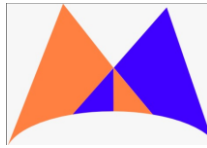


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BOOK BUILT ISSUE



RAMA TELECOM LIMITED
(Formerly known as Rama Telecom Private Limited)

Our Company was originally incorporated on July 12, 2004 at Kolkata, West Bengal as a Private Limited Company in the name and style of "Rama Telecom Private Limited" under the provisions of the Companies Act, 1956 vide Certificate of Incorporation bearing CIN: U64202WB2004PTC099086 issued by the Registrar of Companies, Kolkata. Further, our Company was converted into a Public Limited Company pursuant to Special Resolution passed by the shareholders of our Company at the Extra- Ordinary General Meeting held on August 12, 2024, and consequently the name of our Company was changed from "Rama Telecom Private Limited" to "Rama Telecom Limited" and a fresh certificate of incorporation dated November 25, 2024 pursuant to conversion from Private Limited Company to Public Limited Company was issued by the Registrar of Companies, Central Registration Centre bearing CIN: U64202WB2004PLC099086. For details of change in the name of our Company and address of Registered Office of our Company, see "History and Certain Corporate Matters" on page 249 of the Draft Red Herring Prospectus.

Registered Office and Corporate Office

Kamallalaya Centre 156A, Lenin Sarani, Room No-302, 3rd Floor Kolkata West Bengal-700013, Kolkata, West Bengal, India – 700013

Contact Person: Ms. Nidhi Sharma, Company Secretary and Compliance Officer; Tel: +91 62909 52944

E-mail: cs@ramatelecom.net; **Website:** www.ramatelecom.net

Corporate Identity Number: U64202WB2004PLC099086

OUR PROMOTERS: MR. RAMA KANT LAKHOTIA, MS. SIMRAN LAKHOTIA, MRS. NEENA LAKHOTIA & MS. NIKITA LAKHOTIA
ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED JANUARY 17, 2025 : NOTICE TO THE INVESTORS ("THE ADDENDUM")

INITIAL PUBLIC OFFER OF UPTO 36,96,000* EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF RAMA TELECOM LIMITED ("OUR COMPANY") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE"), AGGREGATING UP TO ₹ [●] LAKHS COMPRISING A FRESH ISSUE OF UPTO 36,96,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] LAKHS BY OUR COMPANY ("FRESH OFFER") OF WHICH UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LACS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE OFFER (THE "MARKET MAKER RESERVATION PORTION"). THE OFFER LESS MARKET MAKER RESERVATION PORTION I.E., NET OFFER OF UPTO [●] EQUITY SHARES AT AN OFFER PRICE OF ₹ [●] PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HERINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE [●] % AND [●] %, RESPECTIVELY OF THE POST OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

This is with reference to the Draft Red Herring Prospectus filed by the Company with the National Stock Exchange of India Limited ("NSE"). Potential Bidders may note the following:

- The Chapter titled "Definitions and Abbreviations" beginning on page 01 of the Draft Red Herring Prospectus with updated name of CFO
- The Chapter titled "Summary of Offer Document" beginning on page 28 of the Draft Red Herring Prospectus summary of our business updated
- The Chapter titled "Risk Factors" beginning on page 41 of the Draft Red Herring Prospectus has been updated with addition of certain risk factor and modification of internal risk factor
- The Chapter titled "General Information" beginning on page 83 of the Draft Red Herring Prospectus has been updated with details of CFO.
- The Chapter titled "Objects of the Offer" beginning on page 137 of the Draft Red Herring Prospectus has been updated with increase in working capital requirements, Break-up of short-term loans & advances and other current assets and other information.
- The Chapter titled "Basis Of Offer Price" beginning on page 158 of the Draft Red Herring Prospectus has been updated with comparison of Accounting ratios with listed peers and Comparison of Key Performance Indicators with peer group companies.
- The Chapter titled "Our Business" beginning on page 200 of the Draft Red Herring Prospectus has been updated to include the details of business overview, Segment-wise revenue bifurcation in %, competitive strengths, SWOT analysis, Business Model of Railways and timeline, Service-wise revenue bifurcation, Future plans of the company for Indian Railways, Competition, Human Resource and Intellectual Property
- The Chapter titled "History and Certain Corporate Matters" beginning on page 249 of the Draft Red Herring Prospectus has updated brief history of our company
- The Chapter titled "Our Management" beginning of page 254 of the Draft Red Herring Prospectus has been updated with board of directors, brief profile and compensation of whole-time director, changes in the board of directors in the last three years, management organisation chart, Key managerial personnel and changes in the key managerial personnel in the last 3 years.
- The Chapter titled "Management discussion and analysis" beginning of page 322 of Draft Red Herring Prospectus has been updated with category wise revenue bifurcation in %
- The Chapter titled "Government and Other Approvals" beginning of page 361 of Draft Red Herring Prospectus has been updated with intellectual property
- The Chapter titled "Other Regulatory and Statutory Disclosures" beginning of page 366 of Draft Red Herring Prospectus has been updated with Free Cash flow of Equity (FCFE)
- The Chapter titled "Declaration" beginning of page 473 of Draft Red Herring Prospectus has been updated with CFO name and PAN.

The above is to be read in conjunction with the Draft Red Herring Prospectus and accordingly their references in the Draft Red Herring Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Red Herring Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus. The information in this Addendum supplements the Draft Red Herring Prospectus and updates the information in the Draft Red Herring Prospectus, as applicable. However, this Addendum does not reflect all the changes that have occurred between the date of filing of the Draft Red Herring Prospectus and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Red Herring Prospectus.

BOOK RUNNING LEAD MANAGERS

Affinity Global Capital Market Private Limited

20B, Abdul Hamid Street, East India House, 1st
Floor, Room No. 1F, Kolkata – 700069, West
Bengal, India

Tel: +91 33 4004 7188

E – mail: compliance@affinityglobal.in

Investor Grievance ID: investor@affinityglobalcap.in

Website: www.affinityglobalcap.in

Contact Person: Shruti Bhalotia/ Anandarup Ghoshal

SEBI Registration Number: INM000012838



REGISTRAR TO THE ISSUE

Cameo Corporate Services Limited Subramanian
Building" 1 Club House Road, Chennai- 600 002
Tel: +91 40 6716 2222

E-mail: priya@cameoindia.com

Investor Grievance e-mail::

investor@cameoindia.com

Website: www.cameoindia.com

Contact Person: K. Sreepriya

SEBI Registration No.: INR000003753

SECTION I– GENERAL DEFINITIONS AND ABBREVIATIONS

Company Related Terms

Chief Financial Officer/CFO	The Chief Financial Officer of our Company being Mr. Sujay Das. For further detail, please see Chapter titled “ <i>General Information – Chief Financial Officer</i> ” and “ <i>Our Management – Key Managerial Personnel</i> ” on page no. 83 and 278 respectively of the Draft Red Herring Prospectus.
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SECTION II- SUMMARY OF THE OFFER DOCUMENT

The section is a general summary of the terms of the Offer, certain disclosures included in this Draft Red Herring Prospectus and is neither exhaustive, nor purports to contain a summary of all the disclosures in this Draft Red Herring Prospectus, or all details relevant to prospective investors. This summary should be read in conjunction with, and is qualified in its entirety by, the more detailed information appearing elsewhere in this Draft Prospectus, including the section titled “Risk Factors”, “The Offer”, “Capital Structure”, “Objects of the Offer”, “Industry Overview”, “Our Business”, “Restated Financial Statements”, “Outstanding Litigation and Material Developments”, “Our Promoter and Promoter Group”, “Offer Structure” and “Description of Equity Shares and Terms of the Articles of Association” on pages 41, 78, 98, 137, 176, 200, 293, 354, 282, 398 and 442, respectively of this Draft Red Herring Prospectus.

