

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



(Please scan QR Code to view this Addendum)

ROCKINGDEALS CIRCULAR ECONOMY LIMITED
CIN: U29305DL2002PLC116354

Our Company was originally incorporated on July 29, 2002 as a Private Limited Company as “Technix Electronics Private Limited” vide Registration No. 116354 under the provisions of the Companies Act, 1956 with the Registrar of Companies, N.C.T. of Delhi and Haryana. Pursuant to a special resolution passed by the Shareholders at their Extraordinary General Meeting held on April 20, 2023, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to “Technix Electronics Limited” and a Fresh Certificate of Incorporation consequent to Conversion was issued on July 10, 2023 by the Registrar of Companies, NCT of Delhi. Subsequently, pursuant to a special resolution passed by our shareholder in the Extra – Ordinary General Meeting held on August 04, 2023 the name of our Company was changed to “Rockingdeals Circular Economy Limited” and a Fresh Certificate of Incorporation was issued on August 17, 2023 by the Registrar of Companies, Delhi. The Corporate Identification Number of our Company is U29305DL2002PLC116354. For further details of change in name and change in Registered Office of our Company, please refer to section titled ‘Our History and Certain Other Corporate Matters’ beginning on page 109 of the Draft Red Herring Prospectus.

Registered Office: Shop Kh No 424 Basement Ghitorni Gadaipur South West Delhi-110030

Corporate Office: 12/3, Milestone, Near Sarai Metro Station, Mathura Road, Faridabad, Haryana 121003

Tel: +91- 83760 36354; **E-mail:** compliance@rockingdeals.in ; **Website:** <https://www.rockingdeals.in/>;

Contact Person: Ms. Deepika Dixit, Company Secretary and Compliance Officer;

OUR PROMOTERS: MR. AMAN PREET, MRS. KULBIR CHOPRA AND MRS. AVNEET CHORPA

PUBLIC ISSUE OF 15,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (“EQUITY SHARES”) OF ROCKINGDEALS CIRCULAR ECONOMY LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ [●] PER EQUITY (THE “ISSUE PRICE”) AGGREGATING TO ₹ [●] LAKH (“THE ISSUE”) COMPRISING OF A FRESH ISSUE OF 15,00,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH (THE “FRESH ISSUE”) OF WHICH 85,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 14,15,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH (THE “NET ISSUE”). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.51% AND 25.00% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

PRICE BAND: ₹ [●] to ₹ [●] PER EQUITY SHARE OF FACE VALUE OF ₹ 10/- EACH AND THE ISSUE PRICE IS [●] TO [●] TIMES OF THE FACE VALUE AT THE LOWER PRICE BAND AND THE UPPER PRICE BAND RESPECTIVELY. BID CAN BE MADE FOR MINIMUM OF [●] EQUITY SHARES AND THE MULTIPLES OF [●] EQUITY SHARES THEREAFTER.

Potential Bidders may note the following:

1. The following changes or updation will be incorporated in the RHP in order to maintain the consistency in unit of financial figures:

As the restated financials numbers are presented in hundreds, the financial figures being extracted from these restated financials, being re-presented where ever in the RHP shall be in 100's. Further, there will be consistency of presenting the financials in one unit only.

2. The Following Changes or Updation have been incorporated under the chapter “Risk Factor” of the Red Herring Prospectus:

- Existing Risk Factor No. 18 of DRHP has been shifted to Risk factor No. 08 in the RHP;
- New Risk Factor is added as Risk Factor no. 09 for object of the issue for which funds are being raised are not been appraised by independent agency;
- New Risk Factor is added as Risk Factor No. 10, for reliance on future purchases from SSL E-Waste Management LLP;
- New Risk Factor is added as Risk Factor No. 11, for company has not obtained Fire NOC;

- e) *New Risk Factor is added as Risk Factor No. 12 for “Risk emanating from related party transactions entered into by the company in the past and future”;*
- f) *New Risk Factor is added as Risk Factor No. 13 for “Our business is subject to seasonality (as we see higher demand of our products from our customers during the festive seasons), which may contribute to fluctuations in our periodical results of operations and financial condition.”;*
- g) *Risk Factor No. 14 of DRHP “Properties taken on lease or rent” has been updated by updating the details of the property situated at 5N/44A, K.C. Road, Near, BTW, NIT 5, Faridabad (Haryana); and*
- h) *Risk Factor No. 15 of DRHP has been updated as the property situated at 5N/44A, K.C. Road, Near, BTW, NIT 5, Faridabad (Haryana) is under notice period for vacation.*

Note: Due to reshuffling or addition/deletion of new risk factors, the sequence of the risk factors in DRHP has been changed.

3. The following Changes or updation has been made under the Chapter “object of the Issue” of the Draft Red Herring Prospectus.

- a) *We have updated the “Detailed Rationale for Increase in Working Capital” of the company as appearing on page no. 64 of DRHP in RHP; and*
- b) *Under heading “Brand Positioning, Marketing & Advertisement” as appearing on page no. 64 of the DRHP we have inserted the “Plan of Action” in the RHP;*
- c) *Company has updated the quotes as appearing on page no. 65 of DRHP, in the RHP.*

4. The following changes or updation has been made under the chapter “Our Business” of the Draft Red Herring Prospectus.

- a) *We have updated the details of our “Strategic Partnership & Tie-ups” as given on page no. 90 of the DRHP under the heading “Strategic Partnership & Tie-ups” in RHP;*
- b) *We have elaborated the term “So Called Used Products” defined under the heading “WHAT WE OFFER THROUGH RE-COMMERCE?” under page no. 91 of the DRHP;*
- c) *We have updated the existing content under the heading “Our Business Strategy” as appearing at page no. 95 in the RHP;*
- d) *We have deleted the lines “Our dedicated team of trained technicians works tirelessly to breathe new life into pre-owned items, transforming them into premium-grade products that are as good as new.” as written on page no. 95 of DRHP under the heading “our classification centre” in the RHP;*
- e) *We have deleted the lines “In our organization, we have established a continuous process aimed at fostering growth. Our primary objective is to leverage our relationships and continually improve customer satisfaction” under the heading “Leveraging our Market skills and Relationships” as given on page no. 96 of the DRHP;*
- f) *We have updated the table of “Human Resource” on page no. 99 by inserting the details of Mr. Tarun Goel as Executive Director and Mr. Pragyan and Ms. Asha Garg in B2B-Telecommunication team.*
- g) *We have inserted the table for “Product Wise Revenue Bifurcation” tables for past 3 years and stub period on the basis of products sold by the company, below the table of “Human resource as given on page no. 99 of the DRHP;*
- h) *We have updated the no. of technicians i.e team of 5 technicians, in the heading “our classification centre:” as appearing on page no. 95 of the DRHP;*
- i) *We have updated the sub-heading “B2B Partner/ Vendor Channel” as appearing on page no. 98 of the DRHP in the RHP;*
- j) *We have updated the table of “Human Resource” as appearing on page no. 99 of DRHP, as our company has appointed two (02) more employees in the company;*
- k) *Point no. 05 of the table- Details of business location/property as given on page no. 104 of DRHP has been updated.*

5. The following changes or updation has been made under the chapter “Key Regulations and Policies in India” of the Draft Red Herring Prospectus.

