 2014	Surendra Kumar Khemka (HUF)	Surendra Kumar Khemka	14,403	10.00	10.00
	Indu Khemka	Surendra Kumar Khemka	121,816	10.00	10.00
Raghav Khemka					
November 30, 2009	Aditya Infosolutions Private Limited	Raghav Khemka	200,000	10.00	10.00

Note: Our Company has been unable to trace the share transfer forms in relation to transfers made prior to or during 2013. Accordingly, reliance has been placed on the Company's annual returns, the register of members, the register of transfers and board resolutions noting the transfers, where available. For further details, see "Risk Factors – Internal Risks Factors – We are unable to trace some of our historical records including forms filed with the Registrar of Companies" on page 46 of the Draft Red Herring Prospectus.

- E. The sub-section titled "– Details of Shareholding of our Promoters and members of the Promoter Group in the Company – (x) Details of minimum Promoters' contribution locked in for 18 months or any other period as may be prescribed under applicable law" beginning on page 108 of the Draft Red Herring Prospectus stands replaced with the following:

Pursuant to Regulations 14 and 16 of the SEBI ICDR Regulations, an aggregate of 20% of the fully diluted post-Offer Equity Share capital of our Company held by our Promoters shall be considered as minimum promoters' contribution and locked-in for a period of 18 months or any other period as may be prescribed under applicable law, from the date of Allotment ("**Promoter's Contribution**"). Our Promoters' shareholding in excess of 20% shall be locked in for a period of six months from the date of the Allotment. As on the date of this Addendum, our Promoters hold 96,476,349 Equity Shares of face value of ₹1 each, constituting 87.86% of our Company's issued, subscribed and paid-up Equity Share capital, of which [●] Equity Shares of face value of ₹1 each, are eligible for Promoters' Contribution.

Our Promoters have given consent, to include such number of Equity Shares held by them, in aggregate, as may constitute 20% of the fully diluted post-Offer Equity Share capital of our Company as Promoter's Contribution. Our Promoters have agreed not to dispose, sell, transfer, charge, pledge or otherwise encumber in any manner the Promoters' Contribution from the date of this Draft Red Herring Prospectus, until the expiry of the lock-in period specified above, or for such other time as required under SEBI ICDR Regulations, except as may be permitted, in accordance with the SEBI ICDR Regulations.

The details of Equity Shares held by our Promoters, which will be locked-in for minimum Promoters' Contribution for a period of 18 months, from the date of Allotment as Promoters' Contribution are as provided below:

Name of the Promoter	Number of Equity Shares of face value of ₹1 each locked-in**	Date of allotment/ transfer [#]	Face value per Equity Share (₹)	Issue/ Acquisition price per Equity Share (₹)	Nature of allotment	Percentage of the post-Offer paid-up Equity Share capital	Date up to which the Equity Shares are subject to lock-in
[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]
[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]
Total	[●]	[●]	[●]	[●]	[●]	[●]	[●]

Note: To be updated at the Prospectus stage.

[#]Equity Shares were fully paid-up on the date of allotment / acquisition.

^{**}Subject to finalisation of Basis of Allotment.

F. The sub-section titled “– Shareholding pattern of our Company” beginning on page 110 of the Draft Red Herring Prospectus stands replaced with the following:

Shareholding Pattern of our Company

The table below presents the shareholding pattern of our Company as on the date of this Addendum:

Category (I)	Category of Shareholder (II)	Number of Shareholders (III)	Number of fully paid up Equity Shares held (IV)	Number of Partly paid-up Equity Shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of Equity Shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) As a % of (A+B+C 2) (VIII)	Number of Voting Rights held in each class of securities (IX)			Number of Equity Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted Equity Share capital) (XI) = (VII)+(X) As a % of (A+B+C 2)	Number of Locked in Equity Shares (XII)		Number of Equity Shares pledged or otherwise encumbered (XIII)		Number of Equity Shares held in dematerialized form (XIV)	
								Number of voting rights					Total as a % of (A+B+C)	Number (a)	As a % of total Equity Shares held (b)	Number (a)		As a % of total Equity Shares held (b)
								Class e.g.: Equity Shares	Class e.g.: Others	Total								
(A)	Promoter and Promoter Group	8	102,500,000	-	-	102,500,000	93.35	102,500,000	-	102,500,000	93.35	-	-	-	-	102,500,000		
(B)	Public	1	7,305,805	-	-	7,305,805	6.65	7,305,805	-	7,305,805	6.65	-	-	-	-	7,305,805		
(C)	Non Promoter- Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
(C)(1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		

