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VALUATION ANALYSIS
ABC LIMITED

CORPORATE PROFESSIONALS VALUATION SERVICES PRIVATE LIMITED

IBBI REGISTERED VALUER ENTITY

03rd January 2026
Strictly Private & Confidential

To,
Board of Directors
ABC Limited
Plot No. B-2/6 & 2/7, UPSIDC Industrial Area,
Sandila Phase IV, Hardoi, Uttar Pradesh, 241204

Ref. No.: CPV/RV/2025-26/…..

Subject – Valuation Analysis of Equity Shares of ABC Limited ("Company") as per SEBI (ICDR) Regulations for the issuance of shares and securities.

Dear Sir/Ma'am,

This Valuation Report has been prepared by **Corporate Professionals Valuation Services Private Limited** ("Valuer" or "We"), an **IBBI Registered Valuer Entity**, appointed by **ABC Limited** ("Client" or "Company") for the purpose of determining the fair value of the Company's equity shares in connection with the proposed preferential allotment of shares and securities to identified allottees. The valuation has been conducted as on **30th September 2025** ("Valuation Date") based on the financial statements and other relevant information of the Company available as of that date. The primary objective of this exercise is to determine the Fair Market Value (FMV) of the equity shares of the Company in accordance with the provisions of the **Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018**, as amended, and other applicable laws and valuation standards in force in India.

This report has been prepared in compliance with the **Companies Act, 2013**, the **Companies (Registered Valuers and Valuation) Rules, 2017**, and the applicable **Valuation Standards issued by The Institute of Chartered Accountants of India (ICAI)**, read with the **International Valuation Standards (IVS)** issued by the **International Valuation Standards Council (IVSC)**. The engagement was limited solely to determining the fair value of the Company's shares for the above-stated purpose and does not constitute an audit, assurance, or attestation engagement as defined by any professional or regulatory authority. Accordingly, no opinion is expressed on the accuracy or completeness of the information provided, nor has any verification of the underlying data been undertaken beyond the scope of this engagement.

The analysis, findings, and conclusions contained in this report are based on information, data, and representations provided by the Management, as well as other publicly available or independently obtained information that we considered appropriate and reliable. The financial projections, assumptions, and estimates supplied by the Management have been relied upon in good faith as reflecting their best assessment of the Company's expected future performance. It is, however, emphasized that these projections are inherently uncertain and subject to variation depending upon future economic and business conditions. The Valuer has not conducted an independent verification of such forecasts and therefore does not provide any assurance that the results so projected will be achieved.

The valuation represents our professional judgment as of the Valuation Date, taking into account the data and circumstances then prevailing. It must be understood that valuation is not an exact science and is subject to varying interpretations and professional assumptions. Differences in assumptions or methodologies may lead to results that differ from those set forth in this report. The values concluded herein are considered reasonable and defensible within the framework of the information available and the purpose of the valuation.

Based on our analysis and application of appropriate valuation methodologies, the fair value of the **equity shares of the Company**, having a face value of ₹10 each, has been determined at:

Particulars	Amount (In INR)
Value per share	INR 61.02

This conclusion is the outcome of a considered evaluation of the financial performance, projections, and underlying assumptions adopted by the Management and reviewed by the Valuer for reasonableness.

In conducting this valuation, due care and diligence have been exercised, and the approaches adopted are consistent with internationally accepted valuation methodologies. The selection of the appropriate methods was guided by the purpose of the valuation, the nature of the subject company, the availability and reliability of financial and operational data, and the relevance of the approach to the Company's business environment. The valuation methods and assumptions used are in conformity with the Valuation Standards issued by ICAI and the International Valuation Standards issued by IVSC and are consistent with professional best practices recognized globally.
The conclusions expressed in this report are based on the professional judgment of the Valuer as of the Valuation Date and are subject to the limitations and qualifications described herein. Any subsequent developments or events occurring after the Valuation Date may materially affect the results of this valuation, and the Valuer does not undertake any obligation to update, revise, or reaffirm these conclusions in light of such future events or circumstances.

This report is intended solely for the use of the Client for the specific purpose stated above. It should not be reproduced, distributed, or referred to, in whole or in part, for any other purpose without the prior written consent of the Valuer. Any unauthorized use, disclosure, or reliance on this report or its contents for purposes other than those for which it was prepared shall be at the sole risk and responsibility of the user, and the Valuer expressly disclaims any liability arising therefrom.

Thank You
For Corporate Professionals Valuation Services Private Limited
IBBI Registration No. IBBI/RV-E/02/2019/106

Date: XX XXXX 2025
Place: New Delhi

Mr. Sanchit Vijay | Director
IBBI Registered Valuer, Chartered Accountant
Registration No.: IBBI/RV/06/2021/14511

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Abbreviations for Valuation

Key terms and abbreviations used throughout this report

Purpose: This section provides a consolidated list of valuation-related abbreviations to ensure clarity, consistency, and ease of reference.

- Financial and technical abbreviations
- Valuation methodology abbreviations
- Industry and regulatory terms

ABBREVIATIONS FOR VALUATION

Abbreviations	Full Forms
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortization
EBIT	Earnings before Interest and Tax
PBT	Profit Before Tax
PAT	Profit After Tax
COGS	Cost of Goods Sold
EV	Enterprise Value
FY	Financial Year
FV	Fair Value
INR	Indian Rupee
Ke	Cost of Equity
Kd	Cost of Debt
WACC	Weighted Average Cost of Capital
Management	Management of the Company
LOE	Letter of Engagement
Mn	Million
NCWC	Non-Cash Working Capital
P&L	Profit and Loss Account
PV	Present Value
R(f)	Risk Free Rate
R(m)	Market Rate of Return
TTM	Trailing Twelve Months
YTD	Year to Date
Capex	Capital Expenditure
CAGR	Compounded Annual Growth Rate
Approx	Approximately
CAPM	Capital Asset Pricing Model
Opex	Operating Expenditure

Purpose of Valuation

Objective and Regulatory Context of the Valuation Exercise

Purpose: This section outlines the objective of the valuation engagement, the regulatory framework under which the valuation has been undertaken, and the authority appointing the valuer. It explains the commercial and statutory context necessitating the valuation and defines the intended use of the valuation conclusions.

- Background and rationale for undertaking the valuation
- Intended purpose and use of the valuation report
- Applicable regulatory provisions governing the valuation
- Identification of the appointing authority
- Role and appointment of the independent valuer

PURPOSE OF VALUATION

PURPOSE OF VALUATION AND APPOINTING AUTHORITY

Based on the discussions held with the management of the Company, we understand that the Company proposes to undertake a preferential allotment of equity shares to certain investor(s).

In accordance with the provisions of Regulation 166A read with Regulation 164 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations"), any preferential issue that results in a change in control or an allotment of more than 5% of the post-issue fully diluted share capital of the issuer to the allottee(s) acting in concert, requires a valuation by an independent Registered Valuer for the purpose of determining the issue price, in addition to the market price determination.

Accordingly, Corporate Professionals Valuation Services Private Limited, being a Registered Valuer Entity, has been appointed by the Company vide engagement letter dated [●] 2025 to determine the fair value of the equity shares of the Company in compliance with the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018.

IDENTITY OF CLIENT AND OTHER INTENDED USERS

ABC Limited
Address: Plot No. B-18/6 & 27/7, UPSADC Industrial Area,
Noida, Uttar Pradesh – 241204
CIN: L11034UP1965PLC011026
Nature of Business: Manufacturer of Liquor
Industry: Liquor

Company Logo

IDENTITY OF VALUER AND OTHER EXPERTS

Corporate Professionals Valuation Services Private Limited
Address: D38, South Extension Part 1, Delhi, 110049
Professional Qualification: Registered Valuer (IBBI)
Registration No: IBBI/RV-E/02/2019/106
Category of Valuation:
Contact Details:

KEY ENGAGEMENT AND VALUATION DETAILS

Date of Appointment – 24th August 2025 (As per Engagement Letter)
Valuation Date – Based on 30th September 2025 Financials
Date of Report – 03rd October 2025
Base Value - Fair Value
Valuation Currency – INR

Source of Information

Data and Documentation relied upon

Purpose: This section outlines all information reviewed and relied upon in performing the valuation.

