

**IN THE NATURE OF ABRIDGED PROSPECTUS – MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS**

This is an abridged prospectus containing salient features of the Prospectus. You are encouraged to read greater details available in the Prospectus.

**THIS DOCUMENT CONSISTS OF TWO PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND TEN PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**

You may obtain a physical copy of the Application form and the Prospectus from stock exchange, our Company, Lead Manager, Non-Syndicate Registered Brokers, Registrar and Share Transfer Agents, Underwriters, Bankers to the Issue or Self Certified Syndicate Banks. You may also download the Prospectus from the websites of Securities and Exchange Board of India (“SEBI”), Lead Manager, Company and Stock Exchange where the equity shares are proposed to be listed (Stock Exchange) that is [www.sebi.gov.in](http://www.sebi.gov.in); [www.indorient.in](http://www.indorient.in); [www.secmark.in](http://www.secmark.in) and [www.bsesme.com](http://www.bsesme.com) respectively. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Prospectus.



**SECMARK CONSULTANCY LIMITED**

(Formerly known as “SecMark Consultancy Private Limited”)  
(hereinafter referred as “Our Company”/ “The Company”/ “The Issuer”)

CIN: U67190MH2011PLC220404

**Registered Office:** Plot No 36/ 227, RDP-10, CTS-1C/1/640, Sector-6, Charkop, Near Ambamata Mandir, Kandivali-West  
Mumbai 400067, Maharashtra, India

**Tel:** +91- 9820463889; **E-mail:** [sunil@secmark.in](mailto:sunil@secmark.in); **Website:** [www.secmark.in](http://www.secmark.in)

**Contact Person:** Mr. Sunil Kumar Bang, Company Secretary and Compliance Officer

**OUR PROMOTERS: SECMARK HOLDINGS PRIVATE LIMITED, MRS. INDIRA VIJAY RAMAIYA AND MRS. ILABEN JASWANLAL SHAH**

**ISSUE DETAILS, LISTING AND PROCEDURE**

**PUBLIC ISSUE OF UPTO 11,14,000 EQUITY SHARES OF FACE VALUE OF ₹10.00 EACH (“EQUITY SHARES”) OF SECMARK CONSULTANCY LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ 135.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹125.00 PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹1503.90 LAKHS (“THE ISSUE”) OF WHICH 56,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH FOR CASH AT A PRICE OF ₹ 135.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 125.00 PER EQUITY SHARE AGGREGATING TO ₹ 75.60 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION i.e. ISSUE OF 10,58,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH AT A PRICE OF ₹ 135.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 125.00 PER EQUITY SHARE AGGREGATING TO ₹ 1428.30 LAKHS IS HEREINAFTER REFERRED TO AS THE “NET ISSUE”. THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.01% AND 25.65% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. These equity shares are proposed to be listed on “SME Platform” of BSE Limited.**

This Public Issue being Fixed Price, the price per Equity Share of ₹135.00 face value of ₹10.00 each and the minimum lot size is 1,000 Equity Shares and in multiples of 1,000 thereof and for which pre-issue advertisement shall be advertised in English national daily “FINANCIAL EXPRESS”, Hindi National Daily “JANSATTA” and regional daily “MUMBAI LAKSHWADEEP” after filing Prospectus with the Registrar of Companies, Maharashtra, Mumbai. For details of “*Basis for Issue Price*” please refer page 77 of the Prospectus.

**Procedure:**

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the General Information Document (GID) from Lead Manager or download it from the website of BSE ([www.bsesme.com](http://www.bsesme.com)) and LM ([www.indorient.in](http://www.indorient.in)).

**ELIGIBILITY FOR THE ISSUE**

This being an issue under Chapter IX of SEBI (ICDR) Regulations, 2018. The company is eligible for the issue in terms of Regulation 229 of SEBI (ICDR) Regulations, 2018. Please note that the company is not compulsorily required to allot at least 75% of the net issue to public, to Qualified Institutional Buyers (QIBs).

**INDICATIVE TIME TABLE**

The below dates are indicative. However actual dates may vary.

