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(Please Scan the QR code to view the RHP)

# RUKMANI DEVI GARG AGRO IMPEX LIMITED

Our Company was originally incorporated as a private limited company in the name and style of "Rukmani Devi Garg Agro Impex Private Limited" under the provisions of the erstwhile Companies Act, 1956 vide certificate of incorporation dated April 17, 1998 issued by Registrar of Companies, Rajasthan, Jaipur. Subsequently, our Company was converted from a private limited company to a public limited company, pursuant to a resolution passed in the Extraordinary general meeting of our members held on March 08, 2024 and consequently, the name of our Company was changed to "Rukmani Devi Garg Agro Impex Limited", and a fresh certificate of incorporation consequent upon conversion from private company to public company dated June 18, 2024 was issued by the Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies, Central Processing Centre. The Corporate Identification Number of our Company is U24246RJ1998PLC014771. For details of change in name and registered office of our Company, see "History and Certain Corporate Matters- History and Background" and "History and Certain Corporate Matters - Changes in the Registered Office" on page 149 of the Red Herring Prospectus ("RHP") dated September 22, 2025.

Registered Office: Plot No. 7, Bhamaresh Mandi Anantpura, Kota, Rajasthan - 324005, India. | Corporate Office: N.A. | Contact Person: Mrs. Ayushi Agrawal, Company Secretary & Compliance Officer | Telephone: + 91 7891517187 Email Id: info@rdgagro.com. | Website: www.rdgagro.com | Corporate Identity Number: U24246RJ1998PLC014771

**THE PROMOTERS OF OUR COMPANY ARE: MR. VISHAL GARG, MRS. ANJU GARG AND RDG CAPITAL PRIVATE LIMITED**

THE ISSUE IS BEING THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX (INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("SEBI ICDR REGULATIONS")

## THE ISSUE

INITIAL PUBLIC ISSUE OF 23,76,000 EQUITY SHARES OF FACE VALUE ₹ 10/- EACH ("EQUITY SHARES") OF RUKMANI DEVI GARG AGRO IMPEX LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [•] PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING TO ₹ [•] LAKHS ("THE ISSUE"), OF WHICH 12,00,000 EQUITY SHARES AGGREGATING TO ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 22,56,000 EQUITY SHARES OF FACE VALUE ₹ 10/- EACH AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.77% AND 25.42% RESPECTIVELY OF THE POST ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 265 OF THE RHP.

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

PRICE BAND: ₹ 93 TO ₹ 99 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 9.3 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 9.9 TIMES THE FACE VALUE OF THE EQUITY SHARES

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FY 2024-2025 AT THE FLOOR PRICE IS 7.98 TIMES AND AT THE CAP PRICE IS 8.50TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 2400 EQUITY SHARES AND IN MULTIPLE OF 1200 EQUITY SHARES THERAFTER.

## BID/ISSUE PROGRAMME

**BID/ISSUE OPENS ON: FRIDAY, SEPTEMBER 26, 2025**  
**BID/ISSUE CLOSES ON: TUESDAY, SEPTEMBER 30, 2025 ^ \***

\*Company in consultation with BRLM has decided that no participation by anchor investors will be considered in the IPO.

^ UPI Mandate end time shall be at 5:00 pm on the Bid/Issue closing date.

Incorporated in 1998, we carry on the business of agricultural produce aggregator namely for wheat, mustard, coriander, maize, flax seeds, soyabean, mustard doc and as processor of agricultural produce, namely wheat. We sell the agricultural produce and the processed wheat to corporates, flour mills, solvent-extraction plant/ oil mills and agriculture-processors across India. Further, we also sell our processed wheat under our brand "Sharbati", "Happyfamily" and "Taj Mahal" through our network of dealers and distributors across, Rajasthan, Uttar Pradesh, Maharashtra, Haryana, Punjab, Delhi and Chandigarh ("Branded sales").

THE ISSUE IS BEING THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX (INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("SEBI ICDR REGULATIONS")

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED ("BSE SME").

## DETAILS OF ALLOCATION

• QIB CATEGORY: NOT MORE THAN 50% OF THE NET ISSUE

• INDIVIDUAL INVESTORS CATEGORY: NOT LESS THAN 35% OF THE NET ISSUE

• NON INSTITUTIONAL INVESTOR CATEGORY: NOT LESS THAN 15% OF THE NET ISSUE

• MARKET MAKER RESERVATION PORTION: 1,20,000 EQUITY SHARES OR 5.05 % OF THE ISSUE SIZE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RHP AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER

In accordance with the recommendation of the independent Directors of our Company, pursuant to their resolution dated September 22, 2025 the above provided price band is justified based on quantitative factors/ KPIs disclosed in the "Basis for Issue Price" beginning on page 94 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in "Basis for Issue Price" beginning on page 94 of the RHP and provided below in the advertisement.

## RISKS TO INVESTORS

For details refer to section titled "Risk Factors" on page 28 of RHP

i. Risk to Investors: Summary Description of Key Risk Factors Based On Materiality.

1. We derive our revenue from trading in agricultural commodities, procurement of which is heavily dependent on third party suppliers.  
2. Our products are in the nature of commodities and their prices are subject to fluctuations that may affect our profitability.  
3. Our business is subject to seasonal volatility, which may contribute to fluctuations in our results of operations and financial condition.  
4. Our Company has experienced negative cash flows in some prior periods and may do so in the future, which could have a material adverse effect on our business, prospects, financial condition, cash flows and results of operations.  
5. Substantial portion of our revenues has been dependent upon few customers. The loss of any one or more of our major customers would have a material adverse effect on our business, cash flows, results of operations and financial condition.

ii. Details of suitable ratios of our Company and its peer group for the latest full financial year

Name of the Company	CMP	Face Value (₹)	Revenue from Operations (₹ in Lakhs)	EPS (Basic)	EPS (Diluted)	EBITDA (₹ in Lakhs)	P/E*	Return on Net Worth (%)	Net Worth (₹ in Lakhs)	Net Asset Value Per Equity Share (₹)	Return on Equity (%)	Return On Capital Employed (%)
Rukmani Devi Garg Agro Impex Limited*	[•]	10	24,437.53	7.72	7.72	1263.91	[•]	20.18%	2,485.65	38.24	23.35	15.61
<b>Listed Peers*</b>												
NHC Foods Limited	1.10	10	20,924.40	0.11	0.11	1469.00	10.00	8.45%	2,777.04	23.43	8.15	12.99
Neelkanth Limited (Formerly known as RT Exports Limited)	49.44	10	571.85	0.02	0.02	15.34	2472.00	3.14%	958.42	21.99	0.08	0.51

## Notes:

Financial information for Company is derived from the Restated Consolidated Financial Statement for the year ended March 31, 2025.

For listed peers:

a. All the financial information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and is sourced from the annual reports/annual results as available of the respective company for the year ended March 31, 2025 submitted to stock exchanges.  
b. P/E Ratio has been computed based on the closing market price (CMP) of equity shares on the Stock Exchange on September 19, 2025, divided by the Basic/Diluted EPS as applicable, except in the case of Neelkanth Limited, where the CMP as on September 01, 2025 has been considered.  
c. Return on Net Worth (%) = Net Profit for the year divided by Average Net-Worth (Total Equity) for the year.  
d. NAV per share is computed as the Net-Worth (Total Equity) divided by the outstanding number of equity shares at the end of the year

## iii. Weighted Average Return on Net worth (RoNW)

Return on Net Worth (RoNW) as per Restated Consolidated Financial Statements

Financial Year	Return on Net Worth (%)	Weights
March 31, 2023	2.39%	1
March 31, 2024	20.18%	2
March 31, 2025	23.35%	3
<b>Weighted Average</b>	<b>18.80%</b>	

Note: Return on Net Worth has been calculated as per the following formula:

1. Return on Net Worth (%) = Net Profit (Loss) after tax as restated attributable to Equity Shareholders / Net worth as restated as at year/period end.  
2. Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

3. Net worth means the aggregate value of the paid-up equity share capital premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of miscellaneous expenditure (to the extent not adjusted or written off) and the debit balance of the profit and loss account.

## iv. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI

a) The price per share of our Company (as adjusted for corporate actions, including split, bonus issues) based on the primary/ new issue of Equity Shares or convertible securities (excluding Equity Shares issued under the ESOP Scheme and issuance of Equity Shares pursuant to a bonus issue) during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid up share capital of our Company in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Primary Transactions")

There has been no issuance of Equity Shares, during the 18 months preceding the date of the Red Herring Prospectus, excluding shares issued under ESOP/ESOS and issuance of bonus shares, where such issuance is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days ("Primary Transactions")

b) The price per share of our Company (as adjusted for corporate actions, including split, bonus issues) based on the secondary sale / acquisition of Equity Shares or convertible securities involving any of the Promoters, members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition/ sale is equal to or more than 5% of the fully diluted paid up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Secondary Transactions").