A. SUMMARY OF OUR BUSINESS

The company focuses on developing a seamless networking infrastructure with advanced technology and sustainable methods to enhance long-term and precise connectivity across the country. Through continuous innovation, the company strives to strengthen nationwide connectivity, ensuring efficiency and reliability in its networking solutions.

SECTION III - RISK FACTORS

Internal Risk factors of our Company shall be read as follows:

INTERNAL RISK

- 1. Our business is influenced and dependent upon government and its policies, and while changes in these policies could present new challenges, they may also create opportunities for adaptation and growth, impacting our operations and financial performance.**

At present, a significant portion of the company's revenue is generated from orders placed by government and other key customers. For the financial periods ending September 30, 2024, as well as the financial years ending March 31, 2024, March 31, 2023, and March 31, 2022, the contributions from the company's top 5 and top 10 customers are detailed as follows, based on the restated financials:

Particulars	For Financial Period ended September 30, 2024		For Financial Year ended on March 31, 2024		For Financial Year ended on March 31, 2023		For Financial Year ended on March 31, 2022	
	Amount (Rs. in Lakhs)	% of sales	Amount (Rs. in Lakhs)	% of Sales	Amount (Rs. in Lakhs)	% of Sales	Amount (Rs. in Lakhs)	% of Sales
Top 5	1,226.50	67%	2,519.46	68%	2,478.91	75%	2,519.73	77%
Top 10	1,695.33	92%	3,378.88	91%	3,030.56	92%	3,025.09	93%

The company's business and operational results could be significantly impacted if they are unable to establish and maintain ongoing relationships and secure tenders from the government and other key customers, or if they fail to cultivate relationships with new customers. The loss of a major customer, or a group of key customers, whether due to internal or external factors related to their business, could materially harm the business prospects and financial performance. While the company is committed to fostering long-term relationships with both government and other customers and has successfully maintained positive relationships thus far, they cannot guarantee that this will continue in the future.

The company focus on nurturing long-term relationships with key clients while actively diversifying their customer base through new engagements and geographic expansion. By delivering high-quality, customized solutions and maintaining transparent communication, they strengthen customer loyalty and satisfaction. While a significant portion of their revenue comes from established entities like Indian Railways, they continually explore opportunities to reduce dependency on individual customers, ensuring resilience and minimizing the impact of any potential customer attrition

- 3. Our Company operations require significant amount of working capital for a continuing growth. Our inability to meet our working capital requirements may adversely affect our results of operations**

Our Company's business operations require a significant amount of working capital. In our business, working capital is often required to finance the procurement of raw material and for salaries of employees. In the event, we are unable to source the required amount of working capital, we might not be able to efficiently satisfy the demand of our clients in a timely manner or at all. Even if we are able to source the required amount of funds, it would be difficult for us to assure that such funds may or may not be sufficient to meet our cost estimates, which could have adverse effect on our financial conditions and results of operations. There exist substantial requirement of working capital and financing in the form of fund and non-fund based working capital facilities to meet our requirements. The details of our working capital for financial period ended on September 30, 2024 and Financial year ended March 31, 2024, March 31, 2023 & March 31, 2022 are as under which is showing continuous increase:

Particulars	Restated Audited as on 31.03.2022	Restated Audited as on 31.03.2023	Restated Audited as on 31.03.2024	Restated Audited as on 30.09.2024
Current Assets				
Inventory	11.04	87.53	83.69	200.52
Trade Receivables	679.05	796.17	870.95	1,222.59
Cash and cash Equivalents	189.08	12.12	281.22	225.28
Short term Loans and Advances	60.93	90.93	297.77	185.03
Other Current Assets	88.76	105.62	91.95	119.66
Total (A)	1,028.86	1,092.37	1,625.58	1,953.08
Current Liabilities				
Trade Payables	496.34	348.37	351.49	271.45
Other Current Liabilities	18.45	113.56	75.61	73.32
Short Term Provisions	39.68	43.06	98.84	163.57
Total (B)	554.47	504.99	525.94	508.34
Net Working Capital (A)-(B)	474.39	587.38	1,099.64	1,444.74
Funding Pattern				
Borrowings from Bank	106.99	173.33	201.53	343.09
Internal Sources	367.40	414.05	898.11	1,101.65

Due to various factors, including certain extraneous factors such as changes in tariff regulations, interest rates, insurance and other costs or borrowing and lending restrictions, if any, we may not be able to finance our working capital needs, or secure other financing when needed, on acceptable commercial terms, or at all, which may impact our company's revenue.

Though the Company has not faced any such challenges in the past, consequently, there could be situations where the total funds available may not be sufficient to fulfil our commitments, and hence we may need to incur additional indebtedness in the future or utilize internal accruals to satisfy our working capital needs.

Going forward we plan to actively manage our working capital requirements through prudent financial planning and by leveraging diversified sources of funding, including both fund-based and non-fund-based working capital facilities. Our established relationships with multiple financial institutions provide us with access to timely funding to support procurement, employee salaries, and other operational needs. Additionally, we plan to focus on optimizing our cash flow by efficiently managing receivables, inventory, and payables to ensure smooth business operations.

4. Our cost of production is exposed to fluctuations in the prices of our goods purchased.

We are exposed to fluctuations in the prices of required goods and may be unable to control factors affecting the price directly or indirectly at which we procure such materials, particularly as we do not enter into any supply agreements with our suppliers and our major requirement is met in the domestic market. The overall cost of purchase of stock in trade during the financial year ended September 30,2024 and for financial year

ended March 31, 2024, March 31, 2023 and March 31, 2022 are ₹1,009.11 Rs.1,506.17 lakhs, Rs.1,821.68 lakhs and Rs.1,562.72 lakhs respectively. We may at times also face the risks associated with compensating for or passing on such increase in our cost of production on account of such fluctuations in prices to our customers. Upward fluctuations in the prices of goods purchased may thereby affect our margins and profitability, resulting in a material adverse effect on our business, financial condition and results of operations. However, based on the experience of the promoter and long association in the industry, the Company is well versed to take pro-active decisions.

Diversifying suppliers across regions reduces dependence and enhances supply stability and bargaining power. Financial instruments like futures or options help lock in prices and hedge against increases, ensuring cost predictability. Long-term supplier contracts secure fixed prices and volume discounts, stabilizing costs. Together, these strategies mitigate raw material price volatility, safeguard financial performance, and maintain stable production costs.

5. Our operational performance is vulnerable to adverse weather conditions, which could impede our ability to achieve or maintain profitability. Such challenges could adversely impact our business, particularly concerning the deployment of cables.

Our business operations may be affected by weather conditions which may restrict our ability to carry on activities related to our construction projects such as digging and laying of ducts and cable. Heavy rainfalls or other extreme weather conditions such as cyclones could result in delays or disruptions to our operations during the critical periods of our projects and cause severe damages to our premises and equipment. In particular, the monsoon season may restrict our ability to carry on activities related to our projects which shifts our revenue and accordingly profit recognition to subsequent quarters. Such fluctuations may adversely affect our revenues, cash flows, results of operations and financial conditions.

To address weather-related challenges, we diversify our geographic footprint, deploying cables in regions with varied weather patterns and investing in less weather-prone areas to ensure operational continuity. Our resilient systems use weather-resistant materials, underground installations, and reinforced infrastructure to withstand extreme events. Flexible deployment strategies, such as scheduling operations during favorable conditions and shifting to indoor tasks during adverse weather, enhance agility. Collaborating with weather agencies and leveraging advanced forecasting tools ensures proactive risk management, fostering stability, resilience, and profitability in the optical fiber cable industry.

6. The company relies on third-party service providers for providing labours. Any disruptions or challenges in their ability to meet service expectations may impact the company's operations and performance.

The third-party labour providers are crucial to ensuring the timely and efficient execution of complex projects that require specialized skills and expertise. Any disruptions, such as labor shortages, delays, or failure to meet performance standards, could significantly impact the company's ability to deliver projects on time and within budget. Furthermore, if the third-party providers fail to maintain the required level of skill or quality, it could result in subpar installation or service delivery, leading to customer dissatisfaction, potential rework costs, and damage to the company's reputation.