<b>Issue Opening Date</b>	Friday, September 18, 2020	<b>Unblocking of funds from ASBA Account</b>	On or before Wednesday, September 30, 2020
<b>Issue Closing Date</b>	Wednesday, September 23, 2020	<b>Credit of Equity Shares to demat accounts of Allottees</b>	On or before Wednesday, September 30, 2020
<b>Finalisation of Basis of Allotment with the Designated Stock Exchange</b>	Monday, September 28, 2020	<b>Commencement of trading of Equity Shares on the Stock Exchange</b>	On or before Thursday, October 01, 2020

The above time table, other than issue opening and closing dates, is indicative in nature and does not constitute any obligation on the Company or the LM. While our Company shall ensure that all the steps for completion of all the necessary formalities for the listing and trading of our equity shares on the SME Platform of BSE are taken within 6 working days of the issue closing date, the time table may change due to various factors such as extension of the issue period by the Company or any delay in receiving final listing and trading approval from the BSE. The commencement of the trading of Equity shares will be entirely at the discretion of the BSE SME in accordance with the applicable laws.

#### 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 investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the contents of the Prospectus. Specific attention of the investors is invited to the section titled “*Risk Factors*” at page 22 of the Prospectus and on page 8 of this Abridged Prospectus.

#### PRICE INFORMATION OF LEAD MANAGER: INDORIENT FINANCIAL SERVICES LIMITED

Sr. No.	Issue Name	Issue Size (₹)	Issue Price (₹)	Listing Date	Opening Price on Listing Date	Closing Price on Listing Date	+/- % Change in Price on closing price, [+/- % change in closing benchmark] – 30 <sup>th</sup> calendar days from listing	+/- % Change in Price on closing price, [+/- % change in closing benchmark] – 90 <sup>th</sup> calendar days from listing	+/- % Change in Price on closing price, [+/- % change in closing benchmark] – 180 <sup>th</sup> calendar days from listing
Nil									

**TABLE II: SUMMARY STATEMENT OF DISCLOSURE**

Financial Year	Total no. of IPOs	Total amount of funds raised (₹)	No. of IPOs trading at discount – 30 <sup>th</sup> calendar days from listing			No. of IPOs trading at premium – 30 <sup>th</sup> calendar days from listing			No. of IPOs trading at discount – 180 <sup>th</sup> calendar days from listing			No. of IPOs trading at discount – 180 <sup>th</sup> calendar days from listing		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
Nil														

#### GENERAL INFORMATION

Names of Lead Manager and contact details	<b>INDORIENT FINANCIAL SERVICES LIMITED</b> <b>Registered Office Address:</b> Suit No. 116 1 <sup>st</sup> Floor, New Delhi House, 27 Barakhamba Road, New Delhi, National Capital Territory of Delhi – 110001, India <b>Tel No.:</b> +91 011 4371 7152, <b>E-mail:</b> <a href="mailto:ivor@indorient.in">ivor@indorient.in</a> <b>Investor Grievance Email:</b> <a href="mailto:wecare@indorient.in">wecare@indorient.in</a> <b>Website:</b> <a href="http://www.indorient.in">www.indorient.in</a> <b>Contact Person:</b> Mr. Ivor Anil Misquith <b>SEBI Registration No.:</b> INM000012661 <b>CIN:</b> U67190DL1993PLC052085
Name of Registrar to the Issue and contact details	<b>BIGSHARE SERVICES PRIVATE LIMITED</b> 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400 059, Maharashtra, India <b>Tel No.:</b> +91 – 22 – 6263 8200, <b>Fax No.</b> +91 – 22 – 6263 8299 <b>E-mail:</b> <a href="mailto:ipo@bigshareonline.com">ipo@bigshareonline.com</a> <b>Investor Grievance Email:</b> <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a> <b>Website:</b> <a href="http://www.bigshareonline.com">www.bigshareonline.com</a> <b>Contact Person:</b> Mr. Arvind Tandel <b>SEBI Registration No.:</b> INR000001385 <b>CIN:</b> U99999MH1994PTC076534
Name of the Market Maker and contact details	<b>VIJETA BROKING INDIA PRIVATE LIMITED</b> <b>Registered Office Address:</b> 118, 1 <sup>st</sup> Floor, Maharani Udyog, Somnath Road, Dabhel, Nani Daman, Daman - 396210, India <b>Tel No.:</b> 22-42023344/ 9664503949, <b>Fax No.:</b> 022-42023302 <b>E-mail:</b> <a href="mailto:mehul@vijetabroking.com">mehul@vijetabroking.com</a> <b>Website:</b> <a href="http://www.vijetabroking.com">www.vijetabroking.com</a> <b>Contact Person:</b> Mr. Mehulkumar Kantilal Shah <b>SEBI Registration No.:</b> INZ000254833 <b>CIN:</b> U67110DD2008PTC004702
Name of Statutory Auditor & Peer Review Auditor	<b>D KOTHARY &amp; CO, Chartered Accountants</b>