There has been no Secondary Transactions involving any of the Promoters, members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition/ sale is equal to or more than 5% of the fully diluted paid up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days

c) Since there are no eligible transactions of our Company reported in (a) or (b) above in accordance with paragraph (9)(K)(4)(a) of the SEBI ICDR Regulations, the price per Equity Share of our Company based on the last five primary or secondary transactions in Equity Shares (secondary transactions where the Promoters/ Promoter Group entities or Shareholders having the right to nominate director on the Board are a party to the transaction) not older than 3 years prior to the date of filing of the Red Herring Prospectus has not been computed.

Since there are no such transactions to report under (a) and (b) above, information based on last five primary or secondary transactions (secondary transactions where our Promoters/members of our Promoter Group or Shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), during the three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions, is as below

## BASIS FOR ISSUE PRICE

The "Basis for issue price" on page 94 of the RHP has been updated with the above price band. Please refer to the website of the BRLM www.fedsec.in or scan the given QR code for the "Basis for issue price" updated with the above price band.

The Price Band and the Issue Price will be determined by our Company in consultation with the Book Running Lead Manager, on the basis of assessment of market demand for the Equity Shares issued through the Book Building Process and on the basis of quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹ 10 each and the Issue Price is [•] times the Floor Price and [•] times the Cap Price, and Floor Price is [•] times the face value and the Cap Price is [•] times the face value.

Investors should refer chapters titled "Risk Factors", "Business Overview", "Restated Consolidated Financial Statements" and "Management Discussion and Analysis of Financial Condition and Results of Operations" on page 28, 119, 185 and 219 respectively of the Red Herring Prospectus to get an informed view before making an investment decision. The trading price of the Equity shares of our Company could decline due to risk factors and you may lose all or part of your investments.

## Qualitative Factors

We believe that some of the qualitative factors and our strengths which form the basis for computing the Issue Price are:

1. Long-standing relationship with our customers from diverse industry;  
2. Large scale procurement and storage capabilities;  
3. Strategically located and fully automated processing unit;  
4. Consistent focus on quality; and  
5. Strong promoter background and an experienced and entrepreneurial management team with a proven track record and a high degree of employee ownership.

For further details, see "Business Overview" on page 119 of the Red Herring Prospectus.

**Quantitative Factors**  
Some of the information presented below, relating to us, is derived from the Restated Consolidated Financial Statements. For details, see "Restated Consolidated Financial Statements" on page 185 of the Red Herring Prospectus. Some of the quantitative factors which may form the basis for computing the Issue Price are as follows:

### 1. Basic and Diluted Earnings per Share (EPS)

Financial Year	Basic and Diluted EPS (in ₹)	Weights
March 31, 2023	0.73	1
March 31, 2024	7.72	2
March 31, 2025	11.65	3
<b>Weighted Average</b>	<b>8.52</b>	

### Notes:

Earnings per Equity Share (Basic & Diluted) = Restated profit for the period/year attributable to the Equity Shareholders /Weighted average number of Equity Shares outstanding during the period/year.

Weighted Average EPS = Aggregate of Year wise weighted EPS divided by the Aggregate weights i.e. [EPS \* Weights] / Total Weights.

Earnings per share calculations are in accordance with accounting standard.

...Continued from previous page

2. Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/total of weights.

3. Net worth means the aggregate value of the paid-up equity share capital / premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of miscellaneous expenditure (to the extent not adjusted or written off) and the debit balance of the profit and loss account.

## 5. Net Asset Value per Equity Share:

Particulars	₹ per share
Net Asset Value per Equity Share as of March 31, 2023 (₹ in Lakhs)	30.52
Net Asset Value per Equity Share as of March 31, 2024 (₹ in Lakhs)	38.24
Net Asset Value per Equity Share as of March 31, 2025 (₹ in Lakhs)	49.89
After the Issue*	
- At Floor Price	61.43
- At Cap Price	63.03
At Issue Price	●

\* Issue Price per Equity Share will be determined on conclusion of the Book Building Process.

Notes:

(i) Net Asset Value per Equity Share is calculated as Net worth attributable to the Equity Shareholders of our Company as at the end of financial period/year divided by the weighted average number of Equity Shares used in calculating basic earnings per share.

(ii) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, and after deducting, if any the aggregate value of the accumulated losses.

(iii) The figures disclosed above for the Financial Year ended March 31, 2025, March 31, 2024 and March 31, 2023, are based on the Restated Consolidated Financial Statements of the Company.

For further details, please refer to chapter titled "Restated Consolidated Financial Statements" on page 185 of the Red Herring Prospectus.

## 6. KEY FINANCIAL AND OPERATIONAL PERFORMANCE INDICATORS ("KPIs")

Key Performance Indicators (KPIs) are imperative to the Financial and Operational performance evaluation of the company. However, KPIs disclosed below shall not be considered in isolation or as substitute to the Restated Consolidated Financial Statements. In the opinion of our Management the KPIs disclosed below shall be supplementary tool to the investor for evaluation of the Company. The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help it in analysing the growth of various verticals in comparison to our Company's peers, and other relevant and material KPIs of the business of our Company that have a bearing for arriving at the basis for the Issue Price have been disclosed below.

The tables below set forth the details of our certain financial data based on our Restated Consolidated Financial Statements, and KPIs that our Company considers have a bearing for arriving at the basis for the Issue Price. All the financial data based on our Restated Consolidated Financial Statements, operational metrics and KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 22, 2025 and the members of the Audit Committee have verified the details of all KPIs pertaining to the Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of the Red Herring Prospectus. Further, the KPIs herein have been certified by M/s. Sarupria Somani & Associates, by their certificate dated September 22, 2025, who hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India, and has been included in "Material Contracts and Documents for Inspection - Material Documents" on page 333 of the Red Herring Prospectus.

The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help it in analyzing the growth of various verticals in comparison to our peers.

The KPIs of our Company have been disclosed in the chapters "Business Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on page 119 and 219 of the Red Herring Prospectus respectively. We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" on page 2 of the Red Herring Prospectus.

Our Company confirms that it shall continue to disclose all the KPIs included in this chapter on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilization of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue chapter, whichever is later or for such other duration as may be required under the SEBI (ICDR) Regulations, 2018.

Set forth below are KPIs which have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of various verticals of the Company that have a bearing for arriving at the basis for the Issue Price.

## Key Performance Indicators of our Company

Particulars*	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Revenue from Operations (₹ in Lakhs) <sup>(1)</sup>	32,699.50	24,437.53	24,805.19
Growth in Revenue from Operations (%) <sup>(2)</sup>	33.81% (1.48%)	NA	
EBITDA (₹ in Lakhs) <sup>(3)</sup>	1,263.91	817.24	308.01
EBITDA Margin (%) <sup>(4)</sup>	3.87% 3.34% 1.24%		
Restated Profit After Tax (₹ in Lakhs)	757.07	501.72	47.39
PAT Margin (%) <sup>(5)</sup>	2.32% 2.05% 0.19%		
Net Worth (₹ in Lakhs) <sup>(6)</sup>	3,242.73	2,485.65	1,983.93
Capital Employed (₹ in Lakhs) <sup>(7)</sup>	8,164.10	5,170.07	4,496.70
ROE (%) <sup>(8)</sup>	23.35%	20.18%	2.38%
ROCE (%) <sup>(9)</sup>	15.61%	16.60%	7.11%
Net Debt / EBITDA Ratio <sup>(10)</sup>	3.88	3.27	6.36
Debt Equity Ratio <sup>(11)</sup>	1.52	1.08	1.27

\* As certified by our Statutory Auditor, M/s. Sarupria Somani & Associates, Chartered Accountants, pursuant to their certificate dated September 22, 2025

Notes:

(1) Revenue from Operations means the Revenue from operations as appearing in the Restated Consolidated Financial Statements.

(2) Growth in Revenue from Operations (%) is calculated as Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.

(3) EBITDA is calculated as restated profit / (loss) before tax for the period / year, plus finance costs and depreciation and amortisation expense reduced by other income.

(4) EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.

(5) PAT Margin (%) is calculated as Profit After Tax for the year/period divided by Revenue from Operations.