- Information provided by the company
- Publicly available data
- Independent Research Inputs
- Management Representations
- Historical Data of the company

SOURCES OF INFORMATION

In carrying out this valuation exercise, we have relied upon information, explanations, and representations provided by the management of the Company, along with data obtained from publicly available sources. The information reviewed has been assumed to be true, correct, and complete for the purpose of this valuation. The principal sources of information considered are summarised below:

1. Management Discussions

- Discussions with the Key Managerial Personnel (KMPs) and relevant management personnel to understand the Company's business model, operations, revenue streams, cost structure, growth strategy, and future outlook.
- Clarifications on historical performance, key risks, business plans, and assumptions underlying the financial projections.

2. Historical Financial Information

- Provisional Profit and Loss Statement for the period ended 30th September 2025, reviewed to analyse revenue trends, operating performance, and profitability.
- Provisional Balance Sheet as of 30th September 2025, reviewed to understand the Company's financial position, asset base, capital structure, and working capital profile.

3. Financial Projections

- Management-certified financial projections of the Company for the period from 01st October 2025 to 31st March 2030, including projected revenues, expenses, profitability, capital expenditure, and working capital requirements.
- Discussions with management to understand the assumptions, growth drivers, and business plans supporting these projections.

4. Industry and Market Data

- Industry, market, and comparable company information obtained from the Capitaline Database.
- Other publicly available sources used to understand industry trends, competitive landscape, and market conditions relevant to the Company.

5. Management Representations

- Written and oral representations provided by management regarding the accuracy, completeness, and reliability of the information and documents made available.
- Confirmations relating to the absence of undisclosed liabilities and material changes not disclosed to us.

It is clarified that we have not independently audited or verified the information provided and have relied on management representations and publicly available data for the purpose of this valuation.

Extent of Investigation

Scope and Depth of Review

Purpose: This section describes the level of review performed in accordance with accepted valuation practices.

- Nature of analyses conducted
- Procedures undertaken
- Reliance on management information
- Limitations or exclusions

EXTENT OF THE INVESTIGATION UNDERTAKEN

While performing the valuation, we have exercised due professional care, diligence, and judgment, and have applied appropriate discount rates commensurate with the risk profile of the business plan. However, it is expressly clarified that our engagement does not constitute an audit, review, or verification of the financial statements or any other information in accordance with statutory or auditing standards.

The valuation analysis is based solely on the historical and projected financial information (including the Profit & Loss Account and Balance Sheet) and other data and explanations furnished by the management. We have not independently verified the accuracy or completeness of such information and have relied upon representations made by the management that the data provided are true, correct, and prepared with due care, and that the projections represent their best estimates of future performance of the Company.

It may be noted that actual results may vary materially from the projections, and we assume no responsibility or liability for such variations or for the realization of the projected financial results.

DISCLOSURE OF CONFLICT OF INTEREST

We, **Corporate Professionals Valuation Services Private Limited**, hereby declare that neither the firm nor any of its partners, directors, employees, or associates have any direct or indirect interest, financial or otherwise, in **ABC Limited.**

We further confirm that there exists no conflict of interest with respect to our appointment for this engagement, and that we have no present or prospective interest in the Subject Company or the outcome of this valuation. The valuation has been conducted with complete independence, objectivity, and professional judgment, in accordance with the applicable laws and valuation standards

Industry & Company Assessment

Overview of the Industry and company with its directors and the shareholding pattern

Purpose: This section provides a comprehensive overview of both the industry landscape and the subject company, enabling a clear understanding of the market environment, competitive positioning, and the company's legal, operational, and governance framework. It establishes the foundation for the valuation analysis by integrating key industry dynamics with essential organisational, statutory, and leadership insights.

- Industry overview and market dynamics
- Competitive landscape and key trends
- Company overview and business operations
- Board of Directors and management profile
- Shareholding pattern and ownership structure

INDUSTRY OVERVIEW

The following section provides a factual overview of the Indian power sector and the macro-economic environment as at the valuation date of 16th March 2022. Given that Jindal India Powertech Limited (JIPL) derives all of its value substantially from its equity investment in Jindal India Thermal Power Limited (JITPL), a coal-based thermal power company, the sectoral and macro factors described below are directly relevant to the valuation of JIPL and, consequently, to the fair value of the Instruments being valued.

India Power Sector

India is the third-largest producer and consumer of electricity in the world. As at 31st March, 2022, India's total installed generation capacity stood at 3,99,496 MW (approximately 399.5 GW), as reported by the Central Electricity Authority (CEA). Of this, Renewable Energy Sources excluding large hydro accounted for 1,09,885 MW (27.5%), with wind energy alone at 40,358 MW being the largest renewable component. Coal and thermal capacity remained the dominant source of electricity generation in the country.

Source	Installed Capacity (in MW)	% Share (approx.)
Coal + Lignite (Thermal)	2,03,000	50.80%
Gas + Oil (Thermal)	26,000	6.50%
Nuclear	6,780	1.70%
Large Hydro	46,900	11.70%
Wind	40,358	10.10%
Solar + Other RE	69,500	17.40%
Small Hydro + Biomass + Waste	6,900	1.70%
TOTAL	**3,99,496**	**100%**

Source: Central Electricity Authority (CEA); IEA Wind TCP India Country Report. Thermal sub-components are approximate.

Plant Load Factor (PLF)

The Plant Load Factor (PLF) is the key operational efficiency metric for thermal power plants, representing actual generation as a percentage of maximum possible generation. The Ministry of Power's official 'Power Sector at a Glance' data (sourced from CEA) confirms the following all-India PLF trend for coal and lignite-based plants:

Financial Year	All-India PLF, Coal & Lignite (%)	Central Sector (%)	State Sector (%)	Private Sector (%)
FY2018-19	61.07%	72.64%	57.81%	55.24%
FY2019-20	55.99%	64.21%	50.24%	54.64%
FY2020-21	54.51%	63.40%	46.23%	54.66%
FY2021-22	**58.87%**	**69.71%**	**54.50%**	**53.62%**

Source: Ministry of Power, Government of India, 'Power Sector at a Glance ALL INDIA' (CEA data). FY2021-22 covers the 12 months ending 31st March 2022.

Electricity Generation and Demand, FY2021-22

The government's official 'Power Sector at a Glance' data confirms that total electricity generation in India for FY2021-22 was 1,491.859 billion Units (BU), representing a growth of 7.96% over FY2020-21 (1,381.855 BU). FY2020-21 had recorded a rare decline of 0.52% due to the COVID-19 pandemic. The sharp FY2022 recovery was driven by industrial re-opening, pent-up demand, and seasonal cooling load.

On the demand side, the peak demand met in FY2021-22 was 2,00,539 MW (200.5 GW) against a peak demand requirement of 2,03,014 MW, leaving a peak deficit of 2,475 MW (1.2%). The record peak demand of 200.5 GW was achieved on 7th July 2021, surpassing all prior records at that time. This strong demand trajectory was a positive demand-side signal for coal-based generation assets.
Source: Ministry of Power, Government of India, 'Power Sector at a Glance ALL INDIA', CEA data.

The Coal Supply Crisis (From September 2021 to October 2021)

The period immediately preceding the valuation date was defined by a severe coal supply crisis, arguably the most material near-term risk for coal-based thermal power generators in India. The key verified facts are as follows:

- By the end of September 2021, coal stocks at power plants across India had fallen to approximately 8 million tonnes (MT). This further declined to 7.2–7.3 MT (sufficient for only approximately 4 days of coal burn) by early October 2021, against a normative CEA requirement of 15–30 days depending on distance from mines.
- As at 7th October 2021, out of 135 thermal power plants monitored by CEA (with combined capacity of over 165 GW): 16 plants (16.9 GW capacity) had zero days of coal stock; 30 plants (37.4 GW) had one day; 18 plants (23.5 GW) had two days; and 19 plants (29.1 GW) had three days. In total, 77.4 GW of monitored capacity reported shortage from Coal India Limited's subsidiaries as the primary cause.
- Approximately 115 out of 135 CEA-monitored plants were at below-normal stock levels as at 10th October 2021. Roughly 11 GW of capacity faced outages directly attributable to low coal stocks at the worst point.
- The crisis was triggered by a combination of: the post-pandemic surge in electricity demand (energy demand grew 8% YoY in FY2022); stagnant Coal India Limited (CIL) production in the April–August 2021 period (approximately 41–43 MT per month, compared to 80 MT in March); disruptions from the monsoon season; and a global coal price spike , international thermal coal prices surged from approximately USD 60/tonne in early 2021 to over USD 200/tonne by October 2021 (Australian coal breaching USD 203/tonne on 1st October 2021), making emergency imports prohibitively expensive.