The company has established strong relationships with multiple reputable service providers to ensure flexibility and continuity in its labour supply. The company conducts rigorous vetting and ongoing performance assessments of its third-party labour providers to ensure they meet strict quality, safety, and regulatory standards. The company invests in training programs to ensure that both its internal team and third-party labourers are well-equipped with the latest industry knowledge and technical skills. By diversifying labour sources, maintaining close oversight, and fostering long-term partnerships with reliable providers, the company aims to minimize the impact of any potential labour disruptions and maintain operational efficiency.

7. Our industry is labour intensive, and our business operations may be materially adversely affected by strikes, work stoppages or increased wage demands by our employees or those of our suppliers.

Our labor-intensive industry relies heavily on the workforce for project execution and manufacturing operations. While we have not faced major disruptions due to workforce issues, we remain prepared to manage unforeseen challenges effectively. Our proactive approach ensures prompt resolution, minimizing impacts on operations and costs. Compliance with India's stringent labor laws, including those governing wages, working hours, conditions, and retrenchment obligations, reinforces our commitment to employee welfare while mitigating risks associated with labor regulations. This resilience positions us to maintain efficient operations even amidst potential challenges.

We foster positive labor relations through open communication, proactive issue resolution, and skilled management equipped to handle negotiations and conflicts. To further mitigate labor-related risks, we outsource workforce requirements to agencies, ensuring flexibility and continuity in operations. Empowering employees through decision-making involvement and recognition fosters a culture of respect, transparency, and inclusivity, enhancing ownership and commitment. These strategies collectively reduce labor conflicts, strengthen operational resilience, and safeguard against disruptions.

8. Delays in meeting project deadlines can result in financial penalties as stipulated in contracts, potentially harming revenue and client relationships.

Delays in meeting project deadlines when laying optical fiber cables represent a significant business risk, as many contracts include strict completion timelines with financial penalties for late delivery of the project. If a company fails to meet these deadlines due to unforeseen challenges, such as labor shortages, supply chain disruptions, or adverse weather conditions, it could face substantial fines or loss of revenue as outlined in the contract terms. Beyond the immediate financial impact, such delays can harm the company's reputation, erode client trust, and jeopardize future business opportunities. Clients may perceive the company as unreliable or inefficient, leading them to seek alternative providers for future projects. Furthermore, repeated delays or failure to adhere to timelines can result in negative word-of-mouth and damage to the company's long-term competitiveness in the market.

In the past, the company has encountered penalties for delays in site handovers. To address this, we break projects into manageable milestones with realistic timelines, enabling close progress monitoring and early identification of delays. Advanced project management tools are utilized to track progress, allocate resources efficiently, and anticipate bottlenecks, ensuring adherence to schedules. Building buffer periods into project timelines provides flexibility to manage unforeseen challenges. Clear and continuous communication with stakeholders—clients, suppliers, and contractors—aligns expectations and resolves issues promptly. Ensuring the availability of skilled labor, equipment, and materials further minimizes disruptions, reducing the risk of delays.

9. We have in the past entered into related party transactions and may continue to do so in the future.

Our Company has entered into transactions with our Promoter, Promoter Group Entities and Group Company and may in the future enter into related party transactions

(Amount Rs. In Lakhs)

Name of Transaction	Restated Audited for Financial Period ended September 30, 2024	Restated Audited for the Financial year ended March 31,2024	Restated Audited for the Financial year ended March 31,2023	Restated Audited for the Financial year ended March 31,2022

Installation & Commission paid:				
Simulated Telecommunications India Pvt Ltd	18.46	83.83	46.54	30.85
Purchases				
Simulated Telecommunications India Pvt Ltd	-	1.24	10.98	18.72
Directors Remuneration, HRA and other allowances				
Rama Kant Lakhotia	8.00	15.00	15.00	15.00
Shri Ratan Maheshwari	-	2.40	2.40	1.80
Nikita Lakhotia	-	-	5.50	7.36
Simran Lakhotia	-	12.40	-	-
Consultancy & Professional Fees paid				
Shyamsundar Lakhotia			3.15	
Binit Lakhotia	1.43	2.86	2.86	
Shri Ratan Maheshwari			0.30	3.50
Interest paid				
Rama Kant Lakhotia		0.05	0.68	0.78
Neena Lakhotia		3.49	3.91	6.39
Nikita		0.98		0.42

Lakhotia				
Rama Kant Lakhotia HUF		0.88	1.45	2.08
Simran Lakhotia		1.02	1.39	1.23
Salary paid				
Neena Lakhotia	5.90	8.40	7.37	8.96
Shyam Sundar Lakhotia	2.39	4.19		
Simran Lakhotia	8.47	-	5.08	5.22
Reimbursement of Expenses				
Shri Ratan Maheswari	0.22	0.24	-	-
Advance against Expenses				
Rama Kant Lakhotia		1.94		
Simran Lakhotia		1.27		
Payment				
Simulated Telecommu nications India Private Limited	0.20	1.08		
Outstanding Balance				
To Sundry Creditors - Simulated Telecommu nications India Pvt Ltd		6.87	15.60	18.61

While we believe that all such transactions are conducted on arm's length basis, there can be no assurance that we could not have achieved more favorable terms had such transactions were not entered into with related parties. Furthermore, it is likely that we will enter into related party transactions in future. There can be no

assurance that such transactions, individually or in aggregate, will not have an adverse effect on our financial condition and results of operation. For details on the transactions entered by us, please refer to chapter “**Related Party Transactions**” in Section “**Restated Financial Statements**” beginning on page 309 of the Draft Red Herring Prospectus.

10. We derive a significant portion of our revenue from government contracts for which we deposit a certain amount as Earnest Money Deposit (EMD) and Security Deposit. The contracts are prone to delays and longer working capital cycles, which could in turn adversely affect our business and results of operations.

The Indian Railways and other government bodies typically take a longer period than corporates in the private sector to make payment for services rendered. Our reliance on contracts with government bodies may lead to a longer working capital cycle. There is no assurance that we will be able to obtain payment from the Indian Railways and other government bodies in a timely fashion, or, if bad debts fall due, that we will be able to enforce repayment for such amounts. We deposit a certain amount as Earnest Money Deposit (EMD) as security for such contracts. We have incurred EMD of ₹93.22 Lakhs, Rs 94.50 lakhs, Rs 169.87lakhs and Rs 148.98 lakhs during the financial year ended September 30,2024 and for financial year ended March 31, 2024, March 31, 2023 and March 31, 2022 respectively. We have also given certain amount as Security Deposit amounting to Rs.78.79 lakhs, Rs 82.93 lakhs, Rs 108.34 lakhs and Rs 105.39 lakhs during the financial period ended September 30,2024 and for Financial year ended March 31, 2024, March 31, 2023 and March 31, 2022 respectively.

Our Company has established processes to manage the extended payment cycles associated with government contracts, including those with Indian Railways. We maintain robust financial planning and ensure adequate working capital to address delays in payment. Additionally, we have a history of recovering Earnest Money Deposits (EMD) and Security Deposits upon project completion. Our prudent financial management and established relationships with government bodies reduce the risks associated with delayed payments and ensure business continuity, minimizing any adverse impact on our financial condition and operations.

11. The business depends on our Senior Management. Any change in our Senior Management may affect our business growth.

The experience of our senior management has been critical to our success and business growth. Their knowledge of the market that we operate in, and the business operations have ensured our growth in the business. The replacement of senior management may not be straightforward or achievable in a timely manner as they have years of knowledge and experience in this business, as the business we operate needs a specific knowledge and skill sets. As a result, any loss of the services of any of our senior management could materially and adversely affect our business, financial condition, and results of operations.

12. Political, economic or other factors that are beyond our control may have an adverse effect on our business and results of operations.