(6) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, and after deducting, if any the aggregate value of the accumulated losses.

(7) Capital Employed is calculated as total equity plus total borrowings and deferred tax liabilities minus intangible assets.

(8) Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth.

(9) Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.

(10) Net Debt-EBITDA Ratio is calculated as Net Debt divided by EBITDA. Net Debt is calculated as total borrowings less cash and cash equivalents.

(11) Debt-Equity Ratio is calculated as Debt divided by total equity.

## INDICATIVE TIMELINE FOR THE ISSUE

Sequence of Activities	Listing within T+3 days (T is Issue Closing Date)
Application Submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) - Upto 5 PM on T Day.
	Electronic Applications (BankASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc.) - Upto 4 PM on T Day.
	Electronic Applications (Syndicate Non-Individual Investors, Non-Individual Applications) - Upto 3 PM on T Day.
	Physical Applications (Bank ASBA) - Upto 1 PM on T Day.
	Physical Applications (Syndicate Non-Individual Investors, Non-Individual Applications of QIBs and NII) - Upto 12 PM on T Day and Syndicate members shall transfer such applications to banks before 1 PM on T Day.
Bid Modification	From Issue opening date up to 5 PM on T Day.
Validation of bid details with depositories	From Issue opening date up to 5 PM on T Day.
Reconciliation of UPI mandate transactions on daily basis (Based on the guidelines issued by NPCI from time to time): Among Stock Exchanges - Sponsor Banks - NPCI and NPCI - PSPS/TPPs** - Issuer Banks: Reporting formats of bid information, UPI analysis report and compliance timelines.	On daily basis Merchant Bankers to submit to SEBI, sought as and when.
UPI Mandate acceptance time	T Day-5 PM
Issue Closure T day	T Day-4 PM for QIB and NII categories T Day-4 PM for individual Investors and other reserved categories
Third-party check on UPI applications	On daily basis and to be completed before 9:30 AM on T+1 day
Third-party check on Non-UPI applications	On daily basis and to be completed before 1 PM on T+1 day
Submission of final certificates:	Before 09:30 PM on T+1 day -For UPI from Sponsor Bank -For Bank ASBA, from all SCSBs -For syndicate ASBA UPI ASBA
	All SCSBs for Direct ASBA - Before 07:30 PM on T Day Syndicate ASBA - Before 07:30 PM on T Day
Finalization of rejections and completion of basis	Before 6 PM on T+1 day.
Approval of basis by Stock Exchange	Before 9 PM on T+1 day
Issuance of fund transfer instructions in separate files for debit and unlock:	Intimation not later than 9:30 AM on T+2 day. Completion before 2 PM on T+2 day for fund transfer; Completion before 4 PM on T+2 day for unlocking
For Bank ASBA and Online ASBA - To all SCSBs	
For UPI ASBA - To Sponsor Bank	
Corporate action execution for credit of shares	Intimation before 2 PM on T+2 day Completion before 6 PM on T+2 day
Filing of listing application with Stock Exchanges and issuance of trading notice	Before 7:30 PM on T+2 day
Publish allotment advertisement	On the website of Issuer, Merchant Banker and RTI - before 9 PM on T+2 day.
Trading starts T-3 day	T+3 day
Submission of Bids	
Bid/ Issue Period (except the Bid/Issue Closing Date) *	
Submission and Revision in Bids	Only between 10.00 a.m. and 5:00 p.m. IST
Bid/Issue Closing Date	
Submission of electronic applications (Online ASBA through 3-in-1 accounts) for IBS	Only between 10.00 a.m. and up to 5:00 p.m. IST
Submission of electronic applications (Bank ASBA through online channels like internet banking, mobile banking and syndicate ASBA applications through UPI as a payment mechanism where Bid Amount is up to ₹500,000)	Only between 10.00 a.m. and up to 4:00 p.m. IST
Submission of electronic applications (Syndicate Non-Individual Investor, Non-Individual applications)	Only between 10.00 a.m. and up to 3:00 p.m. IST
Submission of physical applications	Only between 10.00 a.m. and up to 1:00 p.m. IST
Submission of physical applications (Syndicate Non-Individual Investor, Non-Individual applications where Bid amount is more than ₹500,000)	Only between 10.00 a.m. and up to 12:00 p.m. IST
Modification / Revision / Cancellation of Bids	
Upward Revision of Bids by QIBs and Non-Institutional Bidders categories#	Only between 10.00 a.m. and up to 5:00 p.m. IST on Bid/Issue Closing Date
Upward or downward Revision of Bids or cancellation of Bids by IBS	Only between 10.00 a.m. and up to 4:00 p.m. IST

#UPI mandate end time shall be 5:00 p.m. on the Bid/Issue Closing Date.

\*QIBs and Non-Institutional Bidders can neither revise their Bids downwards nor cancel/ withdraw their bids

## Explanation of KPI Metrics:

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business from Operations
Growth in Revenue from Operations	Growth in Revenue from Operations provides information regarding the growth of our business for respective periods
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin (%)	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business
Net worth	Net worth is used by the management to ascertain the total value created by the entity and provides a snapshot of current financial position of the entity.
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders' funds.
RoCE%	RoCE provides how efficiently our Company generates earnings from the capital employed in the business.
Net Debt / EBITDA	It represents how many years it would take for our Company to pay back its debt if net debt and EBITDA are held constant
Debt Equity ratio	This gearing ratio compares shareholders' equity to company debt to assess the company's amount of leverage and financial stability

## 7. Comparison with industry peers

While our listed peers (mentioned below), like us, operate in similar industry. Our business may be different in terms of business models, different product or focus areas or different geographical presence and hence, may not be strictly comparable.

Particulars	NHC Foods Limited			Neelkanth Limited (Formerly known as RT Exports Limited)		
	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2025	March 31, 2024	March 31, 2023
Revenue from operations <sup>(1)</sup> (₹ in Lakhs)	34,141.34	20,924.40	16,356.04	494.08	571.85	317.17
Growth in Revenue from Operations <sup>(2)</sup>	63.17% 27.93% 6.95% (13.60%) 80.30% (39.09%)					
EBITDA <sup>(3)</sup> (₹ in Lakhs)	1,469.00	581.62	615.99	15.34	41.18	31.21
EBITDA Margin% <sup>(4)</sup>	4.30% 2.78% 3.77% 3.10% 7.20% 9.84%					
PAT (₹ in Lakhs)	669.42	234.74	175.64	0.77	30.14	9.02
PAT Margin% <sup>(5)</sup>	1.96% 1.12% 1.07% 0.16% 5.27% 2.84%					
Net Worth <sup>(6)</sup> (₹ in Lakhs)	8,212.78	2,777.04	2,548.96	959.10	958.42	929.03
Capital Employed (₹ in Lakhs)	11,156.78	5,936.95	4,887.53	995.08	1,005.32	985.88
RoE% <sup>(7)</sup>	8.15% 8.45% 6.89% 0.08% 3.19% 0.98%					
RoCE% <sup>(8)</sup>						



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(Please Scan the QR code to view the RHP)

# RUKMANI DEVI GARG AGRO IMPEX LIMITED

Our Company was originally incorporated as a private limited company in the name and style of "Rukmani Devi Garg Agro Impex Private Limited" under the provisions of the erstwhile Companies Act, 1956 vide certificate of incorporation dated April 17, 1998 issued by Registrar of Companies, Rajasthan, Jaipur. Subsequently, our Company was converted from a private limited company to a public limited company, pursuant to a resolution passed in the Extraordinary general meeting of our members held on March 08, 2024 and consequently, the name of our Company was changed to "Rukmani Devi Garg Agro Impex Limited", and a fresh certificate of incorporation consequent upon conversion from private company to public company dated June 18, 2024 was issued by the Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies, Central Processing Centre. The Corporate Identification Number of our Company is U24246RJ1998PLC014771. For details of change in name and registered office of our Company, see "History and Certain Corporate Matters- History and Background" and "History and Certain Corporate Matters- Changes in the Registered Office" on page 149 of the Red Herring Prospectus ("RHP") dated September 22, 2025.