The Russia-Ukraine conflict, which commenced on 24th February 2022, sent a fresh and severe shock to global commodity markets. International coal prices, already elevated, surged further to approximately USD 260–300/tonne by mid-March 2022, significantly raising the cost of imported coal blending. This directly impacted on the operating economics of thermal power plants with imported coal exposure.

Sources: Centre for Research on Energy and Clean Air (CREA); CEA daily coal stock reports; S&P Global Commodity Insights; Fortune (Oct 2021); Business Today (Oct 2021).

COMPANY ASSESSMENT

ABC Limited is a BSE listed entity incorporated on 02 August 1989 having CIN L11034UP1965PLC011026. Registered address of the company is Plot No. B-18/6 & 27/7, UPSADC Industrial Area, Noida, Uttar Pradesh – 241204. The Company has an exclusive manufacturing tie- up with Diageo for manufacturing their brands in the state of Uttar Pradesh. The Company is also selling Uttar Pradesh made Liquor (UPML) under its brand “PQR” and “XYZ”. ABC Limited sells its products under the brand name of EFG & Mr. IJKL and "PQR".

Source: MCA Data

Directors Details:

Sr. No	DIN/PAN	Name	Designation
1	09008061	Arun Kumar Sharma	Whole-time director
2	07500944	Vishal Singh Bhadauria	Director
3	08728701	Seema Sharma	Director
4	01014176	Sanjay Jain	Director
5	*****2100M	Kanishka Jain	Company Secretary
6	*****2846C	Mayank Gupta	CFO
7	10749725	Vivek Singh Khichar	Director
8	10063284	Vyom Goel	Director

Shareholding Pattern and Major Shareholding:

Name of Shareholders	% Holding
Anita Gupta	6.34%
Five Roses Projects Private Limited	7.31%
Som Credinvest Private Limited	8.64%
Agarni Leasing and Finance Private Limited	6.59%
Hallow Securities Private Limited	6.28%

Valuation Methodologies

Approaches considered for Valuation

Purpose: This section explains the recognised valuation approaches considered and the rationale for selecting the applied methodology.

- Income Approach
- Market Approach
- Cost Approach

VALUATION METHODOLOGIES

This valuation has been prepared in accordance with the International Valuation Standards (IVS) issued by the International Valuation Standards Council (IVSC). IVS provides a globally recognised framework designed to enhance the transparency, consistency, and reliability of valuation opinions. The standards set out the core principles for valuation, including clear definitions of bases of value, generally accepted approaches and methodologies, and requirements for scope, data verification, assumptions, and reporting. Adhering to IVS ensures that the valuation process is conducted with professional competence, independence, and ethical rigour, and that the conclusions presented are aligned with internationally accepted best practices.

Valuation Approaches Considered

In accordance with **IVS 105**, the following valuation approaches were considered:

1. **Cost Approach** – Values the asset based on the cost required to replace or reproduce the asset, adjusted for depreciation and obsolescence.
2. **Market Approach** – Values the asset by reference to market-based evidence involving comparable transactions.
3. **Income Approach** – Values the asset based on the present value of expected future economic benefits.

In line with these internationally accepted principles, the three fundamental valuation approaches—**Income Approach**, **Market Approach**, and **Cost Approach**—have been duly considered. Each approach has been evaluated with regard to the characteristics of the asset, the purpose and context of the engagement, and the quality and availability of relevant data. After assessing the relative merits and limitations of each approach, the method adopted in this report is considered the most appropriate and defensible for deriving a reliable estimate of value. The resulting conclusion reflects a balanced application of professional judgment, supported by observable data, reasonable assumptions, and sound valuation practice. This ensures that the value presented is robust, credible, and aligned with internationally accepted valuation expectations.

1. COST APPROACH:

The Asset (Asset-Based) Approach to valuation determines the value of a business or an asset by reference to the underlying assets owned and liabilities assumed by the entity as of the valuation date. Under this approach, value is derived based on the fair value of the assets after considering appropriate adjustments for depreciation, obsolescence, and realizability, and after deducting the fair value of outstanding liabilities. This approach reflects the economic principle that the value of a business is supported by the value of its net underlying assets.

The Asset Approach is generally considered appropriate in cases where the business is asset-intensive, newly established, not generating stable cash flows, or where the valuation is being undertaken for purposes such as liquidation, restructuring, or financial reporting. However, this approach has inherent limitations, as it may not adequately capture future earning potential, growth prospects, or the value of intangible assets. Accordingly, the applicability and weight assigned to this approach depend on the specific facts and circumstances of the valuation assignment.

Replacement Cost Method	This method determines the value based on the cost it would take to replace the asset with a similar one at current prices. Depreciation and wear and tear are then deducted to arrive at the current value.
Net Value Method	This method values a business based on the value of its assets on the balance sheet, minus its liabilities. It is often used as a conservative valuation approach, particularly for asset-heavy businesses like real estate or manufacturing.
Reproduction Cost Method	Similar to replacement cost, but instead of replacing the asset with a modern equivalent, it calculates the cost of reproducing the asset in its exact form. This is typically used for specialized or unique asset.
Liquidation Value Method	This approach estimates the net amount that could be obtained if the business's assets were sold off in a quick liquidation process, often used in distress situations.

2. MARKET APPROACH:

The Market Approach estimates the value of the subject company by reference to observed prices and valuation multiples of comparable companies or comparable transactions available in the market. Under this approach, financial metrics such as revenue, EBITDA, EBIT, or net income of the subject company are analysed and appropriate valuation multiples derived from publicly traded peer companies or precedent transactions are applied. The selection of comparable companies and transactions is based on similarities in business model, industry, scale of operations, growth profile, and risk characteristics.

This approach reflects prevailing market perceptions and investor expectations, as it is grounded in actual market pricing of similar businesses under arm's length conditions. It provides an indication of value that aligns with how market participants assess and price comparable enterprises at a given point in time. The Market Approach is particularly useful when there is sufficient, reliable, and relevant market data available and when the subject company operates in an industry with active trading or recent comparable transactions.

Comparable Company Analysis (CCA)	This method compares the target company to a set of publicly traded companies in the same industry or with similar financial metrics. Key financial ratios such as Price-to-Earnings (P/E), Price-to-Sales (P/S), and EV/EBITDA are used to derive the value.
Precedent Transaction Multiples	This approach involves identifying and analyzing historical transactions (mergers, acquisitions, buyouts) of comparable companies and using multiples derived from those transactions to estimate the target company's value.
Market Price Method	For publicly traded companies, this method values a company based on the stock market price. It reflects the company's perceived value based on current market conditions.

3. INCOME APPROACH:

The Income Approach determines the value of a business based on the economic benefits it is expected to generate over its remaining useful life. Under this approach, future cash flows or earnings attributable to the business are estimated based on its business plan, operating performance, and growth expectations, and are then discounted to their present value using an appropriate discount rate that reflects the time value of money and the risks inherent in achieving such cash flows.

This approach explicitly considers the timing, magnitude, and risk profile of expected future benefits and is therefore particularly relevant for valuing going-concern entities with stable or reasonably predictable cash flows. It captures the business's ability to generate returns for its investors and aligns valuation with forward-looking financial performance rather than historical results.

The most commonly applied method under the Income Approach is the Discounted Cash Flow (DCF) method, which involves projecting free cash flows over an explicit forecast period and estimating a terminal value to capture cash flows beyond the forecast horizon. The present value of these projected cash flows represents the value of the business under this approach.

Discounted Cash Flow Method	This method estimates the future free cash flows of a business or asset and discounts them back to the present value using an appropriate discount rate (usually the weighted average cost of capital, or WACC). DCF is widely used for valuing companies, projects, or long-term investments.
Residual Income Method	This approach values a business based on the net income generated after deducting the opportunity cost of equity capital (residual income). It is useful for companies with strong intangible assets or irregular earnings.

Valuation Procedures & Analysis

Steps followed in Valuation Execution

Purpose: This section details the procedures, assumptions, and analytical steps undertaken for the valuation.