The Indian economy and its securities markets are influenced by economic developments and volatility insecurities markets in other countries. Investors’ reactions to developments in one country may have adverse effects on the market price of securities of companies located in other countries, including India. Negative economic developments, such as rising fiscal or trade deficits, or a default on national debt, in other emerging market countries may also affect investor confidence and cause increased volatility in Indian securities markets and indirectly affect the Indian economy in general. Any of these factors could depress economic activity and restrict our access to capital, which could have an adverse effect on our business, financial condition and results of operations and reduce the price of our Equity Shares. Any financial disruption could have an adverse effect on our business, future financial performance, shareholders’ equity and the price of our Equity Shares. We are dependent on domestic, regional and global economic and market conditions. Our performance, growth and market price of our Equity Shares are and will be dependent to a large extent on the

health of the economy in which we operate. There have been periods of slowdown in the economic growth of India. Demand for our products may be adversely affected by an economic downturn in domestic, regional and global economies. Economic growth in the countries in which we operate is affected by various factors including domestic consumption and savings, global economic uncertainty and liquidity crisis, volatility in exchange currency rates, and annual rainfall which affects agricultural production. Consequently, any future slowdown in the Indian economy could harm our business, results of operations and financial condition. Also, a change in the government or a change in the economic and deregulation policies could adversely affect economic conditions prevalent in the areas in which we operate in general and our business in particular and high rates of inflation in India could increase our costs without proportionately increasing our revenues, and as such decrease our operating margins.

13. Insurance policies may exclude certain losses or risks, potentially leaving the company vulnerable to unexpected events or financial liabilities.

A significant risk arises from the limitations and exclusions in insurance policies, where certain types of losses or risks may not be covered, leaving the business vulnerable. These exclusions can leave the company exposed to significant financial vulnerabilities in the event of unforeseen circumstances such as natural disasters, cyberattacks, regulatory changes, or specific operational failures. When an incident occurs that falls outside the coverage scope, the business may be forced to absorb the full financial impact, which can result in substantial unplanned expenses. The lack of coverage for these risks could not only deplete company resources but also affect its ability to meet obligations, maintain cash flow, or recover operations quickly. Furthermore, the absence of protection against these specific risks may damage our reputation, erode customer trust, and strain relationships with investors or stakeholders.

We should conduct comprehensive risk assessments to identify and prioritize potential threats that may fall outside of standard insurance coverage, such as cyberattacks, natural disasters, or emerging operational risks. With this information, businesses can seek supplemental or specialized insurance policies to cover gaps, like cyber liability insurance or business interruption coverage. Additionally, companies should consider building a contingency fund to provide financial cushioning in case of unforeseen losses. Regularly reviewing and adjusting insurance policies ensures that coverage remains relevant and up-to-date with evolving risks. Moreover, implementing robust risk management strategies, such as preventative measures, employee training, and emergency response plans, can significantly reduce the likelihood of major incidents. By adopting these strategies, we can better prepare for unforeseen circumstances, minimize financial exposure, and maintain operational resilience even in the face of excluded risks.

14. Investments in technology might not always yield the expected outcomes, potentially leading to underutilized resources, missed opportunities, or challenges in realizing the desired operational improvements.

As the industry evolves rapidly, there is always the possibility that technological advancements may not integrate as seamlessly as expected, resulting in underutilized resources such as equipment, time, or skilled personnel which could prevent us from fully capitalizing on emerging opportunities, such as new business avenues or market expansion. Moreover, the anticipated operational improvements—such as enhanced efficiency, performance, or scalability which might not materialize, leading to delays in project delivery or an inability to meet client demands. Consequently, we may face competitive disadvantages, reduced profitability, and a strained reputation if the technology investments do not translate into tangible value.

We can adopt an approach that emphasizes thorough planning, continuous evaluation, and adaptability which includes conducting detailed market research and feasibility studies before committing to new technologies, ensuring alignment with long-term business goals. Regular performance assessments and pilot testing can help identify potential issues early on, allowing for course corrections before full-scale implementation. Fostering a culture of innovation and agility within the team can facilitate the smooth integration of new technologies, enabling quick adaptation if initial outcomes do not meet expectations. Establishing strategic partnerships with technology providers and staying abreast of industry trends will also provide insights into future developments and help us stay ahead of market shifts. By maintaining a balanced approach to investment and ensuring robust risk management practices, we can reduce the likelihood of wasted resources

and missed opportunities, ultimately improving its ability to achieve the desired operational improvements.

15. Inadequate billing, credit control, and customer management processes may result in inefficiencies, potentially affecting revenue flow and customer satisfaction, and requiring attention to maintain smooth operations and financial health.

If billing processes are not fully streamlined, our company may face occasional delays or discrepancies in invoicing, which could create temporary disruptions in cash flow and make it more difficult to cover operational costs or invest in new technologies and projects. In industries like telecom, where rapid innovation and technological advancement are key to staying competitive, any delays in invoicing or financial collection could hinder our ability to fund new initiatives or upgrade existing infrastructure. Moreover, when working with large clients like the railways, whose contracts often involve extended payment terms, inconsistent credit control could lead to delays in receiving payments or even challenges in managing collections effectively. This might not only impact cash flow but could also strain relationships with key customers, potentially leading to misunderstandings or frustrations. However, these challenges also provide a valuable opportunity for us to assess and improve our billing, credit control, and customer management processes.

Our company can invest in advanced billing software that automates invoicing and ensures accurate, timely billing for large clients like the railways, reducing the chance of discrepancies or delays. Streamlining the credit control process through regular monitoring of accounts receivable, setting clear payment terms, and establishing proactive communication channels with clients can help manage collections more effectively, ensuring timely payments even when contracts involve extended payment cycles. Furthermore, a customer management system that integrates client interactions, project updates, and feedback mechanisms can improve customer satisfaction by addressing concerns promptly and maintaining strong relationships. Regular training for staff handling these processes, coupled with real-time tracking and analytics, can further enhance efficiency and reduce the risk of inefficiencies. By establishing these best practices and technology solutions, our company can maintain smooth operations, improve cash flow, and ensure client satisfaction, all of which are crucial for long-term growth and success, particularly when working with key stakeholders like the railways.

16. Challenges in meeting service level commitments may arise due to unforeseen circumstances, potentially affecting customer satisfaction and requiring attention to maintain high standards of service delivery.

The complexity of projects, including factors such as supply chain challenges, occasional equipment issues, staffing changes, or unforeseen technical hurdles, can sometimes lead to delays or adjustments in project timelines and service quality. While these situations can present temporary challenges, they also offer an opportunity to demonstrate the company's resilience and adaptability in finding solutions. By addressing these issues promptly and effectively, we can maintain our ability to meet deadlines and performance standards, which are crucial for building and preserving strong customer relationships. Clients in the telecom sector, such as large organizations depending on reliable network operations, will appreciate the company's proactive approach to resolving any issues and ensuring minimal disruption.

Adopting a robust project management system that tracks project progress, identifies potential bottlenecks early, and enables real-time adjustments can help ensure timely delivery. Fostering strong relationships with suppliers and maintaining alternative sources for critical components can minimize the impact of supply chain disruptions. Investing in predictive maintenance for equipment and continuously upgrading the technology infrastructure can reduce the likelihood of unexpected failures. The cross-training of staff to handle different aspects of the project can help manage staffing shortages more effectively and maintain a flexible workforce. Clear communication channels with clients are also essential for setting realistic expectations, providing regular updates, and addressing concerns promptly can build trust, even if challenges arise. Lastly, having contingency plans in place for unexpected technical issues or project delays will enable the company to quickly adapt, ensuring that service level agreements (SLAs) are met or renegotiated where necessary. By embedding these risk management practices into its operations, we can not only minimize the impact of

unforeseen circumstances but also enhance customer satisfaction, maintain high service standards, and strengthen long-term client relationships.