<b>Name of Credit Rating Agency and the rating or grading obtained, if any</b>	<b>Not Applicable</b>
<b>Name of Debenture trustee, if any</b>	<b>Not Applicable</b>
<b>SCSBs for Syndicate ASBA and under ASBA facility</b>	A list of the Designated Branches of SCSB with which an ASBA Applicants (other than an RII using the UPI mechanism), not Applying through a Registered Broker, may submit the ASBA Forms, is available at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=34">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=34</a> , and at such other websites as may be prescribed by SEBI from time to time.
<b>Branches of SCSBs where syndicate / sub syndicate member to submit ASBA form</b>	The branches of the SCSBs where the Designated Intermediaries could submit the ASBA Form(s) of Applicants (other than RIIs) is provided on the website of SEBI at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35</a> which may be updated from time to time or at such other website as may be prescribed by SEBI from time to time.
<b>Self Certified Syndicate Banks eligible as Issuer Banks for UPI</b>	The list of Self Certified Syndicate Banks that have been notified by SEBI to act as Investors Bank or Issuer Bank for UPI mechanism are provide on the website of SEBI on <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=40">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=40</a> For details on Designated Branches of SCSBs collecting the ASBA Forms, please refer to the above mentioned SEBI link.
<b>Non-Syndicate Registered Brokers</b>	You can submit Application Forms in the Issue to Registered Brokers at the Broker Centres. The details of such Broker Centres, along with the names and contact details of the Registered Brokers are available on the website of the Stock Exchange ( <a href="http://www.bseindia.com">www.bseindia.com</a> )
<b>Details regarding website address(es)/ link(s) from which the investor can obtain list of Registrar to issue and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable)</b>	The details of the Designated Registrar and Share Transfer Agents Locations and Designated Collecting Depository Participant Locations, along with their names and contact details are available on the websites of the Stock Exchange ( <a href="http://www.bseindia.com">www.bseindia.com</a> ) and updated from time to time.

#### PROMOTERS OF ISSUER COMPANY

- SecMark Holdings Private Limited (“SHPL”)** was incorporated on July 06, 2011, as a private limited company under the Companies Act, 1956 at Registrar of Companies, Mumbai, Maharashtra. As on the date of this Prospectus, 30,09,994 Equity Shares are held by SHPL and 1 Equity Share each is held by Mr. Shardul Jashwantlal Shah, Mrs. Hiral Shardul Shah, Mrs. Indira Vijay Ramaiya, Mr. Ravi Vijay Ramaiya, Mrs. Trupti Ravi Ramaiya and Mrs. Ilaben Jaswantlal Shah, as nominees on behalf of SHPL, who is the beneficial owner of such Equity Shares, representing 100% of the pre-Issue issued, subscribed and paid-up Equity Share capital of our Company.. The registered office of SHPL is situated at B-3/4, Jay Gokuldham, S. V. Road, Borivali West, opposite Shimpoli Flyover, Mumbai, Maharashtra 400092, India. The CIN of SHPL is U67190MH2011PTC219498.
- Mrs. Ilaben Jaswantlal Shah**, aged 70 years, is one of the founder Promoter of our Company. She was associated with our Company as a Director from the period beginning August 03, 2011 upto August 6, 2019. Although she has resigned from the post of Director of our Company, but she is associated with our Company as the Promoter and as a nominee shareholder of our Company and provides her guidance as and when required.
- Mrs. Indira Vijay Ramaiya**, aged 64 years, is the founder Promoter of our Company. She was associated with our Company as a Director from the period beginning August 03, 2011 upto August 12, 2019. Although she has resigned from the post of Director of our Company, but she is associated with our Company as the Promoter and as a nominee shareholder of our Company and provides her guidance as and when required.

For Further details on: “*Our Promoters and Promoter Group*” refer page 130 of the Prospectus.

#### BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY

Our Company was incorporated as “SecMark Consultancy Private Limited” on August 03, 2011 under the provisions of Companies Act, 1956 bearing CIN U67190MH2011PTC220404. Pursuant to a Special Resolution of our Shareholders passed at EGM dated January 28, 2020, our Company’s main object was altered. Subsequently, pursuant to conversion of our Company to a Public Limited Company, a fresh certificate of incorporation was issued by ROC, Mumbai on March 02, 2020 for “SecMark Consultancy Limited” bearing CIN U67190MH2011PLC220404.