- a) *We have inserted the “E-Waste (Management) Rules, 2022” under Key Industry Rules & Regulations.*

6. The following changes or updation has been made under the chapter “Our Management” of the Draft Red Herring Prospectus.

- a) *We have updated the profile of Mrs. Kulbir Chopra and Ms. Avneet Kaur, promoters of the company, we have added their educational qualification and past professional (working) experiences in the profiles as given on page no. 117 of the DRHP;*
- b) *We have updated the details of Mr. Tarun Goel, our Executive Additional Director in Board of Directors table.*
- c) *We have also updated the profile of Mr. Tarun Goel under heading “BRIEF PROFILE OF THE DIRECTORS OF OUR COMPANY”;*
- d) *We have included the professional experience in profile of Mrs Avneet Chopra;*
- e) *We have added a table for the details of Mr. Tarun Goel under heading “TERMS AND CONDITIONS OF EMPLOYMENT OF THE DIRECTORS”;*
- f) *We have updated the details of Mr. Tarun Goel under heading” SHAREHOLDING OF DIRECTORS IN OUR COMPANY”;*
- g) *We have updated the details of Mr. Tarun Goel under the heading “Changes in The Board for the Last Three Years”;*

- h) The revised "Management Organisation Structure" is updated as we have appointed 02 new employee in our company; and*
- i) The revised table of relatives of promoter group has been updated on page no. 129 of the DRHP.*

7. The following changes or updation has been made under the chapter "Financial Information" of the Draft Red Herring Prospectus.

- a) We have duly updated the Note 4 of Restated Financial Statement provided on page no. 151 of the DRHP in the RHP;*
- b) We have duly updated the reason for increase in total income as on June 30, 2023, under heading "Revenue from operations" in "MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION"*
- c) We have duly updated the reason for increase in PAT in FY 23 compared with FY 22 under heading "Net Profit after Tax and Extraordinary items" in "MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION"*
- d) We have duly updated the reason for increase in income in FY 22 compared with FY 21 under heading "Increase in Income" in "MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION"*
- e) We have duly updated the point no. 10 – The Extent to which the business is seasonal, as given under heading "INFORMATION REQUIRED AS PER ITEM (II) (C) (I) OF PART A OF SCHEDULE VI TO THE SEBI REGULATIONS" on page no 184 of the DRHP:*
- f) reason for increase in PAT in FY 23 compared with FY 22 under heading "Net Profit after Tax and Extraordinary items" in "MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION"*

8. The following changes or updation has been made under the chapter "Government and Other Approval" of the Draft Red Herring Prospectus.

- a) The current status of our Business-Related Certifications in row no. 5 & 6 as given on page no. 197 is updated in the RHP;*
- b) Below the table of Business-Related Certification, as given on page no. 196 of DRHP, we have updated a statement as follows: "Our company is required to take the Fire Noc for our Registered Office, Corporate Office and Warehouses, we are in the process for fulfilling this requirement. Further except to approvals or licenses as mentioned in DRHP, there are no statutory approvals or licenses which is required from any competent authorities to carry out its lawful business operations at its Registered office, Corporate Office warehouses."*

9. The following Changes or updation has been made under chapter "Other Regulatory and Statutory Disclosures" of the Draft Red Herring Prospectus;

- a) On page no. 205 of DRHP we have duly updated the confirmation/ Certification to given by Merchant Banker as follows: ADDITIONAL CONFIRMATIONS/CERTIFICATION TO BE GIVEN BY MERCHANT BANKER IN DUE DILIGENCE CERTIFICATE TO BE GIVEN ALONG WITH ISSUE DOCUMENT REGARDING SME PLATFORM OF NSE.*

Points to be noted:

1. There may be additional changes in the relevant pages of the RHP, in order to incorporate the above stated changes.

The information in this Addendum supplements and updates the information in the Draft Red Herring Prospectus, as applicable, and the aforementioned changes are to be read in conjunction with the Draft Red Herring Prospectus. Accordingly, appropriate references in the Draft Red Herring Prospectus stand updated pursuant to this Addendum. Unless further updated, the changes pursuant to this Addendum, including the consequent changes to the relevant portions of the sections "Risk Factors", "Object of the Issue", "Our Business", "Financial Information", "Key Regulations and Policies In India", "Our Management" and "Government and Other Approvals" and "Other Regulatory and Statutory Disclosures" beginning on pages 20, 62, 88, 105, 139, 115 and 199, respectively, of the Draft Red Herring Prospectus, as a result of the abovementioned changes, there will be suitable updating in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, the SEBI and the Stock Exchange. Please note that the information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent stated in this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchange. Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision and should read the Red Herring Prospectus, as and when it is filed with the RoC, the SEBI and the Stock Exchange before making an investment decision with respect to the Offer.

The Equity Shares offered in the Offer have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and

sold (a) within the United States only to “qualified institutional buyers” (as defined in Rule 144A under the U.S. Securities Act and referred to in the Draft Red Herring Prospectus as “U.S. QIBs”) in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act, and (ii) outside the United States in offshore transactions in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur. For the avoidance of doubt, the term “U.S. QIBs” does not refer to a category of institutional investors defined under applicable Indian regulations and referred to in the Draft Red Herring Prospectus as “QIBs”. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

Place: New Delhi
Dated: 07.11.2023

For and on behalf of Rockingdeals Circular Economy Limited

Sd/-
Deepika Dixit
Company Secretary and Compliance Officer

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
 Corporate Capital Ventures CORPORATE CAPITALVENTURES PRIVATE LIMITED B1/E13, First Floor, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044, Tel: +91-11-41824066; Email: smeipo@ccvindia.com Investor Grievances Email Id- investor@ccvindia.com Website: www.ccvindia.com SEBI Registration: INM000012276 Contact Person: Mrs. Harpreet Parashar	 BIGSHARE SERVICES PRIVATE LIMITED S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai-400093, India. Tel No.: +91 – 22 – 6263 8200; Fax No.: +91 – 22 – 6263 8299 E-mail: ipo@bigshareonline.com Investor Grievances Email Id- investor@bigshareonline.com Website: www.bigshareonline.com SEBI Registration No.: INR000001385 Contact Person: Mr. Babu Rapheal C.
ISSUE PROGRAMME	
ISSUE OPENS ON: [●]	ISSUE CLOSES ON: [●]

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

SECTION III- RISK FACTORS

8. *The possibility of counterfeit or fake products could result in liability issues and harm our reputation.*

Our company engaged in the business of open boxed, excess inventory and refurbished products there are high chances of receiving counterfeit and fake products from our vendors, henceforth our business is exposed to the risk of product liability. Therefore, if our products found fake or counterfeit then it will lead to negative publicity which will harm the reputation and brand image of the company. Consequently, it has the potential to impact our business, financial positions and operational outcomes.