Category (I)	Category of Shareholder (II)	Number of Shareholders (III)	Number of fully paid up Equity Shares held (IV)	Number of Partly paid-up Equity Shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of Equity Shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) As a % of (A+B+C 2) (VIII)	Number of Voting Rights held in each class of securities (IX)				Number of Equity Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted Equity Share capital) (XI) = (VII)+(X) As a % of (A+B+C 2)	Number of Locked in Equity Shares (XII)		Number of Equity Shares pledged or otherwise encumbered (XIII)		Number of Equity Shares held in dematerialized form (XIV)
								Number of voting rights			Total as a % of (A+B+C)			Number (a)	As a % of total Equity Shares held (b)	Number (a)	As a % of total Equity Shares held (b)	
								Class e.g.: Equity Shares	Class e.g.: Others	Total								
(C)(2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total (A)+(B)+(C)	9	109,805,805	-	-	109,805,805	100	109,805,805	-	109,805,805	100	-	100	-	-	-	-	109,805,805

OBJECTS OF THE OFFER

- A. The sub-section titled “– Offer for Sale” beginning on page 116 of the Draft Red Herring Prospectus stands replaced with the following:

Offer for Sale

Each of the Selling Shareholders has, severally and not jointly, consented and/or authorised for inclusion of their portion of the Offered Shares as part of the Offer for Sale, as set out below:

Name	Type	Aggregate amount of Offer for Sale	Date of Selling Shareholders' consent letter
Aditya Khemka	Promoter	Up to ₹5,240.04 million	September 27, 2024
Ananmay Khemka	Promoter	Up to ₹123.16 million	September 27, 2024
Rishi Khemka	Promoter	Up to ₹2,000.00 million	September 27, 2024
Hari Shankar Khemka (HUF)	Promoter Group	Up to ₹426.40 million	September 27, 2024
Shradha Khemka	Promoter Group	Up to ₹198.90 million	September 27, 2024
Aditya Khemka (HUF)	Promoter Group	Up to ₹11.50 million	September 27, 2024

Each of the Selling Shareholders will be entitled to its respective portion of the proceeds of the Offer for Sale after deducting agreed proportion of the Offer expenses and relevant taxes thereon. Our Company will not receive any proceeds from the Offer for Sale by the Selling Shareholders and the proceeds from the Offer for Sale will not form part of the Net Proceeds. For further details, see “– Offer expenses” on page 121 of the Draft Red Herring Prospectus.

HISTORY AND CERTAIN CORPORATE MATTERS

- A. The sub-section titled “– Guarantees given by our Promoter Selling Shareholders” beginning on page 256 of the Draft Red Herring Prospectus stands replaced with the following:

Guarantees given by our Promoter Selling Shareholders

Other than as disclosed below, as on the date of this Addendum, the Promoter Selling Shareholders have not given any guarantees to third parties:

S. No.	Guarantee issued by	Guarantee issued in favour of	Borrower	Guarantee amount (₹ in million)	Type of facility
1.	Hari Shanker Khemka*, Aditya Khemka and Rishi Khemka	Yes Bank Limited	Aditya Infotech Limited	1,000.00	Fund based and non-fund-based facilities
2.	Hari Shanker Khemka*, Aditya Khemka and Rishi Khemka	Tamilnad Mercantile Bank Limited	Aditya Infotech Limited	2,550.00	Fund based and non-fund-based facilities
3.	Hari Shanker Khemka*, Aditya Khemka Rishi Khemka	ICICI Bank Limited	Aditya Infotech Limited	500.00	Working capital facilities
4.	Hari Shanker Khemka*, Aditya Khemka and Rishi Khemka	HDFC Bank Limited	Aditya Infotech Limited	1,000.00	Fund based and non-fund-based facilities
5.	Aditya Khemka	Axis Bank Limited	Aditya Infotech Limited	860.00	Fund based and non-fund-based facilities
6.	Hari Shanker Khemka* and Rishi Khemka	Yes Bank Limited	ARK Infosolutions Private Limited	250.00	Fund based and non-fund-based facilities
7.	Hari Shanker Khemka* and Rishi Khemka	ICICI Bank Limited	ARK Infosolutions Private Limited	91.10	Home loan for property acquired by ARK Infosolutions Private Limited
8.	Hari Shanker Khemka*, Aditya Khemka and Rishi Khemka	Punjab National Bank Limited	ARK Infosolutions Private Limited	10.90	Vehicle loan

*Our individual Promoter, Hari Shanker Khemka is not offering his shares in the Offer for Sale.