We are a Company in India, offering services in the areas of compliance, operations, risk management, outsourcing, software development, and legal matters to financial market participants and others. Our clients primarily include stock and commodity brokers, depository participants, stock exchanges, wealth managers, research analysts, insurance companies, insurance brokers, corporate agents, portfolio managers, investment advisors, NBFCs, banks etc. We offered services to about 125 clients in the Financial Year 2015 which has increased to about 200 in the Financial Year 2019-20. Our Registered Office is situated at Mumbai, and our team executes assignments all over India. We have local representatives at various locations like New Delhi, Ahmedabad, Indore, Jaipur, Bangalore, Chandigarh, and Raipur etc.

The team of our Company comprises of competent, qualified and experienced professionals and employees having working experience with exchanges and financial market participants in India. Our Company as on the date of Prospectus has one wholly owned subsidiary viz. MOCPL. Our goal synchronizes with that of clients by offering out of the box solutions, within a regulated and compliant framework.

## Our Competitive Strength

- Qualified and Experienced Team
- Diversified Portfolio of Services offered
- Long-term relationships

## Our Strategy

- Expand our suite of software products and services
- Build a leadership team
- Strengthen the brand name
- Continue to attract and retain talent

For further details of “*Our Business*”, please refer page 92 of the Prospectus.

BOARD OF DIRECTORS		
Name	Designation	Qualification and Experience
<b>Mr. Jignesh Brijendra Mehta</b>	Managing Director and Chief Executive Officer	<b>Mr. Jignesh Brijendra Mehta</b> , is the Managing Director and Chief Executive Officer of our Company. He holds a bachelor’s degree in commerce from University of Mumbai. He is a qualified Chartered Accountant from the ICAI and also a qualified Cost and Works Accountant from the Institute of Cost and Works Accountants of India. He has work experience of more than 20 years particularly in the financial markets having served reputed organisations like National Stock Exchange of India Limited, J P Morgan Services (India) Private Limited, Bank of America Merrill Lynch, Newedge Broker (India) Private Limited, Societe Generale Securities India Private Limited, SG Securities Singapore Pte Ltd. (previously known as Newedge Financial Singapore Pte. Ltd), across various verticals in listed and over the counter products like cash equities, derivatives, currency, fixed income and swaps along the lifecycle of these products. He specialises in operations, risk management, client services, transaction processing, compliance and regulatory matters. He has been actively involved in the day-to-day operations and currently overseeing & controlling the overall administration and finance.
<b>Mr. Sagar Mansukhbhai Thanki</b>	Executive Director and Chief Financial Officer	<b>Mr. Sagar Mansukhbhai Thanki</b> , is an Executive Director and Chief Financial Officer of our Company. He holds a bachelor’s degree in commerce and a master’s degree in finance from Saurashtra University. He is a qualified Company Secretary from the ICSI. He is a certified financial manager from the Center for Financial Management (Banglore). He has passed NISM Series I: Currency Derivatives continuing Professional Education Program and NISM Series VIII: Equity Derivatives continuing Professional Education Program from the National Institute of Securities Markets. He also holds certification on Depository’s Operations Module from NSDL Certification in Depository Operations and certification on Capital Market’s Module from BSE Certification on Securities Markets. He is also a diploma holder in computer hardware and networking from ITECH Institute. He has work experience in the field of stock market ranging from registrations of members to the procedural work of initial public offer, corporate law matters being registrar of companies related matters and merger and acquisitions, accounting and finance, auditing, business management, taxation and return filings and also legal aspects of arbitration process, Intellectual Property Rights related work. He was previously associated as a compliance head for Pratham Investments, Tipsons Stock Brokers Private Limited, Relitrade Stock Broking Private Limited. He has also gained experience in Skyblue Finserv as a branch manager, KIFS Securities Limited as an arbitrageur, Paragon Investments Private Limited as a senior dealer.
<b>Mr. Binod Chandra Maharana</b>	Independent Director and Chairman	<b>Mr. Binod Chandra Maharana</b> , is an Independent Director and Chairman of our Company. He holds a bachelor’s degree in commerce (hons) from Berhampur University. He is a qualified Chartered Accountant from the ICAI and holds certificate of practise. He is currently designated as a senior partner of M/s S. Ramanand Aiyar & Co, for overseeing the Audit & Financial Services Divisions of the firm at Mumbai. He has more than 25 years of post-qualification experience and is proficient in dealing with statutory audits of large corporate, bank audits, internal audits of manufacturing and service sectors, internal and concurrent audit of financial institutions, He has experience of conducting business in Gulf and Middle East. In the past, he has acted in the capacity of a chief internal auditor and finance controller to M/S Al Ayad International LLC, Oman, belonging to Al Khwaja group company having business establishment at Oman, Dubai, Jordan, India, Egypt and US on various accounting and business issues. Prior to this, he was manager of M/s. K S Aiyar & Co.