- Data validation and review
- Analytical procedures
- Key assumptions
- Computation flow

VALUATION PROCEDURES – BASIS FOR ADOPTING APPROACH

Net Asset Value Method: In the present case, the Company operates in the construction industry, where business performance and enterprise value are primarily driven by project-level cash flows, execution timelines, order book visibility, and overall project profitability rather than standalone balance sheet metrics. The nature of the industry involves long project cycles, milestone-based revenue recognition, and significant working capital movements, which may not be adequately captured through this methodology. Accordingly, this methodology does not appropriately capture the operational and financial dynamics of the Company. **Therefore, it was considered appropriate to disregard this methodology for the purpose of the valuation exercise.**

Comparable Companies Multiples Method: This methodology **has not been applied** due to its inherent limitations, including a high degree of reliance on the selection of comparable companies, chosen valuation multiples, and the various adjustments and assumptions applied. Such an approach may be influenced by prevailing market conditions and may not accurately reflect the Company's intrinsic value, particularly in periods of market overvaluation or undervaluation. Further, this method does not adequately capture the Company's future growth prospects, competitive strengths, or potential synergies. **Accordingly, it provides only a partial view of value and was therefore not considered appropriate for the present valuation exercise.**

Discounted Cash Flow Method: The Enterprise Value of the Company has been determined based on its projected future net cash flows, which are derived in line with the Company's business plan and expected operational performance. This approach adopts a forward-looking perspective and is considered appropriate as it captures the Company's anticipated financial outcomes over the forecast period. The valuation reflects management's projections, underlying assumptions, and the overall business outlook of the Company. **Subsequently, the Equity Value has been arrived at by appropriately adjusting the Enterprise Value for the Company's investments, outstanding debt, and cash and cash equivalents as of the valuation date.**

VALUATION ANALYSIS

Fair Value of the Company:

Fair Value of ABC Limited				
				All Amount INR
Approach Applied	Methodology Applied	Weight	Equity Value per Share	Weighted Average Equity Value per Share
A. Cost Approach	Net Asset Value	0%	5.96	-
B. Market Approach	90D-10D Trading Days	50%	97.86	48.93
C. Income Approach	Discounted Cash Flow	50%	65.29	32.65
Weighted Average Equity Value per Share				81.58

The fair value of the equity shares of ABC Limited has been determined by adopting a multi-approach framework, incorporating the Cost Approach, Market Approach, and Income Approach, to ensure a comprehensive assessment of the Company's value.

Under the Asset Approach, the Net Asset Value (NAV) Method was applied, wherein the valuation was based on the adjusted book value of the Company's assets and liabilities as per the latest available financials. However, considering the nature of the business and its future earnings potential, no weight has been assigned to this approach in determining the final fair value.

Under the Market Approach, the Comparable Companies Multiple (CCM) Method was adopted, applying an appropriate EV/EBITDA multiple derived from peer companies operating in similar industries and market conditions. This method resulted in an equity value of INR 33,113.04 million, to which a 50% weight has been assigned.

Under the Income Approach, the Discounted Cash Flow (DCF) Method was applied, wherein the value was derived based on the present value of future Free Cash Flows to the Firm (FCFF) projected from July 01, 2025, to March 31, 2030, along with a terminal value computed using the Gordon Growth Model at a perpetual growth rate of 5%. This approach yielded an equity value of INR 29,709.49 million, which has also been assigned a 50% weight in the final valuation.

Conclusion:

By applying the assigned weights to the respective methods, the Weighted Average Equity Value of the Company has been arrived at **INR 31,411.26 million** as on September 30, 2025. Based on the total **13,00,00,000** equity shares outstanding, the fair value per equity share of ABC Limited is determined at **INR 81.58** per share as on the Valuation Date.

A. Net Asset Value (NAV):

Computation of Equity Value as on 30th September 2025

ABC Limited	
Particulars	**All Amount INR Million**
Equity Share Capital	1,300.00
Reserves and Surplus	5,415.69
Net Asset Value as on 31.12.2024	**6,715.69**
Appreciation of Investment	-
Adjusted Net worth	**6,715.69**

			Amount (INR Million)
Particular	**Book Value**	**Fair Value**	**Appreciation / (Diminution)**
Investment Property	13.54	13.54	-
Freehold Land	25.06	25.06	-
Leasehold Land	1.47	1.47	-
Building	325.06	325.06	-
Investments	4.91	4.91	-
Total	**370.04**	**370.04**	**-**

Under the Net Asset Value (NAV) Method, the valuation of the Company has been determined based on the underlying book value of its assets and liabilities as per the latest available financial statements. Appropriate adjustments have been made to reflect the fair value of assets and liabilities, including any identified appreciation or diminution in the value of investments and other material assets, wherever applicable. This ensures that the computed NAV captures the true economic worth of the Company's underlying resources. Accordingly, the resulting adjusted net worth represents the fair value of the equity of the Company under the Net Asset Value approach.

Valuation Outcome:

Based on our analysis of the Company, the fair value from the Net Asset Value (NAV) method determined at INR 6,715.69 million and the fair value per equity share is INR XXX/- as on 30th September 2025.

B. Comparable Companies Multiples (CCM):

Computation of Equity Value as on 30th September 2025

ABC Limited	
Particulars	**Amount (INR Million)**
EBITDA for the period ended 30.09.2025	588.29
Industry Multiple (Peers)	19.48
Discount for Lack of Marketability (DLOM)	15%
Industry Multiple (Peers) after Discount	16.55
Enterprise Value as on 30.09.2025	**9,738.34**
Add: Cash and Cash Equivalents	9,151.18
Add: Bank Balance	14,486.46
Add: Deferred Tax Asset	2,041.45
Add: Investments	4.91
Less: Borrowings	2,213.17
Less: Lease Liability	56.40
Less: Minority Interest	39.73
Adjusted Equity Value as on 30.09.2025	**33,113.04**

Under the Comparable Companies Multiple (CCM) Method, the valuation of the Company has been determined by benchmarking it against comparable listed entities engaged in similar lines of business, operating within comparable scales and market dynamics. The EV/EBITDA multiple has been identified as the most appropriate valuation metric, as it effectively captures the operational performance of the business while neutralising differences arising from capital structure and taxation. The representative EV/EBITDA multiple derived from the peer set has been applied to the normalised EBITDA of the Company to arrive at its Enterprise Value. Thereafter, appropriate adjustments have been made for net debt, non-operating assets, and other relevant items to derive the fair equity value of the Company under this method.

Valuation Outcome:

Based on our analysis of the Company, the fair value from the Comparable Companies Multiple (CCM) method is determined at INR 33,113.04 million and the fair value per equity share is INR XXX/- as on 30th September 2025.

C. Discounted Cash Flow (DCF):

Computation of Equity Value as on 30th September 2025

Discounted Free Cash Flow Analysis (DFCF) Working:

Discounted Cash Flow Analysis-ABC Limited						
WACC:	**18.81%**	**Amount In INR Million**				
GROWTH RATE:	**5.00%**					
FY	**2026 (9M)**	**2027**	**2028**	**2029**	**2030**	**Terminal**
PARTICULARS						
Revenue	**2,991.54**	**5,551.21**	**6,195.48**	**6,955.86**	**7,400.07**	
Other Income	**10.26**	**3.70**	**25.44**	**36.11**	**32.89**	
PBT (Excluding Other Income)	385.11	515.47	723.42	842.37	847.14	
Less: Direct Taxes Paid	96.92	129.73	182.07	212.01	213.21	
PAT (Excluding Other Income)	**288.18**	**385.74**	**541.35**	**630.36**	**633.93**	
Add: Depreciation	72.04	122.02	122.02	122.02	183.00	
Less: Capital Expenditure	850.47	304.00	66.00	120.00	425.00	
Add: Interest (Post Tax)	4.79	37.04	40.71	27.78	33.67	
Less: Non-Cash Working Capital	67.13	139.18	268.47	199.85	323.02	
Free Cash Flows	**(552.59)**	**101.61**	**369.61**	**460.31**	**102.59**	**3,099.65**
Discounting Factor (Mid-Year Discounting)	0.94	0.81	0.68	0.57	0.48	0.48
Present Value of Cash Flow	**(518.01)**	**81.92**	**250.81**	**262.91**	**49.32**	**1,490.17**
Enterprise Value	**1,617.13**					
Add: Cash and Cash Equivalents as on 30.09.2025	0.81					
Less: Sanctioned Loan as on 30.09.2025	180.34					
Equity Value	**1,437.60**					
Number of Equity Shares	**2,35,60,000**					
Value per Equity Share (INR)	**61.02**					

Under the Discounted Cash Flow (DCF) Method, the valuation of the Company has been determined by estimating the present value of its future Free Cash Flows to the Firm (FCFF). For the purpose of this equity valuation, we have relied upon the financial projections provided by the management for the period commencing from July 01, 2025, to March 31, 2030. These projected cash flows have been discounted to their present value using an appropriate Weighted Average Cost of Capital (WACC), which reflects the overall risk-return profile of the business and industry. To capture the value beyond the explicit projection period, a Terminal Value has been computed using the Gordon Growth Model by extrapolating the adjusted free cash flows of the final projected year at a perpetual growth rate of 5%. The sum of the present value of the forecast period cash flows and the terminal value represents the Enterprise Value of the Company, from which net debt and other relevant adjustments have been made to derive the fair equity value under the DCF approach.