Registered Office: Plot No. 7, Bhanshah Mandi Anantpura, Kota, Rajasthan - 324005, India | Corporate Office: N.A. | Contact Person: Mrs. Ayushi Agrawal, Company Secretary & Compliance Officer | Telephone: + 91 7891517187 Email Id: info@rdgagro.com | Website: www.rdgagro.com | Corporate Identity Number: U24246RJ1998PLC014771

THE PROMOTERS OF OUR COMPANY ARE: MR. VISHAL GARG, MRS. ANU GARG AND RDG CAPITAL PRIVATE LIMITED

THE ISSUE IS BEING THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX (INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("SEBI ICDR REGULATIONS")

## THE ISSUE

INITIAL PUBLIC ISSUE OF 23,76,000 EQUITY SHARES OF FACE VALUE ₹ 10/- EACH ("EQUITY SHARES") OF RUKMANI DEVI GARG AGRO IMPEX LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [•] PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING TO ₹ [•] LAKHS (THE "ISSUE"), OF WHICH 1,20,000 EQUITY SHARES AGGREGATING TO ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 22,56,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS IS HERINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.77% AND 25.42% RESPECTIVELY OF THE POST ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 265 OF THE RHP.

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

PRICE BAND: ₹ 93 TO ₹ 99 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 9.3 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 9.9 TIMES THE FACE VALUE OF THE EQUITY SHARES

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FY 2024-2025 AT THE FLOOR PRICE IS 7.98 TIMES AND AT THE CAP PRICE IS 8.50TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 2400 EQUITY SHARES AND IN MULTIPLE OF 1200 EQUITY SHARES THEREAFTER.

## BID/ISSUE PROGRAMME

**BID/ISSUE OPENS ON: FRIDAY, SEPTEMBER 26, 2025**  
**BID/ISSUE CLOSES ON: TUESDAY, SEPTEMBER 30, 2025 ^\***

\*Company in consultation with BRLM has decided that no participation by anchor investors will be considered in the IPO.

^ UPI Mandate end time shall be at 5:00 pm on the Bid/Issue closing date.

Incorporated in 1998, we carry on the business of agricultural produce aggregator namely for wheat, mustard, coriander, maize, flax seeds, soyabean, mustard doc and as processor of agricultural produce, namely wheat. We sell the agricultural produce and the processed wheat to corporates, flour mills, solvent-extraction plant/ oil mills and agriculture-processors across India. Further, we also sell our processed wheat under our brand "Sharbati", "Happyfamily" and "Taj Mahal" through our network of dealers and distributors across, Rajasthan, Uttar Pradesh, Maharashtra, Haryana, Punjab, Delhi and Chandigarh ("Branded sales").

THE ISSUE IS BEING THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX (INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("SEBI ICDR REGULATIONS")

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED ("BSE SME").

## DETAILS OF ALLOCATION

• QIB CATEGORY: NOT MORE THAN 50% OF THE NET ISSUE

• INDIVIDUAL INVESTORS CATEGORY: NOT LESS THAN 35% OF THE NET ISSUE

• NON INSTITUTIONAL INVESTOR CATEGORY: NOT LESS THAN 15% OF THE NET ISSUE

• MARKET MAKER RESERVATION PORTION: 1,20,000 EQUITY SHARES OF 5.05 % OF THE ISSUE SIZE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RHP AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER

In accordance with the recommendation of the independent Directors of our Company, pursuant to their resolution dated September 22, 2025 the above provided price band is justified based on quantitative factors/ KPIs disclosed in the "Basis for Issue Price" beginning on page 94 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in "Basis for Issue Price" beginning on page 94 of the RHP and provided below in the advertisement.

## RISKS TO INVESTORS

For details refer to section titled "Risk Factors" on page 28 of RHP

i. Risk to Investors: Summary Description of Key Risk Factors Based on Materiality.

1. We derive our revenue from trading in agricultural commodities, procurement of which is heavily dependent on third party suppliers.  
2. Our products are in the nature of commodities and their prices are subject to fluctuations that may affect our profitability.  
3. Our business is subject to seasonal volatility, which may contribute to fluctuations in our results of operations and financial condition.  
4. Our Company has experienced negative cash flows in some prior periods and may do so in the future, which could have a material adverse effect on our business, prospects, financial condition, cash flows and results of operations.  
5. Substantial portion of our revenues has been dependent upon few customers. The loss of any one or more of our major customers would have a material adverse effect on our business, cash flows, results of operations and financial condition.

ii. Details of suitable ratio of our Company and its peers group for the latest full financial year

Name of the Company	CMP	Face Value (₹)	Revenue from Operations (₹ in Lakhs)	EPS (Basic) (₹)	EPS (Diluted) (₹)	EBITDA (₹ in Lakhs)	P/E*	Return on Net Worth (%)	Net Worth (₹ in Lakhs)	Net Asset Value Per Equity Share (₹)	Return on Equity (%)	Return On Capital Employed (%)
Rukmani Devi Garg Agro Impex Limited*	[•]	10	24,437.53	7.72	7.72	1263.91	[•]	20.18%	2,485.65	38.24	23.35	15.61
Listed Peers*												
NHC Foods Limited	1.10	10	20,924.40	0.11	0.11	1469.00	10.00	8.45%	2,777.04	23.43	8.15	12.99
Neelkanth Limited (Formerly known as RT Exports Limited)	49.44	10	571.85	0.02	0.02	15.34	2472.00	3.14%	958.42	21.99	0.08	0.51

Notes:

Financial information for Company is derived from the Restated Consolidated Financial Statement for the year ended March 31, 2025.

For listed peers:

a. All the financial information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and is sourced from the annual reports/annual results as available of the respective company for the year ended March 31, 2025 submitted to stock exchanges.

b. P/E Ratio has been computed based on the closing market price (CMP) of equity shares on the Stock Exchange on September 19, 2025, divided by the Basic/Diluted EPS as applicable, except in the case of Neelkanth Limited, where the CMP as on September 01, 2025 has been considered.

c. Return on Net Worth (%) = Net Profit for the year divided by Average Net-Worth (Total Equity) for the year.

d. NAV per share is computed as the Net-Worth (Total Equity) divided by the outstanding number of equity shares at the end of the year.

iii. Weighted Average Return on Net worth (RoNW)

Return on Net Worth (RoNW) as per Restated Consolidated Financial Statements

Financial Year	Return on Net Worth (%)	Weights
March 31, 2023	2.39%	1
March 31, 2024	20.18%	2
March 31, 2025	23.35%	3
Weighted Average	18.80%	

Note: Return on Net worth has been calculated as per the following formula:

1. Return on Net Worth (%) = Net Profit (Loss) after tax as restated attributable to Equity Shareholders / Net worth as restated as at year/period end.

2. Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

3. Net worth means the aggregate value of the paid-up equity share capital premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of miscellaneous expenditure (to the extent not adjusted or written off) and the debit balance of the profit and loss account.

iv. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI

a) The price per share of our Company (as adjusted for corporate actions, including split, bonus issuances) based on the primary/ new issue of Equity Shares or convertible securities (excluding Equity Shares issued under the ESOP Scheme and issuance of Equity Shares pursuant to a bonus issue) during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid up share capital of our Company in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Primary Transactions")

There has been no issuance of Equity Shares, during the 18 months preceding the date of the Red Herring Prospectus, excluding shares issued under ESOP/ESOS and issuance of bonus shares, where such issuance is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.

b) The price per share of our Company (as adjusted for corporate actions, including split, bonus issuances) based on the secondary sale / acquisition of Equity Shares or convertible securities involving any of the Promoters, members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Secondary Transactions").

There has been no Secondary Transactions involving any of the Promoters, members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company, in a single transaction or multiple transactions combined together over a span of 30 days.

c) Since there are no eligible transactions of our Company reported in (a) or (b) above in accordance with paragraph (9)(K)(4)(a) of the SEBI ICDR Regulations, the price per Equity Share of our Company based on the last five primary or secondary transactions in Equity Shares (secondary transactions where the Promoters/ Promoter Group entities or Shareholders having the right to nominate director on the Board are a party to the transaction) not older than 3 years prior to the date of filing of the Red Herring Prospectus has not been computed.

Since there are no such transactions to report to under (a) and (b) above, information based on last five primary or secondary transactions (secondary transactions where our Promoters/members of our Promoter Group or Shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), during the three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions, is as below

## BASIS FOR ISSUE PRICE

### 1. Basic and Diluted Earnings per Share (EPS)

Financial Year	Basic and Diluted EPS (₹)	Weights
March 31, 2023	0.73	1
March 31, 2024	7.72	2
March 31, 2025	11.65	3
Weighted Average	8.52	

Notes:

• Earnings per Equity Share (Basic & Diluted) = Restated profit for the period/year attributable to the Equity Shareholders /Weighted average number of Equity Shares outstanding during the period/year.

• Weighted Average EPS = Aggregate of Year wise weighted EPS divided by the Aggregate weights i.e. (EPS \* Weights) for each year/ Total Weights]

• Earnings per share calculations are in accordance with accounting standard.