9. *The Objects of the Issue for which funds are being raised, are based on our management estimates and any bank or financial institution or any independent agency has not appraised the same.*

The objects of the Issue have not been appraised by any bank or financial institution. These are based on management estimates and current conditions and are subject to changes in external circumstances or costs, or in other financial condition, business or strategy. Based on the competitive nature of the industry, we may have to revise our management estimates and consequently our funding requirements may also change. The deployment of the funds towards the objects of the issue is entirely at the discretion of the Board of Directors/Management and is not subject to monitoring by external independent agency. However, the deployment of funds is subject to monitoring by our Audit Committee. Any inability on our part to effectively utilize the Issue proceeds could adversely affect our financials.

10. *Our company has entered into a partnership with the SSL E-Waste Management LLP, in future our company may rely on the future purchases.*

Recently, our company has entered into a partnership with SSL E-Waste Management LLP "SSL" for fulfilling our demand for the e-waste product. In future our company may procure the e-waste product from the SSL at a fair market value which in the past has been procured from our other vendors. Once the operations of this SSL will start our company has plan to procure the e-waste products from the SSL. Consequent to which our company may rely on the SSL for procurement of e-waste products. Such level of dependency on a supplier for e-waste product may poses a risk to our supply chain. In the event of any unanticipated external disruptions or conflict between the partners of the LLP, may result to affect the supply chain and could have an impact on revenue from e-waste product.

11. *We require certain registrations and permits to operate our business, and failure to obtain them in a timely manner or maintain the statutory and regulatory permits and approvals required to operate our business may adversely affect our operations and financial conditions.*

Our Company is not in possession of Fire NOC in respect of our registered office, corporate office and warehouses. Upon cognizance being taken by the appropriate authority, the Company and its officers in default may face penalties and/or prosecution under the extant provisions, which could have an adverse impact on our business, results of operations and cash flows. However, our company is in the process of making application for the fire NOC. For details regarding pending approvals, please refer to section titled "Government and Other Approvals" beginning on page [•] of the Red Herring Prospectus.

12. *"Our Company has in the past entered into related party transactions and may continue to do so in the future. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our Company's financial condition and results of operations"*

As on June 30, 2023, we have entered into related party transactions with our Promoter, Directors and Group Companies which are in compliance with applicable provisions of the Companies Act, 2013 and all other applicable laws. Whilst these related party transactions have been disclosed in our financial statements as per AS-18, and we believe that all such transactions have been conducted on an arms-length basis, we cannot assure you that we may not have achieved more favorable terms had such transactions been entered into with unrelated parties. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our business, prospects, results of operations and financial condition, including because of potential conflicts of interest or otherwise. For further details kindly refer to Note no. 31 of the Restated Financial Statement on page no. [•] of the

Draft Red Herring Prospectus.

13. Our business is subject to seasonality (as we see higher demand of our products from our customers during the festive seasons), which may contribute to fluctuations in our periodical results of operations and financial condition.

Our business is subject to seasonality as we see higher demand of our products from our customers during the festive seasons which generally starts from Dusshera/Diwali/ Christmas / New Year onwards and higher demand from clients in third and fourth quarter of financial year, these two quarters contribute around 70% of our total revenue. Accordingly, our results of operations and financial condition in one or two quarter/period may not accurately reflect the trends for the entire financial year and may not be comparable with our results of operations and financial condition for other quarters/periods. Additionally, any significant event such as unforeseen economic slowdown, political instabilities or epidemics during these peak seasons may adversely affect our business and results of operations.”

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

We operate our business from the following places which is taken by our company on lease or rent basis. As on date our company has registered office, one corporate office, one showroom and two warehouses.

Sr. No.	Details of Property	Name of Lessor/Owner	Purpose	Tenure	Validity upto	Rent (in Rs.)
1.	Shop Khasra No. 424, Basement, M.G. Road Ghitorni, New Delhi-110030	Rocking Deals Private Limited	Registered Office	11 Months	11.12.2023	2,20,000/- P.A.
2.	12/3 Milestone Near Sarai Metro Station, Mathura Road, Faridabad, Haryana - 121003	M/s Chopra & Electricals	Corporate Office & Warehouse	3 years	15.01.2025	6,56,250/- P.A.*
3.	Ground Floor, Plot No. 186, Sector 59, Ballabhgarh, Industrial Area – 121004,	Mr. Amanpreet	Warehouse	11 Months	01.07.2024	2,20,000/- P.A.
4.	Plot No. 180, Sector 58, Ballabhgarh, Industrial Area – 121004	M/s Rockingdeals Private Limited	Warehouse	11 Months	01.07.2024	2,20,000/- P.A.
5.	5N/44A, K.C. Road, Near, BTW, NIT 5, Faridabad (Haryana)	BK Malik HUF	Marketing Store	7 Months	30.11.2023	1,00,000/- P.M.

**subject to escalation rate of 5%*

The registered office and warehouse premises are owned by our promoter group Company M/s Rockingdeals Private Limited and our promoter Mr. Aman Preet. In case of conflict of Interest our company has required to vacate the premises.

Unless the lease of our premises is renewed, upon termination of the lease, we are required to return the premises office to the Lessor/Licensor. There can be no assurance that the term of the agreements will be renewed on commercially acceptable terms and in the event the Lessor/Licensor terminates or does not renew the agreements, we are required to vacate the said premises where operational activities are carried out. In such a situation, we have to identify and take alternative premises and enter into fresh lease or leave and license agreement at less favourable

terms and conditions to shift our registered office and operations. Such a situation could result in time overruns and may adversely affect our operations temporarily.

15. ***One of our lease agreement has not been registered as a result of which our operations may be affected.***

Our lease agreement for the store situated at 5N/44A, K.C. Road, Near, BTW, NIT 5, Faridabad (Haryana) has not been registered under the Registration Act 1908. The effect of non-registration is that the document is not an admissible as evidence in legal proceedings and parties to that agreement may not be able to legally enforce the same, except after paying a penalty for non-registration. The effect of non-registration, in certain cases, is to make the document inadmissible in legal proceedings. Any potential dispute due to non-compliance of local laws relating to registration may impact the operations of our Company. However, our company will vacate this premises on 30.11.2023

SECTION VII: PARTICULARS OF THE ISSUE

OBJECTS OF THE ISSUE

Detailed Rationale for increase in working capital requirements

The reasons for increase in working capital requirement in FY 24 as compared with FY 23.