Valuation Outcome:

Based on our analysis of the Company, the fair value from Discounted Cash Flow (DCF) method is determined at INR 1437.60 million and the fair value per equity share is INR 61.02/- as on 30th September 2025.

Caveats

Limitations, and Disclaimers

Purpose: This section outlines the limitations and disclaimers applicable to the valuation conclusion.

- Data limitations
- Forward-looking uncertainties
- Reliance on management inputs

CAVEATS

- This Valuation Report has been prepared at the specific request of the Company for the purpose of determining the Equity Value of the Company as of the valuation date specified herein. The Report is intended solely for the stated purpose and must not be copied, reproduced, disclosed, or circulated to any third party, or referred to in correspondence or discussions, without the prior written consent of Corporate Professionals Valuation Services Private Limited. Neither the Report nor its contents may be used for any other purpose, including investment, financing, or legal advice, without such consent.

- The valuation analysis contained herein is based entirely on information provided by the management of the Company, including written, verbal, and publicly available information. While we have exercised due professional care and judgment in reviewing such information, we do not assume responsibility for the accuracy, completeness, or reliability of any data or representations made by the management or other sources. The conclusions expressed herein are formed solely on the basis of the information provided at the time of the valuation, and the Valuer has not independently verified such information beyond the scope of this engagement.

- No consideration has been given to liens, encumbrances, legal claims, or regulatory compliance matters, beyond the loans and liabilities disclosed in the financial statements provided. The Valuer assumes no responsibility for matters of a legal, regulatory, or statutory nature, including the enforceability or validity of contracts, rights, or obligations of the Company. Users of this Report are advised to seek independent legal, tax, and regulatory advice where necessary.

- This Report does not examine or evaluate the underlying business strategy, commercial rationale, or benefits of any proposed or contemplated transaction. We do not provide any opinion or recommendation regarding the merits, suitability, or advisability of entering into any transaction. Shareholders, investors, and other stakeholders are expected to exercise their own independent judgment and discretion in making decisions based on this Report.

- The Valuation Analysis and conclusions provided herein relate exclusively to the valuation date stated in the Report. This Report cannot be relied upon for any other date, and the Valuer assumes no responsibility for changes in market conditions, financial performance, or business prospects subsequent to the valuation date. The impact of unforeseen events, market volatility, or changes in macroeconomic, regulatory, or business conditions are not reflected in this analysis.

- The methodology adopted in this valuation is based on accepted valuation practices and standards, with assumptions regarding revenue growth, profitability, discount rates, and other key factors made in good faith based on the information provided and professional judgment. Any change in these assumptions may materially affect the conclusions of value. The Report is intended to be read in totality, in conjunction with the financial statements, notes, and supporting documents referred to herein, and partial reading or interpretation may lead to misunderstanding or misrepresentation of the conclusions.

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Annexures

Supporting Assumptions, Computations and Detailed Schedules

Purpose: This section provides detailed workings and quantitative schedules that supports the valuation conclusion.

- FCFF Computation
- Mid-Year Discounting
- WACC and Beta Computation
- Capex and Working Capital Schedule
- Comparable Companies Data
- Terminal Value Computation

ANNEXURES

FREE CASH FLOW TO FIRM (FCFF)

Free Cash Flow to Firm (FCFF) represents the cash flow available to all capital providers — both debt and equity holders — after accounting for operating expenses, taxes, and necessary reinvestments in fixed assets and working capital. It indicates the company's capacity to generate cash from its core operations, independent of financing decisions.

In the present valuation, FCFF has been computed starting from Profit Before Tax (PBT) as per the management-provided financial projections. The computation is adjusted to exclude the impact of non-operating items such as interest expense and other income, ensuring the derived cash flows reflect the operating performance of the business.

The computation follows the below framework:

FCFF = PBT – Tax on PBT + Depreciation & Amortisation – Capital Expenditure + Interest Expense × (1 – Tax Rate) – Change in Non- Cash Working Capital

Where:

- PBT (Profit Before Tax) reflects profit from operations before tax, as per projected financials.
- Tax on PBT represents the tax outflow corresponding to operating profits.
- Depreciation & Amortisation are non-cash charges added back to cash flows.
- Capital Expenditure represents outflows for the acquisition or maintenance of fixed assets.
- Interest Expense (net of tax impact) is added back to reflect pre-financing cash flows.
- Change in Working Capital reflects incremental funding required or released for operational needs.

The resultant FCFF represents the unlevered free cash flow available to all stakeholders and forms the base for estimating the Enterprise Value under the Discounted Cash Flow (DCF) approach, by discounting these cash flows at the Weighted Average Cost of Capital (WACC).

MID YEAR DISCOUNTING

Under the Discounted Cash Flow (DCF) approach, the value of a business is derived by discounting its future free cash flows to their present value using an appropriate discount rate (i.e., Weighted Average Cost of Capital – WACC). While this technique assumes cash flows are received at the end of each financial year, in practice, businesses generate cash flows continuously throughout the year rather than at a single point in time.

To account for this timing difference and to improve the accuracy of the valuation, a Mid-Year Discounting Adjustment is applied. This adjustment assumes that cash flows are realized evenly over the course of the year, effectively shifting the timing of each cash flow by half a year.

The adjustment is incorporated by discounting each year's free cash flow by (n – 0.5) years instead of n years, using the formula:

This approach provides a more realistic representation of the cash flow generation pattern of a going concern, where revenues, expenses, and resultant cash flows occur continuously rather than at year-end.

Why Mid – Year Discounting?

- **Reflects economic reality:** The mid-year convention captures the fact that cash flows are earned throughout the year, leading to a more precise valuation outcome.
- **Improves comparability:** It aligns the timing assumption with standard valuation practices, particularly in investment banking, private equity, and professional valuation engagements.
- **Ensures fairness in discounting:** Without the adjustment, all cash flows would be treated as if they occurred at the year-end, potentially understating enterprise value.
- **Recognized valuation convention:** The mid-year adjustment is a widely accepted practice in valuation methodologies under international and Indian valuation standards.

Accordingly, for the purpose of this valuation, the Mid-Year Discounting method has been adopted to appropriately capture the timing of cash flow realization and enhance the accuracy of the DCF-derived enterprise value.

WEIGHTED AVERAGE COST OF CAPITAL

Particulars		Notes
Risk free rate (Rf) as on 30.06.2025	6.31%	The risk-free rate has been considered as the yield on long-term Indian government securities (G-secs) as on the valuation date. Government bonds are deemed virtually free of default risk, and using the prevailing long-term G-sec yield ensures that the base rate reflects current macroeconomic conditions and the time value of money for a long-term investment horizon. Link: India 10-Year Bond Historical Data - Investing.com India
Market Rate of Return	15.11%	BSE Sensex returns on a long-term basis. Link: Historical - Indices
Industry Beta… (β)	1.08	To estimate the company's systematic risk, we have identified a set of listed peers operating in the same industry as the subject company. The median unlevered beta of these peers has been calculated to eliminate the impact of their respective capital structures. This unlevered beta has then been relevered using the debt-to-equity ratio of the subject company, thereby capturing the company-specific financial leverage and providing an appropriate measure of the equity risk associated with the company's operations.
Additional Company Specific Risk Premium (Unsystematic Risk) (CSRP)	5.00%	In addition to the systematic risk captured by beta, an additional Company-Specific Risk Premium (CSRP) of 5% has been applied. This premium accounts for risks unique to the company that are not reflected in the beta or other market-based inputs. Factors considered include the projected financial performance, operational uncertainties, business size, market position, and any other risks specific to the company's operations and industry dynamics.
Cost of Equity (Ke)	**20.80%**	**As per Modified CAPM model i.e. [Ke = Rf+ β(Rm-Rf) + CSRP]**
Cost of Debt	9.00%	As represented by the management of the Company.
Equity Portion in capital structure	85.81%	As per financials provided by the company as on 30th September 2025.
WACC	**18.81%**	**WACC = (Ke * % Equity in Capital Structure) + (Cost of Debt * % Debt in Capital Structure * (1-Tax Rate))**
Growth Rate	5%	As the perpetuity growth rate assumes that the Company will continue its historic business and generate Free Cash Flows at a steady state forever. Since terminal value constitutes a major proportion of the entire value of the business, we while deciding the terminal growth rate have given emphasis to economic factors & financial factors like Inflation of the Country, GDP growth of the Country, Projected Financials, Historical Financial Position, Organic & Inorganic growth strategies of the Company etc. Accordingly, for perpetuity, we have considered 5% growth rate.