• The above statement should be read with significant accounting policies and notes on Restated Consolidated Financial Statements as appearing in the Restated Consolidated Financial Statements.

• The face value of the Equity Shares is ₹10 each

• The figures disclosed above are derived from the Restated Consolidated Financial Statements.

2. Price/Earning ("P/E") ratio in relation to Price Band of ₹ 93 to ₹ 99 per Equity Share:

Particulars	P/E at the Floor Price (number of times)	P/E at the Cap Price (number of times)
Based on Basic EPS for Fiscal 2025*	7.98	8.50
Based on Diluted EPS for Fiscal 2025*		

\*To be updated at the Prospectus stage.

### 3. Industry Peer Group P/E ratio

Based on the peer group information (excluding our Company) given below in this chapter, the highest

....Continued from previous page

2. Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/total of weights.	
3. Net worth means the aggregate value of the paid-up equity share capital or premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of miscellaneous expenditure (to the extent not adjusted or written off) and the debit balance of the profit and loss account.	
5. Net Asset Value per Equity Share:	
Particulars	₹ per share
Net Asset Value per Equity Share as of March 31, 2023 (₹ in Lakhs)	30.52
Net Asset Value per Equity Share as of March 31, 2024 (₹ in Lakhs)	38.24
Net Asset Value per Equity Share as of March 31, 2025 (₹ in Lakhs)	49.89
After the Issue*	
- At Floor Price	61.43
- At Cap Price	63.03
At Issue Price	[●]

\*Issue Price per Equity Share will be determined on conclusion of the Book Building Process

Notes:

(i) Net Asset Value per Equity Share is calculated as Net worth attributable to the Equity Shareholders of our Company as at the end of financial period/year divided by the weighted average number of Equity Shares used in calculating basic earnings per share.

(ii) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, and after deducting, if any the aggregate value of the accumulated losses.

(iii) The figures disclosed above for the Financial Year ended March 31, 2025, March 31, 2024 and March 31, 2023, are based on the Restated Consolidated Financial Statements of the Company.

For further details, please refer to chapter titled "Restated Consolidated Financial Statements" on page 185 of the Red Herring Prospectus.

## 6. KEY FINANCIAL AND OPERATIONAL PERFORMANCE INDICATORS ("KPIs")

Key Performance Indicators (KPIs) are imperative to the Financial and Operational performance evaluation of the company. However, KPIs disclosed below shall not be considered in isolation or as substitute to the Restated Consolidated Financial Statements. In the opinion of our Management the KPIs disclosed below shall be supplementary tool to the investor for evaluation of the Company. The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help it in analysing the growth of various verticals in comparison to our Company's peers, and other relevant and material KPIs of the business of our Company that have a bearing for arriving at the basis for Issue Price have been disclosed below.

The tables below set forth the details of our certain financial data based on our Restated Consolidated Financial Statements, and KPIs that our Company considers have a bearing for arriving at the basis for the Issue Price. All the financial data based on our Restated Consolidated Financial Statements, operational metrics and KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 22, 2025 and the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of the Red Herring Prospectus. Further, the KPIs herein have been certified by M/s Sarupria Somani & Associates, by their certificate dated September 22, 2025, who hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India, and has been included in "Material Contracts and Documents for Inspection - Material Documents" on page 333 of the Red Herring Prospectus.

The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help it in analysing the growth of business verticals in comparison to our peers.

The KPIs of our Company have been disclosed in the chapters "Business Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on page 119 and 219 of the Red Herring Prospectus respectively. We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" on page 2 of the Red Herring Prospectus.

Our Company confirms that it shall continue to disclose all the KPIs included in this chapter on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilization of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue chapter, whichever is later or for such other duration as may be required under the SEBI (ICDR) Regulations, 2018.

Set forth below are KPIs which have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of various verticals of the Company that have a bearing for arriving at the basis for the Issue Price.

## Key Performance Indicators of our Company

Particulars*	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Revenue from Operations (₹ in Lakhs) <sup>(i)</sup>	32,699.50	24,437.53	24,805.19
Growth in Revenue from Operations (%) <sup>(i)</sup>	33.81% (14.8%)	NA	
EBITDA (₹ in Lakhs) <sup>(i)</sup>	1,263.91	817.24	308.01
EBITDA Margin (%) <sup>(i)</sup>	3.87% 3.34% 1.24%		
Restated Profit After Tax (₹ in Lakhs) <sup>(i)</sup>	757.07	501.72	47.39
PAT Margin (%) <sup>(i)</sup>	2.32% 2.05% 0.19%		
Net Worth (₹ in Lakhs) <sup>(i)</sup>	3,242.73	2,485.65	1,983.93
Capital Employed (₹ in Lakhs) <sup>(i)</sup>	8,164.10	5,170.07	4,496.70
ROE (%) <sup>(i)</sup>	23.35%	20.18%	2.39%
ROCE (%) <sup>(i)</sup>	15.61%	16.60%	7.11%
Net Debt / EBITDA Ratio <sup>(ii)</sup>	3.88	3.27	6.36
Debt Equity ratio <sup>(iii)</sup>	1.52	1.08	1.27

\* As certified by our Statutory Auditor, M/s. Sarupria Somani & Associates, Chartered Accountants, pursuant to their certificate dated September 22, 2025.

Notes:

(1) Revenue from Operations means the Revenue from operations as appearing in the Restated Consolidated Financial Statements.

(2) Growth in Revenue from Operations (%) is calculated as Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.

(3) EBITDA is calculated as restated profit / (loss) before tax for the period / year, plus finance costs and depreciation and amortisation expense reduced by other income.

(4) EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.

(5) PAT Margin (%) is calculated as Profit After Tax for the year/period divided by Revenue from Operations.

(6) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, and after deducting, if any the aggregate value of the accumulated losses.

(7) Capital Employed is calculated as total equity plus total borrowings and deferred tax liabilities minus intangible assets.

(8) Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth.

(9) Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.

-Earnings before interest and tax is calculated as restated profit / (loss) for the period / year plus total tax expense / (credit) plus finance costs.

(10) Net Debt-EBITDA Ratio is calculated as Net Debt divided by EBITDA. Net Debt is calculated as total borrowings less cash and cash equivalents.

(11) Debt-Equity Ratio is calculated as Debt divided by total equity.

## Explanation of KPI Metrics:

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business.
Growth in Revenue from Operations	Growth in Revenue from Operations provides information regarding the growth of our business for respective periods
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business
PAT Margin (%)	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business
Networth	Net worth is used by the management to ascertain the total value created by the entity and provides a snapshot of current financial position of the entity
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders' funds.
RoCE (%)	RoCE provides how efficiently our Company generates earnings from the capital employed in the business.
NetDebt / EBITDA Ratio	It represents how many years it would take for our Company to pay back its debt if net debt and EBITDA are held constant
Debt Equity ratio	This gearing ratio compares shareholders' equity to company debt to assess the company's amount of leverage and financial stability

## 7. Comparison with industry peers

While our listed peers (mentioned below), like us, operate in similar industry. Our business may be different in terms of differing business models, different product or focus areas or different geographical presence and hence, may not be strictly comparable.

Particulars	NHC Foods Limited			Neelkanth Limited (Formerly known as RT Exports Limited)		
	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2025	March 31, 2024	March 31, 2023
Revenue from operations <sup>(i)</sup> (₹ in Lakhs)	34,141.34	20,924.40	16,356.04	494.08	571.85	317.17
Growth in Revenue from Operations <sup>(i)</sup> (%)	63.17% 27.93% 6.95% (13.60%)			80.30% (39.09%)		
EBITDA <sup>(i)</sup> (₹ in Lakhs)	1,469.00	581.62	615.99	15.34	41.18	31.21
EBITDA Margin% <sup>(i)</sup>	4.30% 2.78% 3.71% 3.10%			9.84% 7.20%		
PAT <sup>(i)</sup> (₹ in Lakhs)	669.42	234.74	175.64	0.77	30.14	9.02
PAT Margin% <sup>(i)</sup>	1.96% 1.12% 1.07% 0.16%			2.84% 5.27%		
Net Worth <sup>(i)</sup> (₹ in Lakhs)	8,212.78	2,777.04	2,548.96	959.10	958.42	929.03
Capital Employed	11,156.78	5,936.95	4,887.53	995.08	1,005.32	985.88
RoE <sup>(i)</sup>	8.15	8.45%	6.89%	0.08	3.19%	0.98%
RoCE <sup>(i)</sup>	12.99	18.03%	16.19%	0.51	0.04%	0.02%