17. The company's substantial revenue generation from key states, primarily Telangana and West Bengal, indicates a strong regional market presence, but also exposes it to regional market fluctuation.

The company's substantial revenue generation from key states, particularly Telangana and West Bengal, underscores its strong regional market presence and highlights the success it has achieved within these specific regions. However, this concentration of revenue from a limited number of states exposes the company to regional market fluctuations. Any shifts in economic conditions, changes in government policies or regulations, natural disasters, or social and political instability within these states could have a direct and significant impact on the company's overall performance. This reliance on just a few key regions means that a downturn or disruption in either Telangana or West Bengal could lead to a disproportionate effect on the company's revenue stream.

Revenue Breakup								
Amount in Rs. Lakhs								
Particulars	April-September'2024	%	For the FY ended on March 31, 2024	%	For the FY ended on March 31, 2023	%	For the FY ended on March 31, 2022	%
Telangana	₹ 66.95	3.64	828.62	22.28	812.37	24.5	381.12	11.72
West Bengal	₹ 395.83	21.54	799.99	21.51	443.28	13.4	723.96	22.27
Rest Of India	1375.23	74.83	2,090.15	56.2	2,054.41	62.1	2,146.26	66.01

The company can pursue several strategies to diversify its market presence and reduce its vulnerability to regional fluctuations. One effective approach would be to expand its operations into additional regions, thus spreading the revenue base across a broader geographic area and reducing the reliance on any single state which involve targeting emerging markets or regions with stable economic growth. The company can strengthen its market research capabilities to closely monitor the economic, political, and social developments in Telangana, West Bengal, and other regions to anticipate potential risks. Building stronger relationships with local governments, adapting to regional consumer preferences, and ensuring flexibility in supply chain management would also help cushion against unforeseen disruptions in these key states. By implementing these strategies, the company can create a more balanced and resilient structure, safeguarding itself against regional volatility while continuing to leverage its strong market presence in Telangana and West Bengal

18. High capital expenditure requirements highlight the company's focus on growth and long-term infrastructure development. While this investment is crucial for expansion, it requires careful financial planning to ensure continued operational flexibility and responsiveness to market needs.

High capital expenditure requirements underscore the company's strategic focus on growth and long-term infrastructure development, reflecting its ambition to expand and enhance operational capabilities. While these investments are essential for supporting future growth, they also present a potential business risk, as they require significant upfront capital outlay. This could put pressure on the company's cash flow and financial resources, particularly in periods of economic uncertainty or slower-than-expected market performance. As a result, careful financial planning is critical to ensure that the company maintains adequate liquidity and operational flexibility, enabling it to adapt to changing market conditions or unexpected

challenges. If not managed effectively, the heavy capital investment could limit the company's ability to pivot quickly or respond to market dynamics, potentially impacting short-term agility and profitability.

The company can implement a range of financial strategies that promote efficient use of resources while ensuring flexibility for future growth. One key approach is to adopt a phased investment strategy, where capital expenditures are spread over time based on project milestones and evolving market conditions which allows the company to maintain better cash flow management and adjust to any changes in the business environment. The company can explore alternative financing options, such as debt or strategic partnerships, to reduce the strain on internal resources and maintain liquidity. Implementing robust financial forecasting and scenario planning will further ensure that the company remains prepared for unexpected changes in the market, enabling it to adjust its investments as needed without compromising overall strategic objectives. By closely monitoring and adjusting capital allocation in response to performance and market trends, the company can ensure a balanced approach to expansion, maintaining the flexibility needed to stay agile in a dynamic business environment.

19. The fragility of optical fiber cables requires careful handling and maintenance to avoid potential damage, which could lead to higher operational costs and downtime. Ensuring proper care is crucial to maintaining the reliability and longevity of the infrastructure.

The fragility of optical fiber cables represents an even minor mishandling or lack of proper maintenance can lead to significant damage, causing operational disruptions. Optical fibers are vital to the company's network infrastructure and service delivery, but their sensitivity to bending, pressure, and environmental factors makes them more prone to damage compared to other cable types. A breakage or degradation in the cable could result in costly repairs and downtime, which in turn could lead to lost revenue opportunities, reduced customer satisfaction, and potential service level agreement (SLA) breaches. The need for specialized handling and maintenance further increases operational costs, as the company must allocate additional resources for repairs, replacement, and preventive measures to avoid future incidents. Furthermore, delays in fixing damaged cables can impact overall network performance, potentially affecting the company's competitiveness and reliability in the market. Ensuring that the optical fiber infrastructure is consistently monitored, maintained, and protected requires a structured, well-invested approach that includes employee training, the use of protective materials, and regular inspections. Without these safeguards, the company could face repeated service disruptions, incurring unnecessary expenses and risking long-term damage to its reputation in the marketplace.

Investing in high-quality, protective materials such as cable conduits and covers can shield the cables from physical damage, reducing the likelihood of issues arising due to environmental factors or accidental mishandling. Establishing clear handling procedures and guidelines for employees can significantly reduce the risk of breakages during installation, maintenance, or transport. Regular training programs for staff will ensure that everyone is well-equipped to handle the cables with care and maintain them effectively, promoting best practices across all operations. The company can implement a routine inspection and monitoring system to identify potential wear or early signs of damage, allowing for timely interventions before more severe issues occur. By integrating these preventive measures, the company can minimize the risk of costly repairs, reduce downtime, and extend the lifespan of its optical fiber infrastructure.

20. Intense competition in the market poses a risk to the company's market share and profitability. The company must continuously innovate and differentiate its services to stay ahead of competitors and maintain customer loyalty.

Intense competition puts pressure on the company to maintain or grow its market share while protecting its profitability. With numerous competitors vying for the same customer base, the company may face pricing pressures, reduced margins, and the potential loss of customers to rival firms offering similar or better value propositions. As competitors introduce new services, the company must consistently differentiate its services to stay relevant in the market. Failing to do so could result in declining sales, decreased brand loyalty, and a weakened competitive position. With the rapid pace of industry changes, there is a constant need to adapt to evolving customer expectations and technological advancements. Without a continuous focus on innovation and differentiation, the company risks falling behind in a highly competitive environment, affecting its long-term sustainability and growth.

The company can implement a multi-faceted strategy focused on innovation, customer engagement, and operational efficiency. First, investing in research and development to create unique services that differentiate the company from its competitors is crucial. By offering cutting-edge solutions or value-added features, the company can establish a competitive edge that appeals to both new and existing customers. Fostering strong relationships with customers through exceptional service, personalized experiences, and loyalty programs can help build long-term customer retention, reducing the likelihood of customers switching to competitors. The company can also focus on improving its operational efficiency, lowering costs, and optimizing its supply chain to remain competitive in terms of pricing while maintaining profitability. Regular market analysis and competitor benchmarking are essential to staying informed about industry trends, customer needs, and competitor strategies. By staying agile and responsive to market changes, the company can proactively adapt its business model, ensuring it stays ahead of competitors and preserves its market position.

21. The rapid advancement of technology presents a risk as the company must continually invest in upgrading its systems and processes to stay competitive. Failure to keep pace with technological innovations could result in outdated offerings and diminished market relevance.

The company must consistently invest in upgrading its systems, infrastructure, and processes to remain competitive. Technology evolves at an accelerating rate, with new innovations, tools, and solutions constantly emerging, which means the company must stay ahead of trends to meet customer expectations and industry standards. Failing to keep pace with technological advancements could result in the company's offerings becoming outdated, leading to a loss of market relevance and customer interest. This could also create operational inefficiencies, as older systems may not integrate well with newer technologies or may be less secure, increasing the risk of disruptions. Moreover, competitors who embrace new technologies may gain a significant edge, attracting more customers and leaving the company behind.