1. As our company is in the process of tie-ups on exclusive basis for procuring the 100% inventory, in this regards our company has recently entered into purchase agreement with the following suppliers such as:
 - a) Luxury Personified LLP: Under this agreement, we will buy 100% of the excess inventory of Marshall, Dyson brands bought by the vendor at mutually decided rates.
 - b) Dhiren Polymers ('DP'): Under this agreement we will buy 100% of excess inventory of Sanjeev Kapoor/ DP inventory bought by Vendor at mutually decided rates.

Generally, when we enter into this type of purchase agreement, we have to deposits the security deposit with these suppliers. In the past, we have paid security deposit to our suppliers. Consequently, to which the need for working capital will increase in FY 24.

2. On an Average one brand tie up takes about 10.00 Lakhs of Security Deposits & 300 Lakhs of inventory holding.
3. Our Company is also negotiating with various vendors for better rates by paying them in advance or ahead of schedule.
4. As our company is planning to extend credit limits to our buying partners on selective basis. Our company has already started working on this initiative and extended the credit limit to few of our customers.
5. Company is also planning to extend its warehouses to other 3 regions of India (South, East & West). One warehouse of standard size takes about 500 to 600 Lakhs of inventory and 20-30 lakhs of rental deposits. All this shall result in increased requirement for working capital.

The reasons for increase in working capital requirement in FY 23 as compared with FY 22 as follows:

1. The company's turnover has been at same level around 1500 Lakhs, in order to drive better margins; company has repaid most of its creditors in advance or ahead of its time. Creditors has come down from Rs. 414.22 Lakhs to 5.33 Lakhs.
2. (a) Company has managed to keep other key elements of working capital well in control like maintaining inventory around same levels of 500.00 Lakhs.
(b) Realizing the money from debtors to bring down them from 347.55 Lakhs to 222.97 Lakhs. These elements put together has created a working capital gap, which is funded through Bank CC & internal accruals.

Plan of Action:

- ✓ **Engagement with advertising agency:** As our company has already taken the quotation from different agencies, our first move will be for finalizing of the agency which is cost effective to us. Further, Company may seek quotes from other agencies as well, in order to have the best quotes and services.
- ✓ **Script and Concept finalization:** After finalizing the advertising agency, since our company is dealing in re-commerce product, therefore we need to be very particular about our concept and script which reflects the business of our company in well-defined manner.
- ✓ **Shortlisting and finalizing the brand ambassador:** As our company targets the middle-class people or tier 2 or tier 3 cities. Therefore, our company will appoint that brand ambassador who can relate to that class.
- ✓ **Ad shooting & Digital Marketing:** After finalizing the script and the brand ambassador, by utilizing a mix of channels i.e. Google, Instagram, Digital Media etc we wish to market our company. Through this tactic we hope that our company is able to attract more customers to drive product sales.

The company has taken tentative cost and a quote from different agencies for the above said objective purpose, the agency are as follows:

1. Motif Global valid till 13.03.2024 and signed by Vivek Kumar.
2. AKJ Advertising valid till 13.03.2024 and signed by Ashwani.

SECTION VIII: ABOUT US

OUR BUSINESS

Strategic Partnerships & Tie-ups:

Our company has entered into various agreements and strategic partnerships which provide us the edge to expand our business.

Tie-Ups or Business Agreements:

✓ **Service Agreement with Shopclues:**

Recently, our company has entered into service agreement with “Shopclues”. Under which Shopclues provided an end-to-end e-commerce technology platform to setup an online store on shopclues. This agreement helped us to bring an unparalleled selection of high-quality deals and refurbished products to the customers at heavy discounts. This enables the target customers to identify our brand as well as our product portfolio and aided our understanding of the market segment and the customer’s demand preferences.

✓ **Purchase Agreement with various well-known brands:**

Our company has entered into various agreement with well-known brands to acquire their excess and open-boxed inventory We assist businesses in liquidating their surplus stock by providing an efficient and effective solution for managing excess inventory. Our company offers a platform to these well-known brands to enable these brands to quickly and easily dispose of their excess and open boxed inventory, which allowing them to free up their valuable space and resources.

Partnership Agreement

✓ **Strategic Partnership with SSL E – Waste Management LLP:**

Our company has entered into a strategic partnership with SSL E-Waste Management LLP, under which our company holds 50.01% of capital. SSL E-waste Management LLP (“SSL”) was formed to do business activity of - electronic products waste management in the year 2020. The Strategic partnership between SSL and Rockingdeals CE was agreed on April 03, 2023, through a Memorandum of Understanding.

SSL is a registered with the Haryana State Pollution Control Board (“HSPCB”) as Dismantling of E-Waste and holds the Grant of Consent Certificate issued by HSPCB. The LLP is yet to start its operations.

1. So Called Used Products:

"So-Called Used Products" refers to items that are nearly new, originally purchased by retail customers through various E-commerce platforms but subsequently returned for reasons such as:

- ✓ Receiving the wrong product or size.
- ✓ The product not meeting the customer's expectations, particularly in the case of footwear and apparel.
- ✓ Late delivery of the product to the customer.
- ✓ The customer no longer needing the product.
- ✓ The product not matching its description.
- ✓ The product having minor manufacturing defects, particularly in footwear and apparel.

These products are essentially new, but due to a single use or return, they are categorized as returned or used items. The issuer company source these types of products for customers who are ready and willing to purchase them because the quality of these products is almost like new. Additionally, these products are typically not used by the original customers, and the original manufacturers often provide warranty services for them. Therefore, these products offer a win-win situation for customers.

OUR BUSINESS STRATEGY:

We intend to continue to provide high quality deliveries to our customers and grow our business by leveraging our strengths and implementing the following strategies:

1. Maintaining Edge over competitors by introducing new categories of products

In past 2 years our company has expanded our current product line by introducing the different categories of product such as baggage, speaker, fans, laptops, desktops, books. Our company is focusing to expand the scope of our current product line and introducing new products in both the high-end and mid segments. As our company has 18 categories of SKUs which provide us the competitive advantage over our competitors. Further, as we procure all our products directly from known manufacturers and Tier-1 dealers, which benefit us directly in procuring the product at competitive prices.

2. Our Classification Centre

Our company has employed a team of 05 technicians who works on the pre-owned product and remove the minor defects and turn them into the working condition. With required working and quality checks, we ensure that every product leaving our facility is in good condition and ready to serve the end consumer. The Grades A, B, C, D and E has been detailed above.

3. Customer Relationship Management Initiative

Our company has established a in house call center located at the Corporate Office of our company at 12/3 Milestone, near Sarai Metro Station, Mathura Road, Faridabad, Haryana- 121003, with a team of 6 individuals under the customer relationship management initiative. It helps us to engage with our customers on a wider scale. Through this call center, we can provide personalized assistance, gather valuable feedback, and address inquiries promptly.

4. Targeting Lower Middle Class

The middle-class segment often seeks affordable alternatives that offer good value and comparable quality to good products. Our business model allows customers to save money by purchasing products at a reduced price. This can be especially beneficial for consumers who are looking for high-quality products at best discount prices.