- Revenue from operations means the revenue from operations as appearing in the audited standalone financial statements
- Growth in revenue from operations (%) is calculated as revenue from operations of the relevant period minus revenue from operations of the preceding period, divided by revenue from operations of the preceding period.
- EBITDA is calculated as Profit before tax + Depreciation & amortisation + Finance Cost - Other Income.
- EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.
- PAT Margin (%) is calculated as PAT for the period/year divided by revenue from operations.
- Net worth is aggregate value of the paid-up equity share capital of the Company and all reserves created out of the profits, securities premium account and debit or credit balance of profit and loss account, excluding revaluation reserves if any, as per Restated Consolidated Financial Statements.
- Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth attributable to the owners of the company.
- Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.
- Earnings before interest and tax is calculated as restated profit / (loss) for the period / year plus total tax expense / (credit) plus finance costs.
- Capital Employed is calculated as total equity plus total borrowings and deferred tax liabilities minus intangible assets.
- Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth.
- Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.
- Earnings before interest and tax is calculated as restated profit / (loss) for the period / year plus total tax expense / (credit) plus finance costs.
- Net Debt-EBITDA Ratio is calculated as Net Debt divided by EBITDA. Net Debt is calculated as total borrowings less cash and cash equivalents.
- Debt-Equity Ratio is calculated as Debt divided by total equity.

8. Set forth below are the details of comparison of key performance of indicators with our listed industry peers:

Name of the Company	CMP	Face Value (₹)	Revenue from Operations (₹ in Lakhs)	EPS (Basic) (₹)	EPS (Diluted) (₹)	P/E*	Return on Net Worth (%)	Net Worth (₹ in Lakhs)	Net Asset Value per Equity Share (₹)
Rukmani Devi Gang Agro Impex Limited*	[●]	10	24,437.53	7.72	7.72	[●]	20.18%	2,485.65	38.24
<b>Listed Peers*</b>									
NHC Foods Limited	1.10	10	20,924.40	0.11	0.11	10.00	8.45%	2,777.04	23.43
Neelkanth Limited (Formerly known as RT Exports Limited)	49.44	10	571.85	0.02	0.02	2472.00	3.14%	958.42	21.99

Notes:

Financial information for Company is derived from the Restated Consolidated Financial Statement for the year ended March 31, 2025.

For listed peers:

- All the financial information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and is sourced from the annual reports/annual results as available of the respective company for the year ended March 31, 2025 submitted to stock exchanges.
- P/E Ratio has been computed based on the closing market price (CMP) of equity shares on the Stock Exchange on September 19, 2025, divided by the Basic/Dil



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# RUKMANI DEVI GARG AGRO IMPEX LIMITED

Our Company was originally incorporated as a private limited company in the name and style of "Rukmani Devi Garg Agro Impex Private Limited" under the provisions of the erstwhile Companies Act, 1956 vide certificate of incorporation dated April 17, 1998 issued by Registrar of Companies, Rajasthan, Jaipur. Subsequently, our Company was converted from a private limited company to a public limited company, pursuant to a resolution passed in the Extraordinary general meeting of our members held on March 08, 2024 and consequently, the name of our Company was changed to "Rukmani Devi Garg Agro Impex Limited", and a fresh certificate of incorporation consequent upon conversion from private company to public company dated June 18, 2024 was issued by the Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies, Central Processing Centre. The Corporate Identification Number of our Company is U24246RJ1998PLC014771. For details of change in name and registered office of our Company, see "History and Certain Corporate Matters- History and Background" and "History and Certain Corporate Matters- Changes in the Registered Office" on page 149 of the Red Herring Prospectus ("RHP") dated September 22, 2025.

Registered Office: Plot No. 7, Bhamashah Mandi Anantpura, Kota, Rajasthan - 324005, India; | Corporate Office: N.A. | Contact Person: Mrs. Ayushi Agrawal, Company Secretary & Compliance Officer | Telephone: +91 7891517187 Email Id: info@rdgagro.com; | Website: www.rdgagro.com | Corporate Identity Number: U24246RJ1998PLC014771

THE PROMOTERS OF OUR COMPANY ARE: MR. VISHAL GARG, MRS. ANJU GARG AND RDG CAPITAL PRIVATE LIMITED

THE ISSUE IS BEING THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX (INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("SEBI ICDR REGULATIONS")

## THE ISSUE

INITIAL PUBLIC ISSUE OF 23,76,000 EQUITY SHARES OF FACE VALUE ₹ 10/- EACH ("EQUITY SHARES") OF RUKMANI DEVI GARG AGRO IMPEX LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [•] PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING TO ₹ [•] LAKHS (THE "ISSUE"), OF WHICH 1,20,000 EQUITY SHARES AGGREGATING TO ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 22,56,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS IS HERINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.77% AND 25.42% RESPECTIVELY OF THE POST ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 265 OF THE RHP.

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

PRICE BAND: ₹ 93 TO ₹ 99 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 9.3 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 9.9 TIMES THE FACE VALUE OF THE EQUITY SHARES

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FY 2024-2025 AT THE FLOOR PRICE IS 7.98 TIMES AND AT THE CAP PRICE IS 8.50TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 2400 EQUITY SHARES AND IN MULTIPLE OF 1200 EQUITY SHARES THERAFTER.

## BID/ISSUE PROGRAMME

**BID/ISSUE OPENS ON: FRIDAY, SEPTEMBER 26, 2025**  
**BID/ISSUE CLOSES ON: TUESDAY, SEPTEMBER 30, 2025 ^ \***

\*Company in consultation with BRLM has decided that no participation by anchor investors will be considered in the IPO.

^ UPI Mandate end time shall be at 5:00 pm on the Bid/Issue closing date.

Incorporated in 1998, we carry on the business of agricultural produce aggregator namely for wheat, mustard, coriander, maize, flax seeds, soyabean, mustard doc and as processor of agricultural produce, namely wheat. We sell the agricultural produce and the processed wheat to corporates, flour mills, solvent-extraction plant/ oil mills and agriculture-processors across India. Further, we also sell our processed wheat under our brand "Sharbat", "Happyfamily" and "Taj Mahal" through our network of dealers and distributors across, Rajasthan, Uttar Pradesh, Maharashtra, Haryana, Punjab, Delhi and Chandigarh ("Branded sales").

THE ISSUE IS BEING THROUGH BOOK BUILDING PROCESS IN ACCORDANCE WITH CHAPTER IX (INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("SEBI ICDR REGULATIONS")

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED ("BSE SME").

## DETAILS OF ALLOCATION

### • QIB CATEGORY: NOT MORE THAN 50% OF THE NET ISSUE

### • INDIVIDUAL INVESTORS CATEGORY: NOT LESS THAN 35% OF THE NET ISSUE

### • NON INSTITUTIONAL INVESTOR CATEGORY: NOT LESS THAN 15% OF THE NET ISSUE

### • MARKET MAKER RESERVATION PORTION: 1,20,000 EQUITY SHARES OR 5.05 % OF THE ISSUE SIZE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RHP AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER

In accordance with the recommendation of the Independent Directors of our Company, pursuant to their resolution dated September 22, 2025 the above provided price band is justified based on quantitative factors/ KPIs disclosed in the "Basic for Issue Price" beginning on page 94 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in "Basic for Issue Price" beginning on page 94 of the RHP and provided below in the advertisement.

## RISKS TO INVESTORS

For details refer to section titled "Risk Factors" on page 28 of RHP

i. Risk to Investors: Summary Description of Key Risk Factors Based On Materiality.

1. We derive our revenue from trading in agricultural commodities, procurement of which is heavily dependent on third party suppliers.  
2. Our products are in the nature of commodities and their prices are subject to fluctuations that may affect our profitability.  
3. Our business is subject to seasonal volatility, which may contribute to fluctuations in our results of operations and financial condition.  
4. Our Company has experienced negative cash flows in some prior periods and may do so in the future, which could have a material adverse effect on our business, prospects, financial condition, cash flows and results of operations.  
5. Substantial portion of our revenues has been dependent upon few customers. The loss of any one or more of our major customers would have a material adverse effect on our business, cash flows, results of operations and financial condition.

ii. Details of suitable ratios of our Company and its peer group for the latest full financial year

Name of the Company	CMP	Face Value (₹)	Revenue from Operations (₹ in Lakhs)	EPS (Basic)	EPS (Diluted)	EBITDA (₹ in Lakhs)	P/E*	Return on Net Worth (%)	Net Worth (₹ in Lakhs)	Net Asset Value Per Equity Share (₹)	Return on Equity (%)	Return On Capital Employed (%)
Rukmani Devi Garg Agro Impex Limited*	[•]	10	24,437.53	7.72	7.72	1263.91	[•]	20.18%	2,485.65	38.24	23.35	15.61
<b>Listed Peers*</b>												
NHC Foods Limited	1.10	10	20,924.40	0.11	0.11	1469.00	10.00	8.45%	2,777.04	23.43	8.15	12.99
Neelkanth Limited (Formerly known as RT Exports Limited)	49.44	10	571.85	0.02	0.02	15.34	2472.00	3.14%	958.42	21.99	0.08	0.51

Notes:

Financial information for Company is derived from the Restated Consolidated Financial Statement for the year ended March 31, 2025.