Regularly assessing emerging technologies and trends to ensure that the company is aware of advancements that could enhance its products, services, or operational efficiency. By allocating resources to research and development, the company can explore opportunities for integrating the latest technological solutions into its systems and processes, keeping its offerings fresh and relevant to customer needs. Fostering a culture of agility and adaptability within the organization will enable the company to respond quickly to technological changes and adopt new tools and platforms as needed. Strategic partnerships with technology providers, as well as collaboration with industry experts, can also help the company gain early access to cutting-edge solutions and stay ahead of competitors. Furthermore, investing in employee training and development ensures that the workforce is equipped to work with the latest technologies, enhancing productivity and innovation. Through these efforts, the company can not only mitigate the risk of falling behind but also position itself as a leader in adopting and leveraging new technologies for sustained growth and market relevance.

SECTION IV – INTRODUCTION

GENERAL INFORMATION

BRIEF COMPANY AND OFFER INFORMATION	
Chief Financial Officer	Mr. Sujay Das Jele Para Main Road, Dhaltitha, Bashirhat(M), North 24 Parganas, West Bengal-743412 Mail id- sujaydas20b@gmail.com

OBJECTS OF THE OFFER

Basis of estimation of incremental working capital requirement

Particulars	Restated Audited as on 31.03.2022	Restated Audited as on 31.03.2023	Restated Audited as on 31.03.2024	Restated Audited as on 30.09.2024	Projected Fiscal 2025	Projected Fiscal 2026
	(Amount in Rs. Lakhs)					
Current Assets						
Inventory	11.04	87.53	83.69	200.52	109.67	160.62
Trade Receivables	679.05	796.17	870.95	1,222.59	945.19	1,112.86
Short term Loans and Advances	60.93	90.93	297.77	185.03	321.18	484.89
Other Current Assets	88.76	105.62	91.95	119.66	168.57	404.10
Total (A)	839.78	1,080.25	1,344.36	1,727.80	1,544.61	2,162.47
Current Liabilities						
Trade Payables	496.34	348.37	351.49	271.45	164.13	149.58
Other Current Liabilities	18.45	113.56	75.61	73.32	84.71	93.29
Short Term Provisions	39.68	43.06	98.84	163.57	157.23	266.85
Total (B)	554.47	504.99	525.94	508.34	406.07	509.71
Net Working Capital (excl. Cash & Cash Equivalents) (A)-(B)	285.31	575.26	818.42	1,219.46	1,138.54	1,652.76
Funding Pattern						
Borrowings from Bank	106.99	173.33	201.53	343.09	424.46	8.98
Internal Sources	178.32	401.93	616.89	876.37	714.08	360.63
Working Capital Gap to be funded by IPO					-	1,283.15

Short-Term Loans and Advances

Statement showing break-up of Short-Term Loans & Advances and Other Current Assets:

Particulars	Restated Audited as on 31.03.2022	Restated Audited as on 31.03.2023	Restated Audited as on 31.03.2024	Restated Audited as on 30.09.2024	Projected Fiscal 2025	Projected Fiscal 2026

	(Amount in Rs. Lakhs)					
Advance to Suppliers	60.69	90.63	294.02	175.06	308.72	463.08
Advance to Related parties	-	-	3.62	7.98	9.97	14.95
Advance to others	0.24	0.30	0.13	1.99	2.49	6.86
<u>Short-Term Loans & Advances</u>	60.93	90.93	297.77	185.03	321.18	484.89
Advance Tax & TDS Receivables	87.89	104.93	91.37	119.05	165.09	400.27
Pre-Paid Expenses	0.87	0.69	0.58	0.61	3.48	3.83
<u>Other Current Assets</u>	88.76	105.62	91.95	119.66	168.57	404.10

1. **Short Term Loans & Advances:** It mostly includes advances extended to our supplier of input material in the ordinary course of business and advances to contractual and payroll staff. The figures for each year ended have been shown above in the table.

It has been incorporated as a part of the working capital requirement because of the following:

- a. **Advances to suppliers is linked with Procurement of Inventory:** The execution of railway contracts are subject to varied quality parameters. The input material to be utilized in the contractual work must adhere to the defined standards. Raw materials are sourced from approved vendors for orders under ₹5 lakhs, while larger orders adhere to procurement guidelines set by railway-approved vendors.

The company selects the vendor supplying the required input materials from the IREPS portal. The vendor selection is done after obtaining bids and matching product specification. After, selection of the vendor, the company places bulk order of the desired material, in larger volumes. As the vendor is usually not the fixed one, a certain percentage of bill amount is paid to the vendor for processing of the company's requisition. Only after getting the money in advance the vendors, start with the arranging and delivering of the input material.

As the advance to supplier impacts on the timely availability of resources at a favourable price for the conduction of operational activity, it must be considered as a part of the working capital needs.

- b. **Advances to Staff aligned with execution of work:** The company is a provider of contractual work relating to network distribution system. This requires involvement of manpower having adequate experience from carrying out of complex laying and lining of fiber optics cable on busy roads, drilling of tunnel without destroying other bunch of wires already present at site to supervising and dealing with uncertain hindrances. Further, the staffs need to stay at site for a substantial period from the stage of initially starting to the stage of trial run. The manpower is a combination of technical and non-technical staff.

Among these the blue-collar staff, may at times require funds on advance basis to meet up there day to day expenses at site. These advances are further adjusted with their daily wages. As the expense is of revenue nature, it is a part of working capital.

2. **Other Current Assets:** This includes the tax deductible at source by the client, advance taxes deposited by the client and part of the revenue expenses paid in advance but are not due for the respective period. The figures for the respective period has been shown in the above table.

It shall form part of the company's working capital because:

a. Blocking of sale proceeds in the form of TDS: The tax deducted at source, from the sale proceeds receivable is not available for usage in the business. The realized sale proceeds are over the time utilized in covering the operational cost of the other project.

The tax deducted at source, reduces the quantum of free funds available with the company. These amount of reduction, even though marginal has to be made good by funds from other source, which will increase our requirement for working capital funds.

b. Meeting revenue related expenses: There are many operational related expenses that are to be paid in a single lump sum payment, but the cost benefit of the expenses is distributed among more than one financial period.

The revenue expenses are likely in the nature of insurance and annual maintenance charges. As the expenses are indirectly concerned with the carrying out of operational activity, it is a part of the working capital requirements.

Besides, paying of proportional part of the expenses in advance and realizing benefits on a later date also reduces our working capital funds.

Justification for increase working capital requirement in FY 2026 compared to FY 2025.

(Amount Rs. In Lakhs)

Particulars	Projected as on 31.03.2026	Projected as on 31.03.2025	Absolute Changes	Percentage Changes (%)	Reason
<u>Current Assets</u>					
Inventory	160.62	109.67	50.95	46.46%	Inventory levels increased from ₹109.67 lakhs in FY 2025 to ₹160.62 lakhs in FY 2026, driven by the need to maintain higher stock levels to meet growing customer demands and support larger project volumes as part of the company's business expansion.
Trade Receivables	1,112.86	945.19	167.68	17.74%	Trade receivables increased from ₹945.19 lakhs in FY 2025 to ₹1,112.86 lakhs in FY 2026, primarily driven by higher sales volumes and a corresponding rise in deposits retained by Indian Railways.
Cash and cash Equivalents	673.06	317.08	355.98	112.27%	Cash and cash equivalents increased from ₹317.08 lakhs in FY 2025 to ₹673.06 lakhs in FY 2026 to ensure sufficient liquidity to meet operational and financial obligations.
Short term Loans and Advances	484.89	321.18	163.71	50.97%	Short-term loans and advances increased from ₹321.18 lakhs in FY 2025 to ₹484.89 lakhs in FY 2026 due to higher advances for procurement, project-related activities, and other operational needs.