The guarantees set out above have been issued as security in connection with the facilities availed by our Company. Pursuant to the terms of the guarantees, the obligations of our Promoter Selling Shareholders include repayment of the guaranteed sum in case of default by the respective borrowers. The financial implications in case of default by the borrower are that the lender would be entitled to invoke the guarantees to the extent of the outstanding loan amount, together with any interests, costs or charges due to the respective lenders. The guarantees are effective for a period until the underlying loan is repaid in full by the respective borrower. Any default or failure by our Company or the relevant borrower entity to repay the loans in a timely manner, or at all, could trigger repayment obligations on the part of our Promoter Selling Shareholders. No consideration has been paid or is payable to our Promoter Selling Shareholders for providing these guarantees. For details of the security in connection with the secured borrowings of our Company, see “Financial Indebtedness – Principal terms of the borrowings availed by our Company – Security” on page 391 of the Draft Red Herring Prospectus.

- B. The sub-section titled “– Other material agreements” beginning on page 256 of the Draft Red Herring Prospectus stands replaced with the following:

Other material agreements

Except as disclosed below, our Company has not entered into any subsisting material agreements and there are no other agreements / arrangements entered into by our Company or clauses / covenants applicable to our Company, which are material and are required to be disclosed, or the non-disclosure of which may have

a bearing on the investment decision of prospective investors in the Offer, including with strategic partners, joint venture partners and/or financial partners, other than in the ordinary course of business:

Agreement dated September 27, 2024 (“Inter-se Agreement”), entered amongst Aditya Khemka, Shradha Khemka, Ananmay Khemka, Aditya Khemka (HUF), Hari Khemka Business Family Trust, Aditya Khemka Business Family Trust, Hari Shanker Khemka, Hari Shankar Khemka (HUF), Rishi Khemka, Ruchi Khemka and ARK Business Prosperity Trust (collectively, “Parties”)

The Parties have executed the Inter-se Agreement to record certain inter se rights and obligations of our Company and other related matters, including, (i) appointment of Aditya Khemka as authorised representative to exercise any and all rights to participate and vote on behalf of each of the other Parties; (ii) right of Aditya Khemka to nominate directors on the Board and on the board of subsidiary/ joint ventures in which our Company has a right to nominate board or directors, subject to certain conditions mentioned in the Inter-se Agreement; (iii) certain transfer related rights, including tag-along rights with respect to Equity Shares that are proposed to be transferred to third parties by either of the Parties from the date of listing of the Equity Shares on the recognised Stock Exchange until the completion of the lock-in as defined in the Inter-se Agreement; and (iv) an understanding between the parties in relation to any sale of shares until listing.

In terms of the Inter-se Agreement, our individual Promoters, Hari Shanker Khemka, Aditya Khemka and Rishi Khemka will transfer 19,719,150 Equity Shares of face value of ₹1 each to Hari Khemka Business Family Trust, transfer 100 Equity Shares of face value of ₹1 each to Aditya Khemka Business Family Trust and transfer 100 Equity Shares of face value of ₹1 each to ARK Business Prosperity Trust, respectively.

Our Company is not a party to the Inter-se Agreement and the same shall terminate automatically upon either by way of the mutual written consent of Aditya Khemka and Rishi Khemka or when either Hari Shanker Khemka or certain of the other Parties cease to hold any Equity Shares in our Company.

SECTION V – ABOUT OUR COMPANY

OUR PROMOTERS AND PROMOTER GROUP

Except to the disclosures which stands replaced pursuant to this Addendum in the “Our Promoters and Promoter Group” section beginning on page 280 of the Draft Red Herring Prospectus, all the other details forming part of the Draft Red Herring Prospectus in relation to the confirmations from the Promoters in the “Our Promoters and Promoter Group” section beginning on page 280 of the Draft Red Herring Prospectus shall be read in conjunction with this section.

The Promoters of our Company are Hari Shanker Khemka, Aditya Khemka, Ananmay Khemka, Rishi Khemka and Hari Khemka Business Family Trust. As on the date of this Addendum, our Promoters collectively hold 96,476,349 Equity Shares of face value of ₹1 each, representing 87.86% of the pre-Offer issued, subscribed and paid-up Equity Share capital of our Company. Pursuant to the Inter-se Agreement and prior to the filing of the Red Herring Prospectus with the RoC, our individual Promoters, Hari Shanker Khemka, Aditya Khemka and Rishi Khemka, will transfer 19,719,150 Equity Shares of face value of ₹1 each to Hari Khemka Business Family Trust, 100 Equity Shares of face value of ₹1 each to Aditya Khemka Business Family Trust and 100 Equity Shares of face value of ₹1 each to ARK Business Prosperity Trust, respectively.