<b>Ms. Priti Nigam Gandhi</b>	Independent Director	<b>Ms. Priti Nigam Gandhi</b> , is an Independent Director of our Company. She is a qualified Chartered Accountant from the ICAI and holds certificate of practise. She is also holds a certificate on International Taxation from the ICAI. She has been in practise for more than 11 years and has a varied experience in the feild of domestic taxation, international taxation, transfer pricing, due diligence and valuation of corporates and handling Companies Act compliances. She has previously been associated with Chartered Accountant firms viz. CNK & Associates LLP, Hiren P Shah & Associates and Kanu Doshi & Associates LLP.
<b>Mr. Shardul Jashwantlal Shah</b>	Non-Executive Director	<b>Mr. Shardul Jashwantlal Shah</b> , a Non-Executive Director of our Company, has been associated with our Company since October 01, 2011 as a Director. He holds a bachelor's degree in commerce from University of Mumbai. He is a qualified Chartered Accountant from the ICAI and holds certificate of practise. He is a qualified Certified Information Systems Auditor (CISA) from the Information Systems Audit and Control Association (ISACA - USA), DISA from ICAI. He has passed NISM RTA and NISM (Series VI- Depositories) from the National Insitutie of Securities Markets. He is also a Diploma holder in Cyber Law from Asican School of Law. Currently he is pursuing LLB from University of Mumbai. He has around 20 years post qualification work experience in the field of Statutory Audit, Concurrent and Revenue Audit of Banks, Tax Planning, System Audit and Financial Management. He is a Partner in Shah & Ramaiya, Chartered Accountant Partnership Firm since May, 2005.
<b>Mr. Ravi Vijay Ramaiya</b>	Non-Executive Director	<b>Mr. Ravi Vijay Ramaiya</b> , a Non-Executive Director of our Company. He has been associated with our Company since October 01, 2011 as a Director. He holds a bachelor's degree in commerce from University of Mumbai. He is a qualified Chartered Accountant from the ICAI and holds Certificate of Practise. He has qualified as a Certified Information Systems Auditor (CISA) from the Information Systems Audit and Control Association (ISACA), USA. He is a Diploma holder in Information System Audit from ICAI, Diploma holder in Business Management (DBM) from BSE College and Diploma holder in Cyber Law (DCL) from Government Law College. He is currently pursuing LLB from University of Mumbai. He has around 20 years experience in the field of system and technology implementation, operations and risk management, statutory audit, tax planning, litigation, system audit and financial management. Presently he is a Partner in Shah & Ramaiya, Chartered Accountant partnership firm. He had previously worked in the inspection and investigation department of the National Stock Exchange of India Limited and was associated with Mahadev Desai and Associates in the field of audit and assurance.

For further details of “*Our Management*”, please refer page 111 of the Prospectus.

#### OBJECTS OF THE ISSUE

The Issue includes a fresh Issue of 11,14,000 Equity Shares at an Issue Price of ₹135.00 per Equity Share.

The Objects of the Issue are:

- To finance development and/or procurement of technology, applications, software, infrastructure etc. including strategic acquisitions of Firms/Companies in the technology space to complement and enhance our Company's value proposition;
- To expand and retain our leadership team that will lead the Company into the next phase of growth;
- To acquire certain fixed assets;
- Repayment of bank facilities; and
- General corporate expenses

In addition to the aforementioned objects, our Company expects to receive the benefits of listing of the Equity Shares on the SME Exchange of BSE, including among things, enhancing the visibility of our brand and Company and retention of key personnel through the SecMark ESOP 2019.