For listed peers:

a. All the financial information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and is sourced from the annual reports/annual results as available of the respective company for the year ended March 31, 2025 submitted to stock exchanges.

b. P/E Ratio has been computed based on the closing market price (CMP) of equity shares on the Stock Exchange on September 19, 2025, divided by the Basic/Diluted EPS as applicable, except in the case of Neelkanth Limited, where the CMP as on September 01, 2025 has been considered.

c. Return on Net Worth (%) = Net Profit for the year divided by Average Net-Worth (Total Equity) for the year.

d. NAV per share is computed as the Net-Worth (Total Equity) divided by the outstanding number of equity shares at the end of the year

iii. Weighted Average Return on Net worth (RoNW)

Return on Net Worth (RoNW) as per Restated Consolidated Financial Statements

Financial Year	Return on Net Worth (%)	Weights
March 31, 2023	2.39%	1
March 31, 2024	20.18%	2
March 31, 2025	23.35%	3
<b>Weighted Average</b>	<b>18.80%</b>	

Note: Return on Net worth has been calculated as per the following formula:

1. Return on Net Worth (%) = Net Profit (Loss) after tax as restated attributable to Equity Shareholders / Net worth as restated as at year/period end.

2. Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

3. Net worth means the aggregate value of the paid-up equity share capital premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of miscellaneous expenditure (to the extent not adjusted or written off) and the debit balance of the profit and loss account.

iv. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI

a) The price per share of our Company (as adjusted for corporate actions, including split, bonus issuances) based on the primary/ new issue of Equity Shares or convertible securities (excluding Equity Shares issued under the ESOP Scheme and issuance of Equity Shares pursuant to a bonus issue) during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid up share capital of our Company in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Primary Transactions")

There has been no issuance of Equity Shares, during the 18 months preceding the date of the Red Herring Prospectus, excluding shares issued under ESOP/ESOS and issuance of bonus shares, where such issuance is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days ("Secondary Transactions").

There has been no Secondary Transactions involving any of the Promoters, members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of our Company, in a single transaction or multiple transactions combined together over a span of 30 days

c) Since there are no eligible transactions of our Company reported in (a) or (b) above in accordance with paragraph (9)(K)(4)(a) of the SEBI ICDR Regulations, the price per Equity Share of our Company based on the last five primary or secondary transactions in Equity Shares (secondary transactions where the Promoters/ Promoter Group entities or Shareholders having the right to nominate director on the Board are a party to the transaction) not older than 3 years prior to the date of filing of the Red Herring Prospectus has not been computed.

Since there are no such transactions to report to under (a) and (b) above, information based on last five primary or secondary transactions (secondary transactions where our Promoters/members of our Promoter Group or Shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), during the three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions, is as below



The "Basic for issue price" on page 94 of the RHP has been updated with the above price band. Please refer to the website of the BRLM www.brlsec.in or scan the given QR code for the "Basic for issue price" updated with the above price band.

The Price Band and the Issue Price will be determined by our Company in consultation with the Book Running Lead Manager, on the basis of assessment of market demand for the Equity Shares issued through the Book Building Process and on the basis of quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹10 each and the Issue Price is [•] times the Floor Price and [•] times the Cap Price, and Floor Price is [•] times the face value and the Cap Price is [•] times the face value.

Investors should refer chapters titled "Risk Factors", "Business Overview", "Restated Consolidated Financial Statements" and "Management Discussion and Analysis of Financial Condition and Results of Operations" on page 28, 119, 185 and 219 respectively of the Red Herring Prospectus to get an informed view before making an investment decision. The trading price of the Equity shares of our Company could decline due to risk factors and you may lose all or part of your investments.

Qualitative Factors

We believe that some of the qualitative factors and our strengths which form the basis for computing the Issue Price are:

1. Long-standing relationship with our customers from diverse industry;
2. Large scale procurement and storage capabilities;
3. Strategically located and fully automated processing unit;
4. Consistent focus on quality; and
5. Strong promoter background and an experienced and entrepreneurial management team with a proven track record and a high degree of employee ownership.

For further details, see "Business Overview" on page 119 of the Red Herring Prospectus.

QUANTITATIVE FACTORS

Some of the information presented below, relating to us, is derived from the Restated Consolidated Financial Statements. For details, see "Restated Consolidated Financial Statements" on page 185 of the Red Herring Prospectus. Some of the quantitative factors which may form the basis for computing the Issue Price are as follows:

## BASIS FOR ISSUE PRICE

### 1. Basic and Diluted Earnings per Share (EPS)

Financial Year	Basic and Diluted EPS (in ₹)	Weights
March 31, 2023	0.73	1
March 31, 2024	7.72	2
March 31, 2025	11.65	3
<b>Weighted Average</b>	<b>8.52</b>	

Notes:

• Earnings per Equity Share (Basic & Diluted) = Restated profit for the period/year attributable to the Equity Shareholders /Weighted average number of Equity Shares outstanding during the period/year.

• Weighted Average EPS = Aggregate of Year wise weighted EPS divided by the Aggregate weights i.e. (EPS \*Weights for each year / Total Weights)

• Earnings per share calculations are in accordance with accounting standard.

• The above statement should be read with significant accounting policies and notes on Restated Consolidated Financial Statements as appearing in the Restated Consolidated Financial Statements.

....Continued from previous page

Particulars	₹ per share
Net Asset Value per Equity Share as of March 31, 2023 (₹ in Lakhs)	30.52
Net Asset Value per Equity Share as of March 31, 2024 (₹ in Lakhs)	38.24
Net Asset Value per Equity Share as of March 31, 2025 (₹ in Lakhs)	49.89
After the Issue*	
- At Floor Price	61.43
- At Cap Price	63.03
At Issue Price	●

\* Issue Price per Equity Share will be determined on conclusion of the Book Building Process

Notes:

- (i) Net Asset Value per Equity Share is calculated as Net worth attributable to the Equity Shareholders of our Company as at the end of financial period/year divided by the weighted average number of Equity Shares used in calculating basic earnings per share
- (ii) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, and after deducting, if any the aggregate value of the accumulated losses.
- (iii) The figures disclosed above for the Financial Year ended March 31, 2025, March 31, 2024 and March 31, 2023, are based on the Restated Consolidated Financial Statements of the Company.
- For further details, please refer to chapter titled "Restated Consolidated Financial Statements" on page 185 of the Red Herring Prospectus.

#### 6. KEY FINANCIAL AND OPERATIONAL PERFORMANCE INDICATORS ("KPIs")

Key Performance Indicators (KPIs) are imperative to the Financial and Operational performance evaluation of the company. However, KPIs disclosed below shall not be considered in isolation or as substitute to the Restated Consolidated Financial Statements. In the opinion of our Management the KPIs disclosed below shall be supplementary tool to the investor for evaluation of the Company. The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help it in analysing the growth of various verticals in comparison to our Company's peers, and other relevant and material KPIs of the business of our Company that have a bearing for arriving at the Basis for Issue Price have been disclosed below.

The tables below set forth the details of our certain financial data based on our Restated Consolidated Financial Statements, and KPIs that our Company considers have a bearing for arriving at the basis for the Issue Price. All the financial data based on our Restated Consolidated Financial Statements, operational metrics and KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 22, 2025 and the members of the Audit Committee have verified the details of all KPIs pertaining to the Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of the Red Herring Prospectus. Further, the KPIs herein have been certified by M/s Sarupria Somani & Associates, by their certificate dated September 22, 2025, who hold a valid Certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India, and has been included in "Material Contracts and Documents for Inspection - Material Documents" on page 333 of the Red Herring Prospectus.

The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help it in analysing the growth of various verticals in comparison to our peers.