Upon completion of the aforesaid transfers, (i) Hari Shanker Khemka will hold 100 Equity Shares of face value of ₹1 each; (ii) Aditya Khemka will hold 61,114,850 Equity Shares of face value of ₹1 each; (iii) Rishi Khemka will hold 14,716,649 Equity Shares of face value of ₹1 each; and (iv) Hari Khemka Business Family Trust will hold 19,719,150 Equity Shares of face value of ₹1 each, representing, 0.00%, 55.66%, 13.40% and 17.96%, respectively, of the issued, subscribed and paid-up Equity Share capital of our Company.

Accordingly, upon completion of such transfers, our Promoters collectively hold 96,476,149 of face value of ₹1 each, representing 87.86% of the pre-Offer issued, subscribed and paid-up Equity Share capital of our Company.

For details, see “Capital Structure – Details of Shareholding of our Promoters and members of the Promoter Group in the Company – Equity Shareholding of the Promoters” beginning on page 6 of this Addendum.

- A. *The sub-section titled “– Details of our Promoters” beginning on page 280 of the Draft Red Herring Prospectus stands replaced with the following:*

Details of our Promoters are as follows:

Hari Shanker Khemka



Hari Shanker Khemka, aged 71 years, is one of our Promoters and is also the Chairman and Whole-time Director on our Board. For the complete profile of Hari Shanker Khemka along with details of his date of birth, personal address, educational qualifications, professional experience, position / posts held in the past, directorships held, and business and financial activities, other directorships, other ventures and special achievements, see “Our Management – Board of Directors” on page 258 of the Draft Red Herring Prospectus.

His PAN is ‘AAEPK8265B’.

As on date of this Addendum, Hari Shanker Khemka holds 19,719,250 Equity Shares of face value of ₹1 each, representing 17.96% of the issued, subscribed and paid-up Equity Share capital of our Company. Pursuant to the Inter-se Agreement, he will transfer 19,719,150 Equity Shares of face value of ₹1 each to Hari Khemka Business Family Trust, prior to the filing of the Red Herring Prospectus with the RoC. Upon completion of the aforesaid transfer, he will hold 100 Equity Shares of

face value of ₹1 each, representing negligible shareholding of the issued, subscribed and paid-up Equity Share capital of our Company.

Aditya Khemka



Aditya Khemka, aged 50 years, is one of our Promoters and is also the Managing Director on our Board. For the complete profile of Aditya Khemka along with details of his date of birth, personal address, educational qualifications, professional experience, position / posts held in the past, directorships held, and business and financial activities, other directorships, other ventures and special achievements, see “*Our Management – Board of Directors*” on page 258 of the Draft Red Herring Prospectus.

His PAN is ‘AAEPK1216E’.

As on date of this Addendum, Aditya Khemka holds 61,114,950 Equity Shares of face value of ₹1 each, representing 55.66% of the issued, subscribed and paid-up Equity Share capital of our Company. Pursuant to the Inter-se Agreement, he will transfer 100 Equity Shares of face value of ₹1 each to Aditya Khemka Business Family Trust, prior to the filing of the Red Herring Prospectus with the RoC. Upon completion of the aforesaid transfer, he will hold 61,114,850 Equity Shares of face value of ₹1 each, representing 55.66% of the issued, subscribed and paid-up Equity Share capital of our Company.

Ananmay Khemka



Ananmay Khemka, aged 25 years, is one of our Promoters and is also the Whole-time Director on our Board. For the complete profile of Ananmay Khemka along with details of his date of birth, personal address, educational qualifications, professional experience, position / posts held in the past, directorships held, and business and financial activities, other directorships, other ventures and special achievements, see “*Our Management – Board of Directors*” on page 258 of the Draft Red Herring Prospectus.

His PAN is ‘GNVPK8581G’.

As on date of this Addendum, Ananmay Khemka holds 925,400 Equity Shares of face value of ₹1 each, representing 0.84% of the issued, subscribed and paid-up Equity Share capital of our Company.

Rishi Khemka



Rishi Khemka, aged 47 years, is one of our Promoters.

Date of birth: December 25, 1976

Address: Farm Number 2, Daisy Lane, DLF Chhatarpur Farm, South Delhi – 110 074, Delhi, India

His PAN is 'AADPK4223E'.

Rishi Khemka has completed the examination of Chartered Institute of Management Accountants. He has approximately 19 years of experience in the value-added services sector. Further, he is also a promoter of ARK Infosolutions Private Limited. He is currently a director of ARK Infosolutions Private Limited, ARK Tech Innovation Private Limited, YPO Gurgaon Chapter Association, ARK Infosolutions Asia Pte. Ltd. and ARK Infosolutions Thailand Co. Ltd.