BETA COMPUTATION

Beta (β) is a measure of the systematic risk of a company's equity in comparison to the overall market. It reflects the sensitivity of the company's returns to movements in the broader market and is a key component in determining the **Cost of Equity** under the **Capital Asset Pricing Model (CAPM)** framework.

Since the subject company may not be listed or may have insufficient trading history to derive a reliable Beta, the **industry Beta** approach is generally adopted. This involves using the Betas of comparable listed companies that operate in a similar line of business and are subject to similar risks.

The process of computing Beta typically involves the following steps:

- **Identification of Comparable Companies:**

Select listed companies engaged in similar business operations, with comparable size, risk profile, and market exposure.

- **Collection of Levered Betas:**

Obtain the equity (levered) Betas of the comparable companies from credible financial databases or by regression analysis of historical stock returns against a broad market index.

- **Unlevering of Beta:**

The levered Beta of each comparable is unlevered to remove the impact of their specific capital structures, using the formula:

Unlevered Beta = Levered Beta / [1 + (1 – Tax Rate) × (Debt/Equity)]

This step isolates the business risk of the comparable company, excluding financial leverage.

1. Computation of Industry Unlevered Beta:

The average of the unlevered Betas of comparable companies is taken to represent the **industry's unlevered Beta**, reflecting the pure business risk of the sector.

2. Re-levering for the Subject Company:

The industry unlevered Beta is then **re-levered** based on the target or actual capital structure of the subject company using the formula:

Re-levered Beta = Unlevered Beta × [1 + (1 – Tax Rate) × (Debt/Equity of the subject company)]

This provides the Beta relevant to the subject company's financial leverage and capital structure.

CAPEX AND WORKING CAPITAL

1. Capital Expenditure (Capex)

Capital expenditure represents investments made by the Company to acquire, develop, or upgrade long-term assets required to sustain and grow operations. In a DCF valuation, Capex is deducted while estimating free cash flows as it reflects the cash outflow necessary to maintain existing capacity (maintenance Capex) and to support future growth (growth Capex). The projected Capex assumptions are aligned with the Company's business plan, asset lifecycle, and industry norms to ensure that the cash flows reflect realistic reinvestment requirements.

Analysis of the Capex of the subject Company:

The company is expected to incur capital expenditure primarily towards expansion of its operational capacity, technology upgradation, and maintenance of existing assets. In the initial years, capex is assumed to be relatively higher to support growth and scalability of operations. As the business stabilizes, capex levels are projected to normalize in line with revenue growth and asset replacement needs. The capex intensity is aligned with industry benchmarks for similar asset-light/asset-moderate businesses. Additionally, a portion of capex is assumed to be discretionary, depending on market opportunities and strategic initiatives. Overall, the capex assumptions reflect a balance between growth requirements and operational efficiency.

2. Non-Cash Working Capital (NCWC)

Non-cash working capital represents the net investment in operating current assets and liabilities excluding cash and cash equivalents, typically comprising trade receivables, inventories, and trade payables. In a DCF valuation, changes in NCWC are considered to capture the timing differences between revenue recognition and actual cash inflows and outflows. An increase in NCWC reflects a cash outflow, while a decrease indicates a cash inflow. Incorporating NCWC ensures that projected free cash flows accurately reflect the Company's operational liquidity requirements.

Analysis of the Non-Cash Working Capital of the subject Company:

The company's non-cash working capital is assumed based on its operating cycle, considering key components such as receivables, payables, and inventory. Given the nature of the business, receivable days are expected to remain moderate, reflecting standard credit terms with customers. Payable days are assumed in line with industry practices, providing partial funding support to operations. Inventory levels, if applicable, are projected to remain stable relative to revenue, ensuring efficient working capital management. Overall, NCWC is modeled as a percentage of revenue, reflecting the company's ability to manage its operating cycle efficiently. The assumptions are consistent with comparable industry benchmarks and expected business scale-up.

COMPARABLE COMPANIES INFORMATION

Comparable Companies

Comparable companies are businesses that operate in a similar industry and exhibit comparable characteristics to the subject company in terms of business model, revenue streams, scale of operations, growth profile, and risk characteristics. These companies serve as relevant market references for assessing the reasonableness of assumptions applied in the valuation.

Role of Comparable Companies in Valuation

Comparable companies provide a market-based reference point that supports key assumptions used in the DCF valuation. They assist in benchmarking financial performance, validating long-term growth and margin assumptions, and deriving critical valuation inputs such as the discount rate and terminal value parameters. The use of comparables enhances the robustness and defensibility of the valuation by anchoring it to observable market behaviour.

Comparable Company	Peer Group Selection Criteria	Rationale for Selection
ABC Ltd	Industry alignment, similar business model, comparable revenue profile, operating scale	
XYZ Ltd	Nature of products/services, growth characteristics, market positioning	
PQR Ltd	Geographic presence, customer base, regulatory environment	
STD Ltd	Risk profile, profitability metrics, maturity stage	

The above peer group has been selected based on qualitative and quantitative parameters relevant to the subject company. The selected comparables provide an appropriate benchmark for validating assumptions and inputs used in the valuation.

TERMINAL VALUE

Perpetuity Growth Model

H-Model

Exit Multiple Method

Terminal Value through Perpetuity Growth Model:

Under this method, the terminal value is determined by capitalizing the terminal year's free cash flow, assuming a constant growth rate in perpetuity. It reflects the long-term sustainable growth potential of a mature business. This method is best suited for companies expected to grow at a stable rate consistent with the overall economy over the long term.

$$\mathbf{TV = FCF_{t+1} / r\text{-}g}$$

Where:

FCF_{t+1} = Free Cash Flow in the first year beyond the projection period

r = Discount Rate (WACC)

g = Perpetual Growth Rate

Terminal Value through H-Model:

The H-Model provides a more refined estimate by assuming a gradual decline in the company's growth rate from an initially high level to a stable long-term rate over a transition period. It captures the realistic progression of a company moving from a growth phase to maturity. This approach is suitable for businesses expected to experience tapering growth before stabilizing in the long term.

$$\mathbf{TV = \{FCF_{t+1} / (r\text{-}g_L)\} * \{1+ (H*(g_S- g_L)/(r\text{-}g_L)\}}$$

Where:

FCF_{t+1} = Free Cash Flow in the first year beyond the projection period

r = Discount Rate (WACC)

g_S = Initial short-term growth rate

g_L = Long-term stable growth rate

H = Half-life of the transition period (i.e., half the number of years over which growth declines)

Terminal Value through Exit Multiple Method:
This method estimates the terminal value by applying a market-derived multiple (such as EV/EBITDA or EV/Revenue) to the company's financial metric in the terminal year. The selected multiple is typically based on comparable companies or precedent transactions. It is most appropriate where reliable market benchmarks are available, and long-term growth assumptions are less predictable.

$$\textbf{TV= Terminal Metric}_t \textbf{ * Multiple}$$

Where:

Financial Metric$_{t:}$ EBITDA, EBIT, or Revenue in the terminal year

Multiple: Market-derived valuation multiple

Method applied in this valuation and rationale:

The Perpetuity Growth Model has been applied to compute the terminal value, as it appropriately reflects the long-term sustainable growth potential of the Company beyond the explicit forecast period. This approach is particularly suitable for businesses with stable cash flows and predictable growth trends, where value is expected to be realized over the long term. In contrast, the H-Model is more appropriate for companies experiencing a gradually declining or changing growth rate, and the Exit Multiple Method is generally used for businesses where market comparable or transaction multiples are reliable and readily available. Given the Company's stable operations, established market position, and limited availability of directly comparable transactions, the Perpetuity Growth Model provides a more reliable and justifiable estimate of terminal value, and the other methods have therefore not been applied.