#### Issue Proceeds and Net Proceeds:

The following table sets forth the details of Net Proceeds

Particulars	Amount (in Lakhs)
Gross Proceeds of the Fresh Issue	1,503.90
Less: Issue related expenses in relation to the Fresh Issue	104.00
<b>Net Proceeds</b>	<b>1,399.90</b>

For further details please refer chapter “*Object of the Issue*” beginning on page 70 of the Prospectus.

**Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years:**  
Not Applicable

**Name of monitoring agency, if any:** Not Applicable

**Terms of Issuance of Convertible Security, if any:** Not Applicable

PRE-ISSUE SHAREHOLDING			
Sr. No.	Particulars	Pre-Issue No. of Shares	% Holding of Pre-Issue
1.	Promoters	30,09,996*	100.00
2.	Promoter Group	4**	Negligible
	<b>Total</b>	<b>30,10,000</b>	<b>100.00</b>

\*out of 30,09,994 Equity Shares held by SHPL and 1 Equity Share each is held by Mr. Shardul Jashwantlal Shah and Mr. Ravi Vijay Ramaiya, as nominees on behalf of SHPL, who is the beneficial owner of such Equity Shares.

\*\*SHPL is the beneficial owner of this Equity Share

For further details please refer “*Capital Structure*” beginning on page 58 of the Prospectus.

**RESTATED CONSOLIDATED AUDITED KEY FINANCIALS**

(₹ in Lakh)

Particulars	For the period ended		
	31.03.2020	31.03.2019	31.03.2018
<b>Total Income from Operations (Net)</b>	574.74	389.99	329.33
<b>Net Profit/(Loss) before Tax</b>	158.32	134.22	118.31
<b>Net Profit/(Loss) after Tax</b>	<b>116.32</b>	<b>96.97</b>	<b>86.59</b>
<b>Equity Share Capital</b>	301.00	1.00	1.00
<b>Reserves &amp; Surplus</b>	120.34	304.02	206.85
<b>Net Worth</b>	421.34	305.02	207.85
<b>Face Value of Shares (₹)</b>	10.00	10.00	10.00
<b>Basic earnings per share (₹)</b>	3.86	3.22	2.88
<b>Diluted earnings per share (₹)</b>	3.83	3.22	2.88
<b>Return on Net Worth (%)</b>	27.61%	31.79%	41.66%
<b>Net Asset Value per share (₹)</b>	<b>14.00</b>	<b>10.13</b>	<b>6.91</b>

For further details, please refer Chapter “*Restated Consolidated Financial Statements*” beginning from page 140 of Prospectus.

**INTERNAL RISK FACTORS**

The below mentioned risks are top 10 risk factors as per the Prospectus (as listed in numerical order):

- 1) The continuing effect of the COVID-19 pandemic on our business and operations is highly uncertain and cannot be predicted.
- 2) Significant disruptions in our information technology systems or breaches of data security could adversely affect our business and reputation
- 3) Our clients are subject to several laws and regulations, and new laws or regulations or changes to existing laws or regulations could affect our clients and, in turn, adversely affect our business and results of operations.
- 4) Substantial portion of our revenues are dependent on few customers and the loss of, or a significant reduction of one or more such customers could adversely affect our financial performance.
- 5) Employee fraud or misconduct could harm us by impairing our ability to attract and retain clients and subject us to significant legal liability and reputational harm.
- 6) Our inability to effectively manage our growth or to successfully implement our business plan and growth strategy could have an adverse effect on our business, results of operations and financial condition.
- 7) If we are unable to respond to the demands of our existing and new clients, or adapt to technological changes or advances, our business and growth could be adversely affected.
- 8) We face intense competition in our businesses, which may limit our growth and prospects.
- 9) We are dependent on a number of Key Managerial Personnel and our senior management, and the loss of, or our inability to attract or retain such persons could adversely affect our business, results of operations and financial condition.
- 10) Our operations could be adversely affected by strikes or increased wage demands by our employees or any other kind of disputes with our employees.

**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

For further details please refer the section titled “*Risk Factors*” on page 23 of our Prospectus.

**Total number of outstanding litigations against the company and amount involved: NIL**

**Brief details of top 5 material outstanding litigations against the company and amount involved: NIL**

**Regulatory action, if any – disciplinary action taken by SEBI or stock exchange against the company/promoters in last 5 financial years: NIL**

**Brief details of outstanding criminal proceedings against the promoters: NIL**

For further details of “*Outstanding Litigations and Material Developments*” please refer page 210 of the Prospectus.

**ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / ISSUER**

NIL

**DECLARATION BY THE COMPANY**

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

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