As on date of this Addendum, Rishi Khemka holds 14,716,749 Equity Shares of face value of ₹1, representing 13.40% of the issued, subscribed and paid-up Equity Share capital of our Company, on a fully diluted basis. He will transfer 100 Equity Shares of face value of ₹1 to ARK Business Prosperity Trust, prior to the filing of the Red Herring Prospectus with the RoC. Upon completion of the aforesaid transfer, he will hold 14,716,649 Equity Shares of face value of ₹1, representing 13.40% of the issued, subscribed and paid-up Equity Share capital of our Company.

Our Company confirms that the permanent account number, Aadhaar card number, driving license number, bank account number and the passport number of Rishi Khemka, will be submitted to the Stock Exchanges at the time of filing this Addendum.

Other than as disclosed in this section under “– Entities forming part of the Promoter Group” on page 22 of this Addendum, and in “Our Management – Board of Directors” on page 258 of the Draft Red Herring Prospectus, our Promoters are not involved in any other ventures.

Hari Khemka Business Family Trust (“Hari Khemka Trust”)

Trust information and history

The Hari Khemka Trust was formed as a private, irrevocable, and discretionary trust pursuant to a deed of trust dated September 17, 2024 (“**Trust Deed**”). The office of the Hari Khemka Trust is located at B-51, Greater Kailash Part I, New Delhi – 110 048, Delhi, India. Hari Shanker Khemka is the settlor of the Hari Khemka Trust.

PAN: AADTH1455R

As on the date of this Addendum, the Hari Khemka Trust does not hold any Equity Shares in the Company. Pursuant to the Inter-se Agreement, our individual Promoter, Hari Shanker Khemka will transfer 19,719,150 Equity Shares of face value of ₹1 each to Hari Khemka Trust, prior to the filing of the Red Herring Prospectus with the RoC. Upon completion of the aforesaid transfer, Hari Khemka Trust will hold 19,719,150 Equity Shares of face value of ₹1 each, representing 17.96%, of the issued, subscribed and paid-up Equity Share capital of our Company.

Trustees

As on the date of this Addendum, the trustees of the Hari Khemka Trust are Aditya Khemka and Hari Shanker Khemka.

Beneficiaries

The beneficiaries of the Hari Khemka Trust are Aditya Khemka and Hari Khemka Private Family Trust.

Objects and purpose

Pursuant to the Trust Deed, the objects and purpose of the Hari Khemka Trust are:

- a) To give effect to the intention of the settlor to arrange the family affairs and consolidation of family wealth as well as to ensure peace and security of the family, avoiding litigation and saving family's honor and settle conflicting interests within the family.
- b) To ensure effective succession planning and intergenerational transfer of trust property for the benefit of the beneficiaries.
- c) To provide the target entity with good governance and robust monitoring mechanism for the growth of the target entity.
- d) To provide for consolidation and protection of assets settled or received by the trust for the benefit of the beneficiaries.
- e) To undertake investment activities in movable and immovable assets for the benefit of the beneficiaries.
- f) To provide controlled outflow/ distribution towards medical, educational, and other financial/non-financial needs of beneficiaries to ensure that the family works hard for their benefits and does not exploit the trust assets.
- g) To oversee the functioning of business entities by the trust in a fiduciary capacity for the benefit of the future generation of Aditya Khemka.

Change in control of the Hari Khemka Trust

There has been no change in control of the Hari Khemka Trust in the three years immediately preceding the date of this Addendum.

Our Company confirms that the PAN of Hari Khemka Trust were submitted to the Stock Exchanges at the time of filing of this Draft Red Herring Prospectus. Further, our Company confirms that the bank account number of Hari Khemka Trust were submitted to the Stock Exchanges at the time of filing of the Draft Red Herring Prospectus.

- B. *The sub-section titled “– Change in control of our Company” beginning on page 282 of the Draft Red Herring Prospectus stands replaced with the following:*

Change in control of our Company

Pursuant to a Board resolution dated September 23, 2024, our Company has identified Hari Shanker Khemka, Aditya Khemka, Ananmay Khemka and Hari Khemka Business Family Trust as the Promoters of our Company. Rishi Khemka was identified as a Promoter of our Company pursuant to the Board resolution dated December 17, 2024. However, there has not been any change in the control of our Company in the five years immediately preceding the date of this Addendum.