Over the time, our management team introduce various categories of products at a competitive price. As a result, we now offer a wide range of products, including budget-friendly options as well as premium-quality smartphones, earphones, speakers, cosmetics, toys, and various accessories.

5. Sustainable & Circular Economy

Our company's focus on unboxed and pre-owned products which promotes the circular economy. Our business is contributing to the circular economy by increasing the lifespan of products by reusing the used products, which otherwise become waste. We are making a positive impact on both the environment and the economy by promoting the reuse of products.

6. Leveraging our Marketing Activities and Relationships

Our company is taking various steps for growth through marketing activities and by maintain relationship with our clients. To achieve this our company will start the marketing activities for this our company has taken an initiative for the customer relationship management and further our company has a plan to utilise the proceeds of IPO for brand position and marketing activities. Which help us to expand our geographical reach.

7. Focus on quality

Ensuring the quality of our offerings is a top priority for our company. It is essential to uphold our high-quality standards, as this promotes the customer satisfaction and encourages repeat orders from our clients. By maintaining consistent quality, we not only preserve our reputation but also strengthen our brand value, leading to increased business opportunities.

OUR COMPETITIVE STRENGTH:

The following are the key strengths which enable our Company to be competitive in this business:

1. B2B Partner/Vendor Channel:

Widespread vendors enable the remote and metro users to attract customers with great discounts and after sales support. This hassle-free service not just enable to save extra cost but also give varieties with many categories and many products. Further our company has also set up a call centre staffed with skilled individual to further deeply penetrate the PAN India footprints created by it over last few years. Our after sales services includes:

✓ **Product related queries:**

Under the product related queries, we generally receive the queries regarding the assembling or installation process of the products or appliances.

✓ **Brand Warranty (if any):**

Generally, our company do not offer the warranty on the products sell by our company in personal capacity but there are certain products on which the warranty is provided by the brand its self, the same benefit is being provided to the customers.

HUMAN RESOURCE

Our employees are the key to the success of our business. As on date, we have the total strength of **15** in various department as per the below details:

S. No.	Departments/Designation	No. of Employees
1.	Managing Director	1
2.	Executive Director	1
3.	Chief Financial Officer	1
4.	Financial & Secretarial Team	2
5.	Technical Team	5
6.	B2B- Telecommunication Team	6
7.	Sales Team (Outlet at NIT, Faridabad)	2
Total		18

PRODUCT WISE REVENUE BIFURCATION:

Up to June 30, 2023		
Categories	Amount in INR	%age
IT & ITES	3,27,12,701	34.14
SHA (Small Home Appliances)	1,97,12,857	20.57
Apparel & Footwear	1,49,65,957	15.62
Speakers	1,04,85,367	10.94
Fans	69,06,157	7.21

Large Appliances	41,96,720	4.38
Mix Items (SHA, Footwear, Electronic Items)	30,54,098	3.19
Kitchen Ware	28,97,976	3.02
Others	8,83,119	0.92
Total	9,58,14,953	100.00

FY 2022-23		
Categories	Amount in INR	%age
Mix Items (SHA, Footwear, Electronic Items)	8,44,85,550	56.29
Small Home Appliances and Electronic Items	1,94,49,078	12.96
Laptops, Desktops and Other Items	1,44,86,077	9.65
IT and ITES	86,91,719	5.79
Large Appliances	86,28,718	5.75
Footwear	56,86,270	3.79
Books and Periodicals	34,19,998	2.28
Speakers	30,09,987	2.01
Luggage Bags	10,16,253	0.68
Others	5,44,350	0.36
Fans and Other appliances	3,43,772	0.23
Toys	3,39,042	0.23
Grand Total	15,01,00,814	100.00

FY 2021-22		
Categories	Amount in INR	%age
Mix Items (SHA, Footwear, Electronic Items)	13,62,91,460	91.91
Household (Non-Electric items)	96,68,359	6.52
Glassware	23,21,822	1.57
Grand Total	14,82,81,641	100.00

FY 2020-21		
Categories	Amount in INR	%age
Mix Items (SHA, Footwear, Electronic Items)	8,87,66,369	84.09
Household - Non-Electric	90,15,166	8.54
Others	44,45,428	4.21
Glassware	33,36,250	3.16
Grand Total	10,55,63,213	100.00

DETAILS OF OUR BUSINESS LOCATIONS/ PROPERTIES:

We operate our activities from our registered office. Details of which are given below:

Sr. No.	Details of Property	Name of Lessor/Owner	Purpose	Tenure	Validity upto	Rent (in Rs.)
5.	5N/44A, K.C. Road, Near, BTW, NIT 5, Faridabad (Haryana)	BK Malik HUF	Marketing Store	7 Months	30.11.2026	1,00,000/- P.M.

SECTION VIII: ABOUT US

KEY REGULATIONS AND POLICIES IN INDIA

E-Waste (Management) Rules, 2022

The E-Waste (Management) Rules, 2022 notified on November 2, 2022 by the Ministry of Environment, Forest and Climate Change, Government of India which has effective from April 01, 2023. The rules are applicable to every manufacturer, producer refurbisher, dismantler and recycler involved in manufacture, sale, transfer, purchase, refurbishing, dismantling, recycling and processing of e-waste or electrical and electronic equipment listed in Schedule I, including their components, consumables, parts and spares which make the product operational but shall not apply to:

- a) waste batteries as covered under the Battery Waste Management Rules, 2022;
- b) packaging plastics as covered under the Plastic Waste Management Rules, 2016;
- c) micro enterprise as defined in the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006);
- d) radio-active wastes as covered under the provisions of the Atomic Energy Act, 1962 and rules made there under.

Our company is not required to register under the said rules because the we are not a manufacturer, producer, refurbished, dismantler and recycler as classified under the said rules however, the we may be classified as a Bulk Consumer in the above said rules.

SECTION VIII: ABOUT US

OUR MANAGEMENT

S.N.	Name	DIN	Category	Designation
1.	Aman Preet	00140021	Executive	Managing Director
2.	Tarun Goel	08759451	Executive	Additional Director
3.	Kulbir Chopra	03193553	Non- Executive	Director
4.	Avneet Chopra	08390596	Non-Executive	Director
5.	Ravtej Singh Teer	10172719	Non-Executive	Independent Director
6.	Prabhkamal Singh Sahni	10174405	Non-Executive	Independent Director

The following table sets forth certain details regarding the members of our Company's Board as on the date of this Draft Red Herring Prospectus:

S. No.	Name, DIN, Date of Birth, Qualification, Designation, Occupation, Address, Nationality and Term	Age	Other Directorship
1.	<p>Mr. Aman Preet</p> <p>Designation: Managing Director</p> <p>Address: J-510C Western Avenue Sanik Farms Delhi - 110062</p> <p>Date of Birth: October 03,1982</p> <p>Qualification: Bachelor of Science in Business Information System with Management</p> <p>Professional Qualification: 20 years of experience in Retailing Business since 2002.</p> <p>Occupation: Business</p> <p>Nationality: Indian</p> <p>Term: 5-year w.e.f April 01, 2023 (i.e March 31, 2028)</p> <p>Date of First Appointment*: May 10, 2005</p> <p>Date of Appointment as MD: April 01, 2023</p> <p>DIN: 00140021</p>	40	<p>Indian Companies:</p> <p>Private Companies:</p> <ul style="list-style-type: none"> • Rocking Deals Private Limited • Harkrishanji Products Private Limited <p>Section -8 Companies</p> <ul style="list-style-type: none"> • Goalcast Foundation

2.	<p>Mr. Tarun Goel</p> <p>Designation: Executive Additional Director</p> <p>Address: House No. 435, Phase 06, S.A.S. Nagar (Mohali), Punjab – 160055.</p> <p>Date of Birth: February 06,1991</p> <p>Qualification: B Tech and MBA from IIT Roorkee.</p> <p>Professional Qualification: 10 years of experience in E-Commerce, Category and Brand Management.</p> <p>Occupation: Professional</p> <p>Nationality: Indian</p> <p>Term: Up to the date of AGM for FY 2023-2024 w.e.f October 18, 2023</p> <p>Date of First Appointment: October 18, 2023</p> <p>DIN: 08759451</p>	32	<p>Indian Companies:</p> <p>Scaling Dreams Private Limited</p> <p>Zealdeal Ventures Private Limited</p>
2.	<p>Mrs. Kulbir Chopra</p> <p>Designation: Non- Executive Director</p> <p>Address: W-16, Western Avenue Sainik Farm New Delhi-110062</p> <p>Date of Birth: January 13, 1953</p> <p>Qualification: High School Graduate</p> <p>Professional Qualification: 20 years of experience in E-Commerce Industry since 2002.</p> <p>Occupation: Business</p> <p>Nationality: Indian</p> <p>Term: Liable to retire by rotation</p> <p>Date of Appointment: 29.07.2002</p> <p>DIN: 03193553</p>	70	<p>Indian Companies:</p> <p>Private Companies:</p> <ul style="list-style-type: none"> • Rocking Deals Private Limited • Harkrishanji Products Private Limited • Rockingdeals (HYD) Private Limited • Unbox Therapy Private Limited

3.	<p>Mrs. Avneet Chopra</p> <p>Designation: Non- Executive Director</p> <p>Address: J-510/C Western Avenue 16, Sanik Farms Delhi -110062</p> <p>Date of Birth: October 02, 1982</p> <p>Qualification: Master of Arts in International Business Management</p> <p>Professional Experience: 3 years of experience in market trends and consumer behaviors.</p> <p>Occupation: Business</p> <p>Nationality: Indian</p> <p>Term: Liable to retire by rotation</p> <p>Appointed on: March 21, 2023</p> <p>DIN: 08390596</p>	40	<p>Indian Companies:</p> <p>Private Companies:</p> <ul style="list-style-type: none"> Rocking Deals Private Limited
4.	<p>Mr. Ravtej Singh Teer</p> <p>Designation: Non- Executive Independent Director</p> <p>Address: 4/1, Alipore Park Road, Alipore H.O, Alipore, Kolkata, West Bengal, 700027</p> <p>Date of Birth: October 11, 1992</p> <p>Qualification: Bachelor of Business Administration in Marketing Management</p> <p>Professional Qualification: 10 years of Experience in marketing.</p> <p>Occupation: Professional</p> <p>Nationality: Indian</p> <p>Term: 5 years, Not Liable to retire by rotation</p> <p>Appointed on: May 30, 2023</p> <p>DIN: 10172719</p>	30	NIL

5.	<p>Mr. Prabhkamal Singh Sahni</p> <p>Designation: Non- Executive Independent Director</p> <p>Address: 296, Urban Estate Phase 1, Model Town, Ludhiana, Punjab-141002.</p> <p>Date of Birth: August 28, 1997</p> <p>Qualification: Mechanical Engineering</p> <p>Professional Qualification: 2.5 year of experience in Tractor Engineer Manufacturing.</p> <p>Occupation: Businessman</p> <p>Nationality: Indian</p> <p>Term: 5 years, Not Liable to retire by rotation</p> <p>Appointed on: May 30, 2023</p> <p>DIN: 10174405</p>	26	NIL
----	--	----	-----

BRIEF PROFILE OF THE DIRECTORS OF OUR COMPANY

Mrs. Kulbir Chopra aged 70 years is Promoter and Non- Executive Director of our company. She is a High School Graduate. She is an accomplished and results-driven Operation Head with extensive experience in managing operations. She possesses exceptional skills in team management, process improvement, and strategic planning, which have enabled her to consistently deliver outstanding results for our company. Kulbir is a highly respected leader who is known for her ability to build and motivate high-performing teams. She provides clear guidance and mentorship to her team members, empowering them to achieve their full potential and excel in their roles.

Mrs. Avneet Kaur aged 40 years, is a Promoter and Non- Executive Director of our company. She has been serving as director in Rockingdeals Private Limited since 2009. She has completed Masters of Arts in International Business Management with Merit from the University of Newcastle upon Tyne. She possesses knowledge of market trends, consumer behaviours. She possesses exceptional skills in sourcing, negotiating, and managing relationships with vendors and suppliers, which have enabled her to deliver superior results for our company in the past few months. Ms. Avneet is the Spouse of our Promoter Mr. Aman Preet, Ms. Avneet was looking after the family business, she was involved in the strategy making of the group company “Rockingdeals Private Limited” since the year 2017, however was not appointed as the director in RDPL the year 2017, later she joined the RDPL as director w.e.f 28.04.2019.

Mr. Tarun Goel aged 32 years, is an Additional Executive Director of our company. Tarun Goel is a sales and business enthusiast with 10 years of experience in e-Commerce, category and brand management. He is a BTech and MBA from IIT Roorkee. He started his career with a vertical marketplace (Syberplace) in Hyderabad initially heading sales and then overall procurement for them. He has worked in Shopclues, as head of the mobiles category for 4 year and then started to manage B2B and Cross Border Trade where he established sales on various channels. Currently, he is running his own company named Scaling Dreams Pvt Ltd, where he and his team help brands and manufacturers expand to online/offline channels for sales, procurement and operations.