The KPIs of our Company have been disclosed in the chapters "Business Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on page 119 and 219 of the Red Herring Prospectus respectively. We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" on page 2 of the Red Herring Prospectus.

Our Company confirms that it shall continue to disclose all the KPIs included in this chapter on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilization of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue chapter, whichever is later or for such other duration as may be required under the SEBI (ICDR) Regulations, 2018.

Set forth below are KPIs which have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of various verticals of the Company that have a bearing for arriving at the Basis for the Issue Price.

#### Key Performance Indicators of our Company

Particulars*	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
Revenue from Operations (₹ in Lakhs) <sup>(1)</sup>	32,699.50	24,437.53	24,805.19
Growth in Revenue from Operations (%) <sup>(2)</sup>	33.81% (1.48%)	NA	
EBITDA (₹ in Lakhs) <sup>(3)</sup>	1,263.91	817.24	308.01
EBITDA Margin (%) <sup>(4)</sup>	3.87%	3.34%	1.24%
Restated Profit After Tax (₹ in Lakhs)	757.07	501.72	47.39
PAT Margin (%) <sup>(5)</sup>	2.32%	2.05%	0.19%
Net Worth (₹ in Lakhs) <sup>(6)</sup>	3,242.73	2,485.65	1,983.93
Capital Employed (₹ in Lakhs) <sup>(7)</sup>	8,164.10	5,170.07	4,496.70
ROE (%) <sup>(8)</sup>	23.35%	20.18%	2.39%
ROCE (%) <sup>(9)</sup>	15.61%	16.60%	7.11%
Net Debt / EBITDA Ratio <sup>(10)</sup>	3.88	3.27	6.36
Debt Equity ratio <sup>(11)</sup>	1.52	1.08	1.27

\* As certified by our Statutory Auditor, M/s. Sarupria Somani & Associates, Chartered Accountants, pursuant to their certificate dated September 22, 2025

#### Notes:

- (1) Revenue from Operations means the Revenue from operations as appearing in the Restated Consolidated Financial Statements.
- (2) Growth in Revenue from Operations (%) is calculated as Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.
- (3) EBITDA is calculated as restated profit / (loss) before tax for the period / year, plus finance costs and depreciation and amortisation expense reduced by other income
- (4) EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations
- (5) PAT Margin (%) is calculated as Profit After Tax for the year/period divided by Revenue from Operations
- (6) Net worth means the aggregate value of the paid-up equity share capital and all reserves created out of the profits, securities premium account and debit or credit balance of profit and loss account, and after deducting, if any the aggregate value of the accumulated losses.
- (7) Capital Employed is calculated as total equity plus total borrowings and deferred tax liabilities minus intangible assets.
- (8) Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth attributable to the owners of the company.
- (9) Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed. -Earnings before interest and tax is calculated as restated profit / (loss) for the period / year plus total tax expense / (credit) plus finance costs.
- (10) Net Debt-EBITDA Ratio is calculated as Net Debt divided by EBITDA. Net Debt is calculated as total borrowings less cash and cash equivalents.
- (11) Debt-Equity Ratio is calculated as Debt divided by total equity.

#### Explanation of KPI Metrics:

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
Growth in Revenue from Operations	Growth in Revenue from Operations provides information regarding the growth of our business for respective periods
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin (%)	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business
Net worth	Net worth is used by the management to ascertain the total value created by the entity and provides a snapshot of current financial position of the entity.
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders' funds.
RoCE (%)	RoCE provides how efficiently our Company generates earnings from the capital employed in the business.
Net Debt / EBITDA	It represents how many years it would take for our Company to pay back its debt if net debt and EBITDA are held constant.
Debt Equity ratio	This gearing ratio compares shareholders' equity to company debt to assess the company's amount of leverage and financial stability

#### 7. Comparison with industry peers

While our listed peers (mentioned below), like us, operate in similar industry, Our business may be different in terms of differing business models, different product or focus areas or different geographical presence and hence, may not be strictly comparable.

Particulars	NHC Foods Limited (Formerly known as RT Exports Limited)					
	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2025	March 31, 2024	March 31, 2023
Revenue from operations <sup>(1)</sup> (₹ in Lakhs)	34,141.34	20,924.40	16,356.04	494.08	571.85	317.17
Growth in Revenue from Operations <sup>(2)</sup>	63.17%	27.93%	6.95%	(13.60%)	80.30%	(39.09%)
EBITDA <sup>(3)</sup> (₹ in Lakhs)	1,469.00	581.62	615.99	15.34	41.18	31.21
EBITDA Margin% <sup>(4)</sup>	4.30%	2.78%	3.77%	3.10%	7.20%	9.84%
PAT (₹ in Lakhs)	669.42	234.74	175.64	0.77	30.14	9.02
PAT Margin % <sup>(5)</sup>	1.96%	1.12%	1.07%	0.16%	5.27%	2.84%
Net Worth <sup>(6)</sup> (₹ in Lakhs)	8,212.78	2,777.04	2,548.96	959.10	958.42	929.03
Capital Employed (₹ in Lakhs)	11,156.78	5,936.95	4,887.53	995.08	1,005.32	985.88
RoE% <sup>(7)</sup>	8.15	8.45%	6.89%	0.08	3.19%	0.98%
RoCE% <sup>(8)</sup>	12.99	18.03%	16.19%	0.51	0.04%	0.02%

(1) Revenue from operations means the revenue from operations as appearing in the audited standalone financial statements

(2) Growth in revenue from operations (%) is calculated as revenue from operations of the relevant period minus revenue from operations of the preceding period, divided by revenue from operations of the preceding period.

(3) EBITDA is calculated as Profit before tax + Depreciation & amortisation + Finance Cost - Other Income.

(4) EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.

(5) PAT Margin % is calculated as PAT for the period/year divided by revenue from operations.

(6) Net worth is aggregate value of the paid-up equity share capital of the Company and all reserves created out of the profits, securities premium account and debit or credit balance of profit and loss account, excluding revaluation reserves if any, as per Restated Consolidated Financial Statements.

(7) Return on Equity (%) refers to restated profit for the year/period attributable to equity shareholders of our Company divided by Net worth attributable to the owners of the company.

(8) Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.

-Earnings before interest and tax is calculated as restated profit / (loss) for the period / year plus total tax expense / (credit) plus finance costs.

(9) Return on Capital Employed is calculated as earnings before interest and taxes divided by Capital Employed.

-Earnings before interest and tax is calculated as restated profit / (loss) for the period / year plus total tax expense / (credit) plus finance costs.

(10) Net Debt-EBITDA Ratio is calculated as Net Debt divided by EBITDA. Net Debt is calculated as total borrowings less cash and cash equivalents.

(11) Debt-Equity Ratio is calculated as Debt divided by total equity.

b) The price per share of our Company (as adjusted for corporate actions, including split, bonus issues) based on the secondary sale / acquisition of Equity Shares or convertible securities involving any of the Promoters,

members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Secondary Transactions").

There has been no Secondary Transactions involving any of the Promoters, members of the Promoter Group or Shareholders with rights to nominate directors during the 18 months preceding the date of filing of the Red Herring Prospectus, where the acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days.

c) Since there are no eligible transactions of our Company reported in (a) or (b) above in accordance with paragraph (9)(k)(4)(a) of the SEBI (ICDR) Regulations, the price per Equity Share of our Company based on the last five primary or secondary transactions in Equity Shares (secondary transactions), where the Promoters/ Promoter Group entities or Shareholders having the right to nominate director on the Board are a party to the transaction) not older than 3 years prior to the date of filing of the Red Herring Prospectus has not been computed.

Since there are no such transactions to report to under (a) and (b) above, information based on last five primary or secondary transactions (secondary transactions, where our Promoters/members of our Promoter Group or Promoter Selling Shareholder or Shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), during the three years prior to the date of the Red Herring Prospectus irrespective of the size of the transaction, is as below.

Date of allotment/ transaction	No. of Equity Shares	Face value per Equity Share (₹)	Issue price/ Transfer price per Equity Share (₹)	Nature of allotment/ transaction	Total consideration (₹ in lakhs)
I. Primary Transactions	NIL	NIL	NIL	NIL	NIL
II. Secondary Transactions					
March 13, 2024	500	10	44.00	Transfer	Cash 0.22
March 13, 2024	100	10	44.00	Transfer	Cash 0.04
March 13, 2024	100	10	44.00	Transfer	Cash 0.04
March 13, 2024	100	10	44.00	Transfer	Cash 0.04
I. WACA of Equity Shares based on primary issuances undertaken during the three immediately preceding years	</				