Other Current Assets	404.10	168.57	235.53	139.72%	Other current assets more than doubled, increasing from ₹168.57 lakhs in FY 2025 to ₹404.10 lakhs in FY 2026. This was primarily due to a rise in advance taxes and TDS.
<u>Current Liabilities</u>					
Trade Payables	149.58	164.13	(14.55)	-8.87%	Trade payables decreased marginally from ₹164.13 lakhs in FY 2025 to ₹149.58 lakhs in FY 2026, reflecting the company's approach to maintaining strong supplier relationships through faster payment cycles
Other Current Liabilities	93.29	84.71	8.58	10.13%	Due to increase in statutory liabilities admin expenses for future payment.
Short Term Provisions	266.85	157.23	109.62	69.72%	Short-term provisions increased significantly from ₹157.23 lakhs in FY 2025 to ₹266.85 lakhs in FY 2026, indicating higher provisions for contingencies, warranties, and employee benefits

Full Details of the Block of Assets

Equipment Name	Useful in Process	Quantity	Purchase Price (Rs. In Lakhs)	Quotation from	Quotation Date
Automatic Fusion Splicer (Model No.- 885)	Weld (Fuse) Optical Fibers	10	33.63000	GainWell Agencies Add: Guru Ravidas Marg, New Delhi-110019. GW/QTN/2024-25/1432	27.12.2024
Optical Time Domain Reflectometer (OTDR) (Model: AQ 7280 + AQ 7282A)	Identification of Faults	5	20.35500		
Make Dynatel Electronic Cable Route Tracer/Locator with high 12W Transmitter	Finding of Exact Path and Estimated Depth	5	16.22500		
Cable Fault Locator	Identification of Faults	10	23.01000		
Auto Horizontal	Drilling	1	80.91083	ApolloTechno Industries Private Limited	06.01.2025

Directional Drill Machine (Model – A800V2)				Add: Mandali, Mehsana, North Gujarat, 382732. ATIPL/ KOL/A800/24-25/RAMA/SLNO.009	
Auto Horizontal Directional Drill Machine (Model – A900V2)	Drilling	1	86.81673	ApolloTechno Industries Private Limited Add: Mandali, Mehsana, North Gujarat, 382732. ATIPL/ KOL/A900/24-25/RAMA/SLNO.010	
Auto Horizontal Directional Drill Machine (Model – A200V2)	Drilling	1	47.83779	ApolloTechno Industries Private Limited Add: Mandali, Mehsana, North Gujarat, 382732. ATIPL/ KOL/A200/24-25/RAMA/SLNO.011	06.01.2025
JCB 3DX Backhoe Loader (Model: JCB 448)	Construction, Demolishing and Laying	3	133.23498	Shiveshwara Energy Pvt. Ltd. Add: Indirapuram, Ghaziabad, UP, 201014. SEPL/2024-25/340	07.01.2025
TATA Signa 2823 56 CAB 5.6L BL 295/90 R20 G950 24FT	Transportation	3	111.40479	Lexus Motors Limited Add: AJC Bose Road, Kolkata, W.B.- 700058.	07.01.2025
TATA LPT 710 DCR 35HSD - 14 Feet (Model : GVW 7490)	Transportation	3	55.78071	Lexus Motors Limited Add: AJC Bose Road, Kolkata, W.B.- 700058. LML/SM/LCV/24-25	07.01.2025
TOTAL		40	609.20583		

BASIS OF THE OFFER

Comparison of Accounting Ratios with Listed Industry Peers

SL NO.	Name of the Company	Face Value (per share)	CMP as on 27/02/2025 (in Rs.)	Basic EPS (Rs.)	Diluted EPS (Rs.)	P/E Ratio	RON W (%)	NAV (Rs per share)	PAT (Rs in Lakhs)
4	Sar Televenture	2	220.9	0.73	0.73	302.60	1.96%	36.19	106.60

Note: Industry Peer may be modified for finalization of Issue Price before filing Prospectus with ROC

* Sourced from Annual Reports, Audited Financial taken from, BSE and NSE.

Notes

- The figures of the Peer Company i.e., SAR Televenture Limited is based on standalone audited results for the financial year ended March 31, 2024.
- Current Market Price (CMP) is the Volume Weighted Average Price (VWAP) of respective scrip as on February 27, 2025

Comparison of key performance indicators with Peer Group Companies

Peer Companies of Rama Telecom Limited								
(Amount in Rs. Lakhs)								
Particular	Rama Telecom Limited				SAR Televenture Limited			
	01.04.24 to 30.09.24	Mar-24	Mar-23	Mar-22	01.04.24 to 30.09.24	Mar-24	Mar-23	Mar-22
Revenue from Operations (Rs. In Lakhs)	1837.98	3718.77	3310.07	3251.34	426.55	640.97	642.99	472.89
Growth in Revenue from Operations (%)	-	12.35%	1.81%	-	-	-0.31%	35.97%	-
Total Income	1891.06	3747.87	3322.46	3259.36	538.46	644.47	645.77	475.34
Growth %	-	12.80%	1.94%	-	-	-0.20%	35.85%	-
EBITDA (Rs. In Lakhs)	283.71	432.12	164.97	161.62	300.04	289.51	249.89	63.87
EBITDA Margin (%)	15.44%	11.62%	4.98%	4.97%	70.34%	45.17%	38.86%	13.51%
PAT (Rs. In Lakhs)	192.29	261.17	108.34	100.75	142.09	106.06	78.77	3.73
Growth(%)	-	141.06%	7.53%	-	-	34.65%	2011.80%	-
PAT Margin (%)	10.46%	7.02%	3.27%	3.10%	33.31%	16.55%	12.25%	0.79%
EPS	120.18	163.23	67.72	62.97	0.38	0.71	12.07	8.93
PE Ratio	[*]	[*]	[*]	[*]	37.11	312.42	18.31	24.73
Debt Equity Ratio	0.52	0.48	0.56	0.36	0.02	3.28	0.50	-43.72
Networth (Rs. In Lakhs)	1145.85	953.56	692.40	584.05	50538.52	5428.89	888.42	-7.71

Particular	Railtel Corporation of India Ltd.				Himachal Futuristic Communications Limited			
	Sep-24	Mar-24	Mar-23	Mar-22	Sep-24	Mar-24	Mar-23	Mar-22
Revenue from Operations (In Lakhs)	84,349.00	256,782.00	196,351.00	154,845.00	109,361.00	446,505.00	474,331.00	472,711.00
Growth in Revenue from Operations		30.78%	26.80%			-5.87%	0.34%	
Total Income (In Lakhs)	86251.00	262217.00	200220.00	157773.00	110719.00	456564.00	479049.00	477002.00
Growth (%)		30.96%	26.90%			-4.69%	0.43%	
EBITDA (In Lakhs)	13,456.00	49,150.00	41,511.00	44,629.00	17,182.00	68,306.00	66,577.00	68,676.00
EBITDA Margin (In %)	15.95%	19.14%	21.14%	28.82%	15.71%	15.30%	14.04%	14.53%
PAT (In Lakhs)	7,264.00	24,621.00	18,907.00	20,894.00	7,232.00	33,752.00	31,771.00	32,586.00
Growth (%)		30.22%	-9.51%			6.24%	-2.50%	
PAT Margin(%)	8.61%	9.59%	9.63%	13.49%	6.61%	7.56%	6.70%	6.89%
EPS	2.26	7.67	5.89	6.51	0.50	2.34	2.31	2.37
PE Ratio		52.07	67.81	61.36	229.62	49.20	49.96	48.65
Debt Equity Ratio	0.00	0.02	0.03	0.02	0.00	0.25	0.24	0.27
Net Worth (In Lakhs)	-	182,724.00	164,888.00	152,671.00	-	399,982.00	314,414.00	281,837.00

SECTION V- ABOUT OUR COMPANY OUR BUSINESS

OVERVIEW

The company focuses on developing a seamless networking infrastructure with advanced technology and sustainable methods to enhance long-term and precise connectivity across the country. Through continuous innovation, the company strives to strengthen nationwide connectivity, ensuring efficiency and reliability in its networking solutions.