- C. *The sub-section titled “– Interests of Promoters” beginning on page 282 of the Draft Red Herring Prospectus stands replaced with the following:*

Interests of Promoters

Our Promoters are interested in our Company to the extent that they are the Promoters of our Company and to the extent of their respective shareholding in our Company, their directorship in our Company and the dividends payable, if any, and any other distributions in respect of their respective shareholding in our Company, the shareholding of their relatives in our Company, and the shareholding of entities in which our Promoters are interested, in our Company. For details of the shareholding of our Promoters in our Company, see “*Capital Structure*” beginning on page 99 of the Draft Red Herring Prospectus.

Further, our Promoters are also directors on the boards, or are shareholders, kartas, trustees, proprietors, members or partners of entities with which our Company has had related party transactions and may be deemed to be interested to the extent of the payments made by our Company, if any, to these entities. For further details of interest of our Promoters in our Company, see “*Other Financial Information – Related Party Transactions*” beginning on page 356 of the Draft Red Herring Prospectus.

Our Promoters, Hari Shanker Khemka, Aditya Khemka and Ananmay Khemka may also be deemed to be interested to the extent of remuneration, benefits, reimbursement of expenses payable to them as Directors on our Board. For further details, see “*Our Management – Interest of Directors*” on page 264 of the Draft Red Herring Prospectus.

Except as stated below and in “*Restated Consolidated Financial Information – Note 44 – Related Party Transactions*” on page 334 of the Draft Red Herring Prospectus and as stated below, none of our Promoters have any interest, whether direct or indirect, in any property acquired by our Company within the preceding three years from the date of this Addendum or proposed to be acquired by it as on the date of this Addendum, or in any transaction by our Company for acquisition of land, construction of building or supply of machinery:

- A. Our Company has entered into a lease agreement dated April 1, 2023 with our individual Promoters, Hari Shanker Khemka and Aditya Khemka (“**Lease Agreement**”) for their accommodation at B-51, Greater Kailash Part-I, Delhi – 110 048, Delhi, India. Pursuant to the Lease Agreement, our Company pays ₹7.5 million annually to each of our individual Promoters, Hari Shanker Khemka and Aditya Khemka.
- B. Our individual Promoters, Hari Shanker Khemka who is a promoter, director and a shareholder in ARK Infosolutions Private Limited, Aditya Khemka who is a director in ARK Infosolutions Private Limited and Rishi Khemka who is a promoter, director and a shareholder of ARK Infosolutions Private Limited have entered into transfer deed cum sale deed and lease agreements with our Company. For further details, in relation to such transfer deed cum sale deed and lease agreements, see “*Group Companies – Nature and extent of interest of our Group Company – Interest in transactions for acquisition of land, construction of building, or supply of machinery*” on page 403 of the Draft Red Herring Prospectus.

Except for Hari Shanker Khemka, Aditya Khemka and Rishi Khemka, who are directors in ARK Infosolutions Private Limited and are designated partners of Aditya Colonizers LLP and Trend Setter Promoters LLP, our Promoters are not interested as a member in any firm or company which has any interest in our Company. Further, except in accordance to the loan agreement entered between our Company and Trend Setter Promoters LLP in relation to the inter-corporate unsecured loan, no sum has been paid or agreed to be paid to any of our Promoters or to any firm or company in which any of our Promoters are interested as a member, in cash or shares or otherwise by any person either to induce any of our Promoters to become, or qualify them as a director, or otherwise for services rendered by any of our Promoters or by such firm or company in connection with the promotion or formation of our Company. Furthermore, our Company has leased its property pursuant to a lease agreement dated May 8, 2023, located at ‘First floor, F-28, Okhla Industrial Area, Phase – I, New Delhi – 110 020’ to Trend Setter Promoters LLP for a period of two years commencing from May 1, 2023.

Our Promoters do not have any interest in any venture that is involved in any activities similar to those conducted by our Company.

- D. The sub-section titled “– Companies or firms from which our Promoters have disassociated in the last three years” beginning on page 283 of the Draft Red Herring Prospectus stands replaced with the following:

Companies or firms from which our Promoters have disassociated in the last three years

Except for the following, none of our Promoters have disassociated themselves from any other company or firm in the three years preceding the date of this Addendum:

S. No.	Name of the entity from which our Promoter has disassociated	Promoter	Date of disassociation	Reason for disassociation
1.	Aditya Security and Safety LLP	Hari Shanker Khemka, Aditya Khemka and Rishi Khemka	April 1, 2023	Pre-occupation

- E. The sub-section titled “– Promoter Group” beginning on page 284 of the Draft Red Herring Prospectus stands replaced with the following:

Promoter Group

In addition to our Promoters, the individuals and entities that form a part of the Promoter Group of our Company in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations, are set out below:

Natural persons who are part of the Promoter Group

The individuals that form part of the Promoter Group are as follows:

S. No.	Name of Promoter	Name of members of the Promoter Group	Relationship with Promoter
1.	<i>Hari Shanker Khemka</i>	Anand Kumar Khemka	Brother
		Surendra Kumar Khemka	Brother
		Aditya Khemka	Son
		Rishi Khemka	Son
		Pooja Singhal	Daughter
		Mukesh Bansal	Spouse’s brother
		Nirmal Agarwal	Spouse’s sister
		Chitra Goyal	Spouse’s sister
2.	<i>Aditya Khemka</i>	Hari Shanker Khemka	Father
		Shradha Khemka	Spouse
		Ananmay Khemka	Son
		Advay Khemka	Son
		Rishi Khemka	Brother
		Pooja Singhal	Sister
		Deoki Nandan Agarwal	Spouse’s father
		Laxmi Agarwal	Spouse’s mother
		Vatsal Agarwal	Spouse’s brother
		Deepika Gupta	Spouse’s sister
		Meenu Halwasiya	Spouse’s sister
Sneha Sharma	Spouse’s sister		
3.	<i>Ananmay Khemka</i>	Shradha Khemka	Mother
		Aditya Khemka	Father
		Advay Khemka	Brother
4.	<i>Rishi Khemka</i>	Hari Shanker Khemka	Father
		Ruchi Khemka	Spouse
		Atharva Khemka	Son
		Aditya Khemka	Brother
		Pooja Singhal	Sister
		Ramesh Chander Gupta	Spouse’s father

S. No.	Name of Promoter	Name of members of the Promoter Group	Relationship with Promoter
		Krishna Gupta	Spouse's mother
		Akshat Gupta	Spouse's brother
		Preeti Rajeshkumar Mittal	Spouse's sister
		Shweta Goyal	Spouse's sister
		Pooja Agarwal	Spouse's sister
		Neha Gupta	Spouse's sister

Entities forming part of the Promoter Group

In addition to our Promoters, the entities that form a part of the Promoter Group, are as follows:

S. No	Name of members of the Promoter Group
1.	Aditya Colonizers LLP
2.	Aditya Infosolutions Private Limited
3.	Aditya Khemka (HUF)
4.	Aditya Khemka Business Family Trust
5.	Aditya Promoters Limited
6.	Aditya Security & Safety LLP
7.	Advance Enterprises Private Limited
8.	Advanced Reality Solutions LLP
9.	Advance Ispat (India) Ltd
10.	Alexis Marketing LLP
11.	Alvaro Boards & Panels India Private Limited
12.	Alvaro Hospitality Ventures LLP
13.	Alvaro Oil Resources LLP
14.	Anand Kumar Khemka (HUF)
15.	Arcee Ispat Udyog Private Limited
16.	ARK Business Prosperity Trust
17.	ARK Infosolutions (Thailand) Company Limited
18.	ARK Infosolutions Asia Pte. Ltd.
19.	ARK Infosolutions Private Limited
20.	ARK Tech Innovation Private Limited
21.	Atma Ram Parma Nand (Partnership Firm)
22.	Delhi Sales Corporation (Proprietorship Firm)
23.	Delhi Sales Plywoods (Partnership Firm)
24.	Deoki Nandan Agarwal (HUF)
25.	Elysiann Beautificatiion Private Limited
26.	Hari Khemka Private Family Trust
27.	Hari Shankar Khemka (HUF)
28.	Kalpataru Housefin & Trading Private Limited
29.	Kruti Pipes Limited
30.	Pooja S Designs (Partnership Firm)
31.	R C Gupta (HUF)
32.	Riddhi Steel and Tube Limited
33.	Rishi Khemka Business Family Trust
34.	Rishi Khemka (HUF)
35.	Surendra Kumar Khemka (HUF)
36.	TAK Buildtech Private Limited
37.	Techzzler International Private Limited
38.	Tirumala Jewels
39.	Tirupati Structural Ltd
40.	Trend Setter Promoters LLP
41.	Trendsetters Infoservices LLP
42.	TSL Piping Solutions Private Limited

SECTION IX - OTHER REGULATORY AND STATUTORY DISCLOSURES

- A. The sub-section titled “– Authority for the Offer” beginning on page 404 of the Draft Red Herring Prospectus stands replaced with the following:

Authority for the Offer

The Offer has been authorised by a resolution of our Board dated September 27, 2024 and the Fresh Issue has been authorised by a special resolution of our Shareholders dated September 27, 2024. Further, our Board has taken on record the consents of the Selling Shareholders to participate in the Offer for Sale pursuant to a resolution passed at its meeting held on September 27, 2024.

The Board has approved the Draft Red Herring Prospectus pursuant to their resolution dated September 30, 2024.