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Historical Financials

Summary of Historical Financial Performance

Purpose: This section presents the companies past financial performance and key financial trends.

- Revenue and EBITDA Trends
- Profitability Analysis
- Working Capital Movements
- Key Financial Ratios

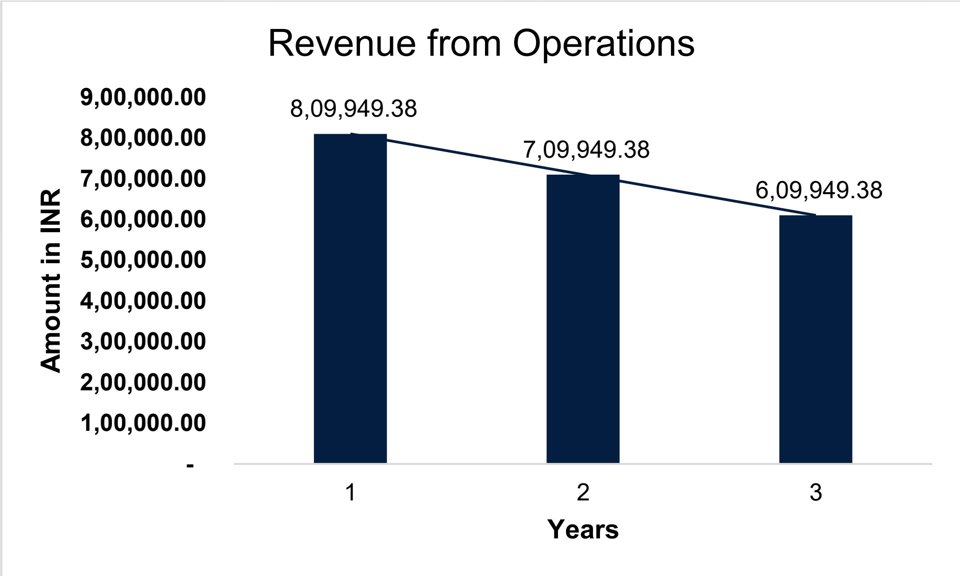
HISTORICAL FINANCIALS (Atleast Past 3 Years)

Profit and Loss Account:

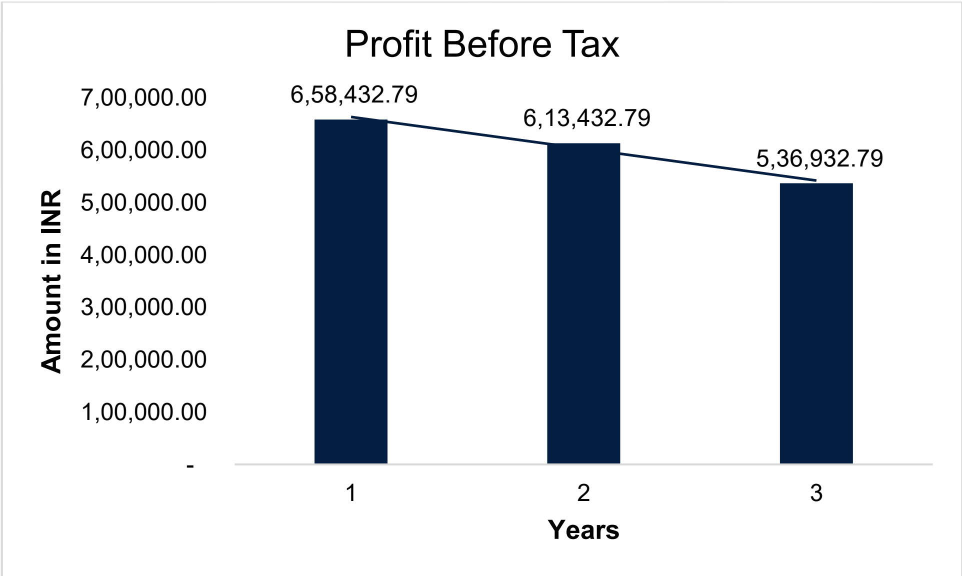
(Amount in INR)

	Statement of Profit and Loss			
	Particulars	**2024-25**	**2023-24**	**2022-23**
	INCOME:			
I	Revenue from Operations	8,09,949.38	7,09,949.38	6,09,949.38
II	Other Income	28,734.68	23,734.68	18,734.68
III	**Total Income (I+II)**	**8,38,684.06**	**7,33,684.06**	**6,28,684.06**
	EXPENSES:			
	Employee Benefit Expenses	1,13,920.00	88,920.00	63,920.00
	Depreciation Expenses	-	-	-
	Finance Cost	-	-	-
	Other Expenses	66,331.27	31,331.27	27,831.27
IV	**Total Expenses**	**1,80,251.27**	**1,20,251.27**	**91,751.27**
V	**Profit/(Loss) before exceptional item and tax (III-IV)**	**6,58,432.79**	**6,13,432.79**	**5,36,932.79**
VI	Exceptional Items	-	-	-
VII	**Profit/(Loss) Before Tax**	**6,58,432.79**	**6,13,432.79**	**5,36,932.79**
VIII	**Tax Expenses**			
	Current Tax	1,65,714.36	1,54,388.76	1,35,135.24
	Deferred tax Charges			
	Earlier Year Taxes			
	Total Tax Expenses	**1,65,714.36**	**1,54,388.76**	**1,35,135.24**
IX	**Profit/(Loss) for the Year (VI-VII)**	**4,92,718.43**	**4,59,044.03**	**4,01,797.55**
X	**Other Comprehensive Income (OCI):**			
	(A) (i) Items that will not be reclassified to profit or loss	-	-	-
	(ii) Income tax relating to items that will not be reclassified	-	-	-
	(B) (i) Items that will be reclassified to profit or loss	-	-	-
	(ii) Income tax relating to items that will be reclassified	-	-	-
XI	**Total Comprehensive Income for the Period (IX + X)**	**4,92,718.43**	**4,59,044.03**	**4,01,797.55**
XII	**Earnings per Equity Share (EPS):**			
	(1) Basic (₹)			
	(2) Diluted (₹)			

Revenue from Operation Trend:



Profit Before Tax Trend:



Balance Sheet:

Amount in INR

	Balance Sheet			
	Particulars	**2024-25**	**2023-24**	**2022-23**
I.	**EQUITY AND LIABILITIES**			
(1)	**Shareholder's Funds**			
	(a) Share Capital	2,12,76,910.00	2,12,76,910.00	2,12,76,910.00
	(b) Reserves and Surplus	2,72,81,091.79	2,72,36,091.79	2,71,59,591.79
	(c) Share warrants	65,00,000.00	65,00,000.00	65,00,000.00
	(d)Share application money	6.00	6.00	6.00
(2)	**Non-Current Liabilities**			
	(a) Long-Term Borrowings	43,87,100.00	43,87,100.00	43,87,100.00
	(b) Long-Term Provisions	15,97,629.16	15,97,629.16	15,97,629.16
(3)	**Current Liabilities**			
	(a) Trade Payables			
	(A) total outstanding dues of micro enterprises and			
	small enterprises; and			
	(B) total outstanding dues of creditors other than	10,87,456.07	10,87,456.07	10,87,456.07
	micro enterprises and small enterprises			
	(b) Other Current Liabilities	55,93,943.41	55,93,943.41	55,93,943.41
	(c) Short-Term Provisions	89,19,327.07	89,19,327.07	89,19,327.07
	TOTAL	**7,66,43,463.50**	**7,65,98,463.50**	**7,65,21,963.50**
II.	**ASSETS**			
(1)	**Non-Current Assets**			
	(a) Property Plant and Equipment			
	-Tangible Assets	2,79,320.15	2,79,320.15	2,79,320.15
	-Intangible Assets	0.45	0.45	0.45
	-Capital Work in Progress	45,08,877.40	45,08,877.40	45,08,877.40
	(b) Other Non-Current Assets	21,87,000.00	21,87,000.00	21,87,000.00
	(c) Investments	6,679.27	6,679.27	6,679.27
(2)	**Current Assets**			
	(a) Trade Receivables	9,66,895.62	9,66,895.62	9,66,895.62
	(b) Cash and Cash Equivalents	10,06,207.73	9,61,207.73	8,84,707.73
	(c) Short-Term Loans and Advances	2,84,23,298.11	2,84,23,298.11	2,84,23,298.11
	(d) Other Current Assets	99,971.87	99,971.87	99,971.87
	(e) Deferred Tax Asset (Net)	3,91,65,212.90	3,91,65,212.90	3,91,65,212.90
	TOTAL	**7,66,43,463.50**	**7,65,98,463.50**	**7,65,21,963.50**