TERMS AND CONDITIONS OF EMPLOYMENT OF THE DIRECTORS

i. Executive Directors

Name	Mr. Aman Preet
Designation	Managing Director
Period	5 years w.e.f April 01, 2023
Date of approval of shareholder	August 04, 2023
Remuneration	INR 36,00,000/- P.A.
Perquisite	As per the Rules of the Company

Name	Mr. Tarun Goel
Designation	Executive Additional Director
Period	Up to the date of AGM for FY 2023-2024 w.e.f October 18, 2023
Date of approval of shareholder	Appointed as Additional Director
Remuneration	INR 12,00,000/- P.A.
Perquisite	As per the Rules of the Company

SHAREHOLDING OF DIRECTORS IN OUR COMPANY

As per the Articles of Association of our Company, a director is not required to hold any shares in our Company to qualify him for the office of the Director of our Company. The following table details the shareholding in our Company of our Directors in their personal capacity, as on the date of this Draft Red Herring Prospectus:

Sr. No.	Name of the Directors	No. of Equity Shares held	% of pre-issue paid-up Equity Share capital in our Company
1.	Aman Preet	20,55,450	49.42
2.	Kulbir Chopra	16,23,270	39.03
3.	Avneet Chopra	30	Negligible
4.	Ravtej Singh Teer	-	-
5.	Prabhkamal Singh Sahni	-	-
6.	Tarun Goel	-	-

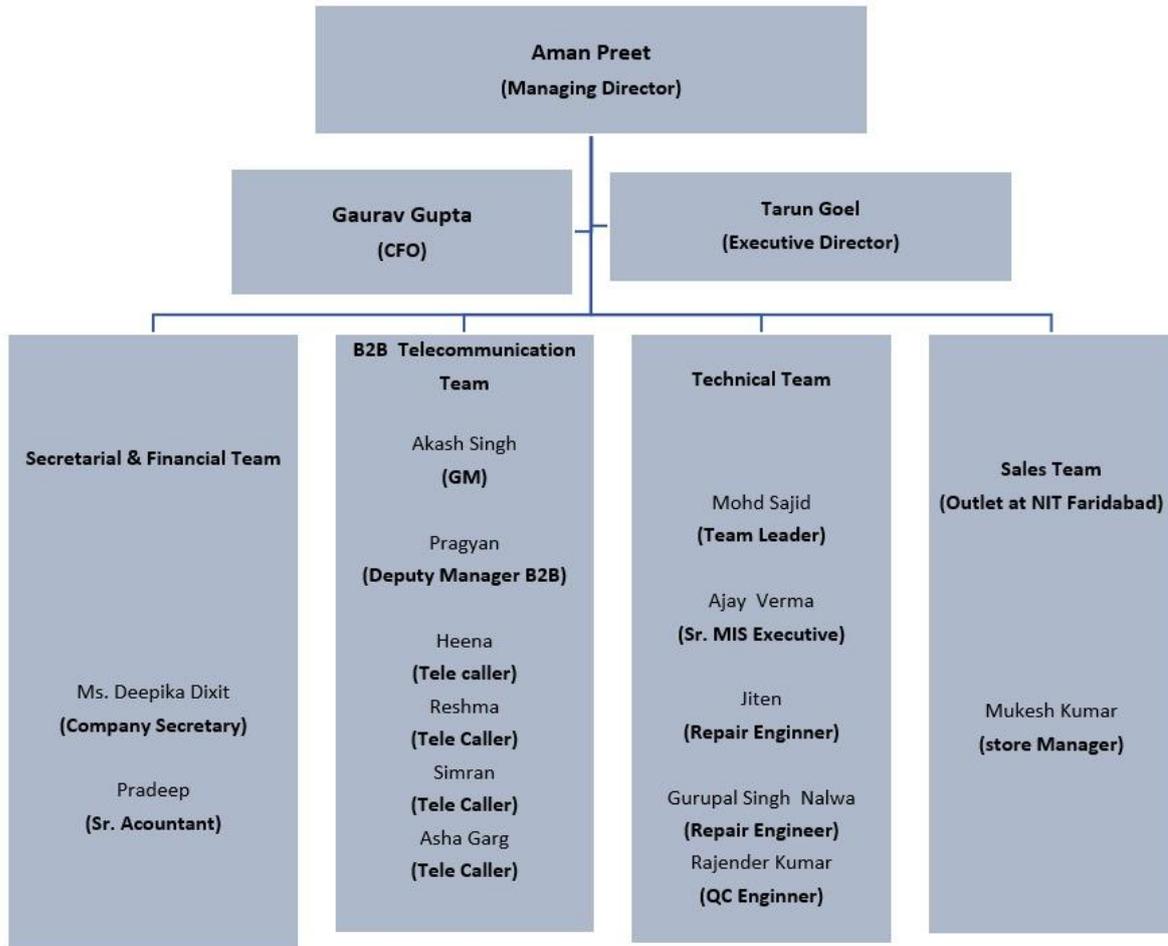
Changes in The Board for the Last Three Years

Save and except as mentioned below, there had been no change in the Directorship during the last three (3) years:

Name of Director	Date of Event	Reason for Change
H.P. Singh	November 07, 2020	Cessation due to death
Aman Preet	November 30, 2021	Change in designation as Executive Director
Aman Preet	April 01, 2023	Appointed as Managing Director
Avneet Chopra	March 21, 2023	Appointed as Additional Director
Prabhkamal Singh Sahni	May 30, 2023	Appointed as Non-Executive Independent Additional Director
Ravtej Singh Teer	May 30, 2023	Appointed as Non-Executive Independent Additional Director
Amanpreet	August 04, 2023	Regularization as a Managing Director
Avneet Chopra	August 04, 2023	Change in designation as Non – Executive Director
Prabhkamal Singh Sahni	August 04, 2023	Change in designation as Non-Executive Independent Director
Ravtej Singh Teer	August 04, 2023	Change in designation as Non-Executive Independent Director
Tarun Goel	October 18, 2023	Appointed as Executive Additional Director

Management Organization Structure

The Management Organization Structure of the company is depicted from the following chart;



A. Our Promoters

The natural persons who are part of our Promoter Group (due to the relationship with our Promoters), other than the Promoter named above are as follows:

Sr. No.	Relationship	Mr. Aman Preet	Mrs. Kulbir Chopra	Mrs. Avneet Chopra
1.	Father	Late H. P. Singh	Late Sardar Singh	Late Prabhjot Singh Chandok
2.	Mother	Kulbir Chopra	Late Jeet Kaur	Manmeet Kaur
3.	Spouse	Avneet Chopra	Late H.P. Singh	Amanpreet
4.	Brother	NA	Late Ranjit	N/A
5.	Sister	Preeti Singh	Amrit	N/A
6.	Son	Amaan Singh Chopra	Amanpreet	Amaan Singh Chopra
7.	Daughter	NA	Preeti Singh	N/A
8.	Spouse Father	Late Prabhjot Singh Chandok	Late Amir Tek Singh	Late H.P. Singh
9.	Spouse Mother	Manmeet Kaur Chandok	Late Surjeet Kaur	Kulbir Chopra
10.	Spouse Brother	NA	Late Inderpal	N/A
11.	Spouse Sister	NA	Late Meena	Preeti Singh

SECTION VII: PARTICULARS OF THE ISSUE

GOVERNMENT AND OTHER APPROVALS

BUSINESS RELATED CERTIFICATIONS

Our Company has received the following significant government and other approvals pertaining to our business:

Sr. No.	Authorization granted	Issuing Authority	Registration No. / Reference No. / License No. / Application No.	Date of Issue	Valid Upto
5.	Shop & Establishment Certificate for Warehouse Situated at Sector Plot No-186, Sector-59, Industrial Area, Faridabad-121004	Labour Department Govt. of Haryana	996815	13.09.2023	Exempted for Renewal
5.	Shop & Establishment Certificate for Warehouse Situated at Sector Plot No-186, Sector-58, Industrial Area, Faridabad-121004	Labour Department Govt. of Haryana	996418	Pending for Approval	-

SECTION IX: FINANCIAL INFORMATION
RESTATED FINANCIAL STATEMENTS

Note 04

Reserves And Surplus	As At 30th June 2023	As At 31st March 2023	As At 31st March 2022	As At 31st March 2021
	(Rs. In Hundreds)	(Rs. In Hundreds)	(Rs. In Hundreds)	(Rs. In Hundreds)
Securities Premium				
Opening Balance	2,92,283.40	2,92,283.40	2,92,283.40	2,92,283.40
Addition/(Deduction) during the year	(2,92,283.40)			
Closing Balance	-	2,92,283.40	2,92,283.40	2,92,283.40
Surplus				
Opening Balance	3,88,765.01	2,34,425.86	2,34,930.36	2,36,413.22
Add: Profit/(Loss) for the year	1,25,151.74	1,54,339.14	14,367.98	(1,482.86)
Less: Amount written off	-	-	(14,872.47)	-
Less: Bonus Issue during the year **	(63,340.70)		-	
Closing Balance	4,50,576.05	3,88,765.01	2,34,425.86	2,34,930.36
		-	-	
Total Reserves and Surplus	4,50,576.05	6,81,048.41	5,26,709.26	5,27,213.76

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION
REVIEW OF OPERATIONS FOR THE PERIOD ENDED JUNE 30, 2023
Income from Operations

During the Q1 of FY 23, there are 3 new brand tie ups.

1. Zara (Sudhi Enterprises)
2. Gizmore (Zazz Technologies)
3. One well known appliances brand of India

These new tie ups have significantly contributed to the increased turnover of the company.

FISCAL YEAR ENDED MARCH 31, 2023 COMPARED WITH THE FISCAL YEAR ENDED MARCH 31, 2022
Net Profit after Tax and Extraordinary items

Company's turnover has increased from Rs. 10,55,63,312 to Rs. 14,82,81,641 in FY 22 & loss of Rs. 1,48,286 has been changed to profit of Rs. 14,36,798. During 2022, Company has focused on increasing the sales and optimizing the cost structure for the company. Payroll cost is reduced from Rs. 1,30,74,808 to Rs. 69,69,815 and other expenses are reduced from Rs. 1,27,15,312 to Rs. 1,09,20,294.

During the year FY 2023, Company has focused to optimize the margins by keeping consistent level of activity. We have focused more on high margin deals and allocated more capital towards the same. As a result of this, Company is able to increase its gross margins from 15% to 30%. Increase in Gross Profit has resulted in significant increase in profit; keeping other costs constant.

FISCAL YEAR ENDED MARCH 31, 2022 COMPARED WITH THE FISCAL YEAR ENDED MARCH 31, 2021

Increase in Income

The major and primary reason for increase in revenue in FY22 is COVID only. During 2021 when COVID was at its peak, there was an overall slowdown in the business of our company due to which most of orders left unfulfilled in FY21.

Further, when the COVID started coming down, our business accelerated and the company started their fulfilling the previous orders, the company has increased its purchases from the e-commerce platform such as flipkart.

Further the company has also diversified the stock keeping unit under the mix category in to luggage, footwear, Small Home Appliances. All these reasons jointly helped the company with the increased sales in FY22.

INFORMATION REQUIRED AS PER ITEM (II) (C) (I) OF PART A OF SCHEDULE VI TO THE SEBI REGULATIONS:

10. The extent to which the business is seasonal:

Our business is subject to seasonality as we see higher demand of our products from our customers during the festive seasons which generally starts from Dusshera/Diwali/ Christmas / New Year onwards and higher demand from clients in third and fourth quarter of financial year, these two quarters contribute around 70% of our total revenue.

For Further details refer the Risk Factor No. 13, under the chapter titled "Risk Factors" on page No. 20 of the RHP.

SECTION XI - OTHER REGULATORY AND STATUTORY DISCLOSURES

ADDITIONAL CONFIRMATIONS/CERTIFICATION TO BE GIVEN BY MERCHANT BANKER IN DUE DILIGENCE CERTIFICATE TO BE GIVEN ALONG WITH ISSUE DOCUMENT REGARDING SME PLATFORM OF NSE.

1. WE CONFIRM THAT NONE OF THE INTERMEDIARIES NAMED IN THE DRAFT RED HERRING PROSPECTUS HAVE BEEN DEBARRED FROM FUNCTIONING BY ANY REGULATORY AUTHORITY.
 2. WE CONFIRM THAT ALL THE MATERIAL DISCLOSURES IN RESPECT OF THE ISSUER HAVE BEEN MADE IN DRAFT RED HERRING PROSPECTUS AND CERTIFY THAT ANY MATERIAL DEVELOPMENT IN THE ISSUER OR RELATING TO THE ISSUE UP TO THE COMMENCEMENT OF LISTING AND TRADING OF THE SPECIFIED SECURITIES ISSUED THROUGH THIS ISSUE SHALL BE INFORMED THROUGH PUBLIC NOTICES/ADVERTISEMENTS IN ALL THOSE NEWSPAPERS IN WHICH PRE-ISSUE ADVERTISEMENT AND ADVERTISEMENT FOR OPENING OR CLOSURE OF THE ISSUE HAVE BEEN GIVEN.
 3. WE CONFIRM THAT THE ABRIDGED DRAFT RED HERRING PROSPECTUS CONTAINS ALL THE DISCLOSURES AS SPECIFIED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 - **NOTED FOR COMPLIANCE.**
 4. WE CONFIRM THAT AGREEMENTS HAVE BEEN ENTERED INTO WITH THE DEPOSITORIES FOR DEMATERIALISATION OF THE SPECIFIED SECURITIES OF THE ISSUER.
 5. THE ISSUER HAS REDRESSED AT LEAST NINETY-FIVE PER CENT OF THE COMPLAINTS RECEIVED FROM THE INVESTORS TILL THE END OF THE QUARTER IMMEDIATELY PRECEDING THE MONTH OF FILING OF THE OFFER DOCUMENT WITH THE REGISTRAR OF COMPANIES. - **NOT APPLICABLE.**
 6. WE CONFIRM THAT UNDERWRITING AND MARKET MAKING ARRANGEMENTS AS PER REQUIREMENTS OF REGULATION 261 AND 262 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 HAVE BEEN MADE- **NOTED FOR COMPLIANCE.**
-