Further, our Board has approved this Addendum to Draft Red Herring Prospectus pursuant to their resolution dated December 17, 2024.

Each of the Selling Shareholders has, severally and not jointly, consented and/or authorised for inclusion of their portion of the Offered Shares as part of the Offer for Sale, as set out below:

Name	Type	Aggregate amount of Offer for Sale	Date of Selling Shareholders' consent letter
Aditya Khemka	Promoter	Up to ₹5,240.04 million	September 27, 2024
Ananmay Khemka	Promoter	Up to ₹123.16 million	September 27, 2024
Rishi Khemka	Promoter	Up to ₹2,000.00 million	September 27, 2024
Hari Shankar Khemka (HUF)	Promoter Group	Up to ₹426.40 million	September 27, 2024
Shradha Khemka	Promoter Group	Up to ₹198.90 million	September 27, 2024
Aditya Khemka (HUF)	Promoter Group	Up to ₹11.50 million	September 27, 2024

Our Company has received in-principle approvals from the BSE and the NSE for the listing of the Equity Shares pursuant to letters dated [●] and [●], respectively.

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Hari Shanker Khemka

(Chairman and Whole-time Director)

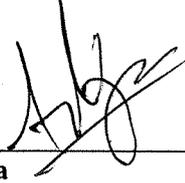
Place: No^oida

Date: Dec^mber 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Aditya Khemka
(Managing Director)

Place: Noida, Uttar Pradesh, India

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Ananmay Khemka
(Whole-time Director)

Place: Noida, Uttar Pradesh, India

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Atul Behari Lall
(Non-Executive Director)

Place: Noida, Uttar Pradesh, India

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Abhishek Dalmia
(Independent Director)

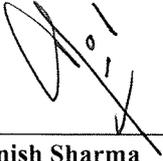
Place: Noida

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Manish Sharma
(Independent Director)

Place: No^oida, Uttar Pradesh, India

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Ambika Sharma
(Independent Director)

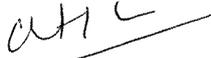
Place: Noida

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY



Chetan Kajaria
(Independent Director)

Place: Noida

Date: December 17, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines / regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, and or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all the disclosures and statements made in this Addendum are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

Y. Sharma

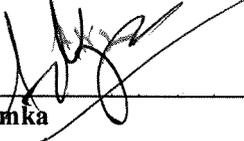
Yogesh Chand Sharma
(Chief Financial Officer)

Place: Noida

Date: December 17, 2024

DECLARATION

I hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by me in this Addendum about or in relation to me and the Equity Shares being offered by me in the Offer, are true and correct. I assume no responsibility, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by the Company or any other Selling Shareholder or any other person(s) in this Addendum.



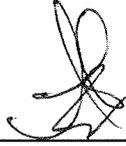
Aditya Khenka

Place: Noida

Date: December 17, 2024

DECLARATION

I hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by me in this Addendum about or in relation to me and the Equity Shares being offered by me in the Offer, are true and correct. I assume no responsibility, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by the Company or any other Selling Shareholder or any other person(s) in this Addendum.



Ananmay Khemka

Place: Noida

Date: December 17, 2024

DECLARATION

I hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by me in this Addendum about or in relation to me and the Equity Shares being offered by me in the Offer, are true and correct. I assume no responsibility, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by the Company or any other Selling Shareholder or any other person(s) in this Addendum.



Rishi Khemka

Place: Noida

Date: December 17, 2024

DECLARATION

We hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by us in this Addendum about or in relation to us and the Equity Shares being offered by us in the Offer, are true and correct. We assume no responsibility, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by the Company or any other Selling Shareholder or any other person(s) in this Addendum.

For and on behalf of **Hari Shankar Khemka (HUF)**



Name: Hari Shanker Khemka

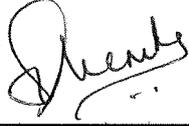
Designation: Karta

Place: Noida

Date: December 17, 2024

DECLARATION

I hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by me in this Addendum about or in relation to me and the Equity Shares being offered by me in the Offer, are true and correct. I assume no responsibility, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by the Company or any other Selling Shareholder or any other person(s) in this Addendum.



Shradha Khemka

Place: Delhi³

Date: December 17, 2024

DECLARATION

We hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by us in this Addendum about or in relation to us and the Equity Shares being offered by us in the Offer, are true and correct. We assume no responsibility, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by the Company or any other Selling Shareholder or any other person(s) in this Addendum.

For and on behalf of **Aditya Khemka (HUF)**



Name: Aditya Khemka

Designation: Karta

Place: Noida

Date: December 17, 2024