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FUTURE PROJECTIONS

Income Statement:

In INR Lakhs

Sr. No.		Particulars	31-03-2026 Estimated	31-03-2027 Proj.	31-03-2028 Proj.	31-03-2029 Proj.	31-03-2030 Proj.
1	**Income**						
	Sales		327.62	360.39	378.41	397.33	417.19
	Service & Other Income		26.18	28.79	30.23	31.75	33.33
	Refund of duties & taxes from Govt		30.83	28.45	31.11	32.57	34.1
	Total		**384.63**	**417.63**	**439.75**	**461.64**	**484.63**
	Less Excise Duty		31.25	34.38	36.09	37.9	39.79
	Net Revenue		**353.38**	**383.25**	**403.65**	**423.74**	**444.83**
2	**Cost of Sales**						
	I	Raw Material Consumed	248.05	274.03	287.73	302.12	317.22
	ii	Power & Fuel	21.42	22.06	23.16	24.32	25.54
	iii	Packing Material & Consumables	10.4	10.71	11.03	11.36	11.7
	iv	Other Manufacturing exp	6.59	6.79	7	7.21	7.42
	v	Employee Benefit Exp	9.87	10.17	10.47	10.79	11.11
	vi	Depreciation	5.92	5.98	6.04	6.1	6.16
	vii	Sub Total of (I to vi)	302.25	329.73	345.43	361.89	379.15
	viii	Add: Opening Stock in Process	1.04	1.4	1.1	1.2	1.23
	Sub Total		*303.29*	*331.13*	*346.53*	*363.09*	*380.38*
	ix	Deduct: Closing Work in progress	**1.4**	**1.1**	**1.2**	**1.23**	**1.25**
	x	**Cost of Production**	**301.89**	**330.03**	**345.33**	**361.86**	**379.13**
	xi	Add: Opening Stock of Finished Goods	1.94	4	5	6	7
	Sub Total		*303.83*	*334.03*	*350.33*	*367.86*	*386.13*
	xii	Deduct: Closing Stock of Finished Goods	4	5	6	7	7.5
5	**Cost of Sales**		**299.83**	**329.03**	**344.33**	**360.86**	**378.63**
6	Selling, General & Administrative Expenses		7.15	7.51	7.88	8.28	8.69
7	*Sub Total (5+6)*		*306.98*	*336.54*	*352.21*	*369.14*	*387.32*
8	Operative Profit before Interest (3-7)		**46.4**	**46.71**	**51.44**	**54.6**	**57.51**
10	**Operative Profit after Interest (8-9)**		39.18	41.01	46.59	49.76	52.67
	I	Add: Other Non-Operating Income					
	a	OCI	0	0	0	0	0
	Sub Total		*0*	*0*	*0*	*0*	*0*
	a	Loss on sale of asset	0	0	0	0	0
	b	Previous Year Adjustment	0	0	0	0	0
	c	Other Items	0	0	0	0	0
	Sub Total		*0*	*0*	*0*	*0*	*0*
11	Net of Other Non-Operating Income/Expenses		0	0	0	0	0
12	**Profit Before Tax/ Loss (10+11)**		**39.18**	**41.01**	**46.59**	**49.76**	**52.67**
13	Provision for Income Tax						
		Provision for Income Tax	**7.82**	**8.55**	**10.18**	**12.06**	**12.97**
		Deferred Tax	2.04	1.78	1.55	0.46	0.29
14	**Net Profit /Loss**		**29.32**	**30.69**	**34.87**	**37.24**	**39.41**

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Balance Sheet:

In INR Lakhs

Sr. No.	Particulars	31-03-2026	31-03-2027	31-03-2028	31-03-2029	31-03-2030
		Estimated	Projected	Projected	Projected	Projected
LIABILITIES						
CURRENT LIABILITIES						
1	CC Limit from UCO Bank	10	10	10	10	10
	Sub Total (A)	10	10	10	10	10
2	Sundry Creditors					
	Sundry Creditors - Raw Material	7	7	5	3	0
	Sundry Creditors -Capital Goods					
3	Advance payment from customers / deposits					
	from dealers	5.5	2	2	2	2
4	Other Statutory liabilities (due within 1 year)	1	1	1	1	1
5	Other current Liabilities & provision (due within 1					
	year) including provision for exp.	1.5	1.5	1.5	1.5	1.5
	Sub Total (B)	15	11.5	9.5	7.5	4.5
6	**Total Current Liabilities**	**25**	**21.5**	**19.5**	**17.5**	**14.5**
TERM LIABILITIES						
7	Unsecured Loan-Quasi capital	0	0	0	0	0
	Unsecured Loan-other	48	30	15		
8	Term Loan- UCO Bank	16.06	13.16	10.25	7.35	4.45
9	Vehicle Loans	1.3	1.05	0.9	0.75	
10	Deferred Payments -Trade Tax & Power	8.39	4.2	0		
11	Deferred Payments -UPSIDC					
12	Interest Free Loan from PICUP	0.76	0.4	0	0	0
13	Other Term Loans	0	0	0	0	0
14	Other Long-Term Deposits/Non-Current	10	10	0	0	0
15	**Total Term Liabilities**	**84.51**	**58.81**	**26.15**	**8.1**	**4.45**
16	**Total Outside Liabilities (10+17)**	**109.51**	**80.31**	**45.65**	**25.6**	**18.95**
NET WORTH						
17	Share Capital	19.4	19.4	19.4	19.4	19.4
17a	Share Premium	9.73	9.73	9.73	9.73	9.73
18	Capital Subsidy	0.01	0.01	0.01	0.01	0.01
19	General Reserve	2.2	2.2	2.2	2.2	2.2
20	a OCI	0.08	0.08	0.08	0.08	0.08
	b Deferred Tax Liabilities (+) / Assets (-)	6.72	8.49	10.04	10.5	10.79
21	Surplus (+) / deficit (-) in P&L A/C	8.5	39.19	74.06	111.29	150.71
22	**Total Net Worth**	**46.64**	**79.1**	**115.52**	**153.22**	**192.91**
23	**Total Liabilities (18+24)**	**156.15**	**159.41**	**161.17**	**178.82**	**211.86**
		15614.75	**15941.21**	**16117.02**	**17881.52**	**21186.1**
ASSETS						
CURRENT ASSETS						
24	Cash and Bank Balances	1.26	5.15	8.25	27.24	62.07
25	Investments (Other than long term)					
26	Receivables	4.07	4.48	4.95	5.47	6.04

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27	Inventories						
	I	Raw Materials (including Stores & other items					
		used in the process of manufacturing)					
	a	Imported					
	b	Indigenous	13	14.5	15.23	15.99	16.79
	ii	Stock in Process	1.4	1.1	1.2	1.23	1.25
	iii	Finished Goods	4	5	6	7	7.5
	iv	Other Consumables Spares	1.5	2	2.2	2.42	2.66
28	Advances to Supplier of Raw Materials and						
	Stores / Spares		1	2	2.2	2.42	2.66
29	Advance Payment of Taxes including FBT		1	1	1	1	1
30	Other Current Assets		6.25	6.5	6.5	6.5	6.5
31	Other Advances		0	0	0	0	0
31	**Total Current Assets**		**33.48**	**41.73**	**47.52**	**69.26**	**106.47**
FIXED ASSETS							
32	Gross Block		148.49	149.49	151.49	153.49	155.49
33	Depreciation up to Date		25.82	31.8	37.84	43.94	50.1
34	**Net Block (35-36)**		**122.67**	**117.69**	**113.65**	**109.55**	**105.39**
35	Intangible Assets		0	0	0	0	0
36	**Total Assets (34+37+41+42)**		**156.15**	**159.42**	**161.17**	**178.81**	**211.86**

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