Segment-Wise Revenue Break-up (Amt. in Rs. Lakhs)					
Sector	Stub Period (April-September'24)	2023-24	2022-23	2021-22	Total
Railways	1,474.73	3,315.89	3,141.18	3,129.04	11,060.84
Telecom	330.04	377.16	145.96	110.95	964.11
Petroleum	33.20	25.72	13.38		72.30
Airport	0	0	9.55	11.35	20.90

BUSINESS SEGMENTS

Category wise revenue breakup in percentage of total is given below-

Category wise Revenue Breakup (Revenue in Rs. Lakhs)								
Particulars	April-September'2024	%	31-Mar-24	%	March 31,2023	%	March 31,2022	%
Government	1631.09	88.74	3501.43	94.16	3182.8	96.16	3140.4	96.59
Private	206.88	11.26	217.34	5.84	127.24	3.84	110.95	3.41
Total	1837.98	100	3718.77	100	3310.1	100	3251.3	100

OUR COMPETITIVE STRENGTHS

Consistent performance helped us in building trust with our clients

The total number of customers is provided in the following table

Period	Total No. of Customers
2021-22	18
2022-23	21
2023-24	20
Stub Period (April-September'24)	18

SWOT Analysis

Strengths: -

1. **Vast experience of 20 years-** The companies' Managing Director brings nearly 28 years of experience in both Indian Railways and telecom infrastructure, providing invaluable leadership and expertise. Since the company's incorporation in 2004, this wealth of experience has been a key driver of their growth, helping them navigate the complexities of the industry and establish themselves as a trusted name in the field.
2. **PAN India footprints-** The company has built a strong reputation by working across all facets of the industry, particularly in providing cutting-edge telecom infrastructure for the railway sector, which has been a core client base for many years. The projects span nearly all railway networks across the country, showcasing the companies' extensive reach and capabilities. The consistent revenue generated from various states reinforces their PAN India footprint, underlining the national presence and the trust placed in the company by clients across different regions.
3. **Established relationships with clients-** The companies' long-standing focus on the railway sector has allowed them to develop deep, strategic relationships with major clients, many of whom the company have worked with consistently over the years. This ongoing collaboration, year after year, not only highlights the reliability but also emphasizes the trust and value that these clients place in their capabilities. The established relationships extend beyond the public sector to include private telecom companies, where their reputation for delivering high-quality, tailored solutions has solidified their position as a preferred partner in the industry. This enduring partnership with both railway networks and private telecom clients underscores the commitment to excellence and the prominent role in shaping India's telecom infrastructure.
4. **Timely project execution-** The company currently is managing PMO projects that demand extremely tight and rigorous timelines, necessitating precise and timely execution on their part which requires the company to maintain a high level of efficiency and focus, ensuring that every phase of the project is completed within the defined deadlines while adhering to the highest standards of quality.
5. **Experienced and Trained workforce-** The majority of the employees have been with the company for over 10 years, bringing invaluable experience and expertise to the projects. Their long-term commitment and contributions are essential to the continued success and growth of the work.
6. **Working with both government and private authorities-** The company consistently works with industry leaders such as Airtel, Jio, Indian Railways, IOCL, and the Airport Authority of India.
7. **Well versed with technology and construction advancements-** The company's credential certificates which they receive after the completion of the project highlight that they have successfully completed projects not only involving labor-intensive tasks but also those requiring advanced technology-based installation and commissioning.

Opportunities: -

1. **Continuous technological upgradation-** In the past, the projects were primarily centered around older technologies such as Synchronous Transport Module (STM) and Multiplexer (MUX). However, with the evolution of telecom infrastructure, the company now focus on cutting-edge Internet Protocol - Multiprotocol Label Switching (IP-MPLS) solutions, which have replaced the older systems. Similarly, the work has shifted from laying quad copper cables to implementing Optical Fiber Cables (OFC) and Quad cables, reflecting the growing demand for higher capacity and faster connectivity. On the telecom front, they have transitioned from establishing 3G networks to deploying 4G and 5G technologies, alongside solutions like Fiber to the Home (FTTH) and in-

building wiring to ensure seamless internet connectivity. This shift highlights the company's adaptability and commitment to staying at the forefront of telecom innovation.

2. **Increase in rural and urban penetration-** The companies' projects span a wide geographic range, from Haldia to Hyderabad, Tarkeshwar to Telangana, and Jabalpur to Jaipur, showcasing their extensive national reach. While rural areas require the establishment of essential telecom infrastructure, urban areas demand continuous upgrades to keep pace with growing connectivity needs. This diverse mix of projects demonstrates their ability to cater to both expanding regions and fast-evolving urban centres, ensuring robust and future-ready telecom solutions across the country.
3. **Favourable governmental policies-** The government consistently allocates significant funds to Indian Railways in almost every budget, underscoring the importance of improving infrastructure. Additionally, recent accidents within the railway sector have highlighted the critical need for advanced sensor technology and enhanced telecom signaling systems. This growing demand for safety and operational efficiency has created numerous opportunities for the company to provide cutting-edge solutions, further strengthening their position in the market and expanding their role in shaping the future of railway telecom systems.
4. **Infrastructure and EPC growth-** With the ongoing development of new stations and railway lines, there is a significant increase in demand for telecom infrastructure, positioning the company as a preferred partner in these projects. As technology continues to advance, the need for robust and modern infrastructure becomes even more crucial. The companies' expertise in delivering state-of-the-art telecom solutions makes them well-equipped to support this growth, ensuring seamless connectivity and operational efficiency in the expanding railway network. This makes them a favourable choice for meeting the evolving needs of the industry.

BUSINESS MODEL OF RAILWAYS

Procurement and Logistics- The company collaborates with a third-party vendor for logistics, while clients also prefer to use their own vendors for material delivery to project sites. This flexibility ensures the timely delivery of raw materials, regardless of the chosen logistics partner. By offering these options, the company enhances operational efficiency and caters to varying client preferences for project execution.

The following timelines are dependent on the overall project duration and the intensity of the tasks involved. Each project varies based on its specific requirements, which can differ significantly from task to task.

TENTATIVE TIMELINE		
RAILWAYS		
Serial No.		Time-line
1	Preparing Site Report	1 month
2	Route Survey	10 days
3	Distribution of Manpower	7 days
4	Providing Raw Materials	10 days to 3 months
5	Procurement	10 days to 3 months
6	Logistics	5 to 8 days
7	Work in Progress	3 months to 3 years
8	Quality Checks, commissioning and Handover of site	3 to 6 months
OTHER PROJECTS		
1	Research and Development	1 week
2	Planning of provision of services and designing	1 week to 1 month
3	Procurement of raw materials	2 days to 7 days

4	Execution of services	2-20 days (based on requirement)
5	Quality Assurance and Testing	3 days
6	Handover and closure of Services	1 week

SERVICE WISE REVENUE BIFURCATION

The company's service wise bifurcation is as follows-

SERVICE WISE REVENUE BREAK-UP (Amount in Rs. Lakhs)				
Name of Services	2024 (September 30, 2024)	2023-2024	2022-2023	2021-2022
OUTDOOR EXECUTION	764.56	1293.91	1019.49	832.16
INDOOR EXECUTION & NETWORKING	260.25	498.66	423.97	353.09
INSTLLATION, COMMISSIONING & MAINTAINENCE	813.17	1926.19	1866.61	2066.08
TOTAL	1837.98	3718.77	3310.07	3251.34

FUTURE PLANS OF THE COMPANY FOR INDIAN RAILWAYS

1. Kavach System Execution:

The company plays a significant role in this extensive project by laying the Optical Fibre Cable along the track. While Kavach projects are large in scale, they are currently contributing to three key projects that indirectly support the Kavach system. These include

- i. The Kota Project for Western Railway,
- ii. The 6 Quad Howrah project, and
- iii. The Tarkeshwar–Bishnupur project for Eastern Railway.

2. Expansion of Network Coverage:

In the early 2000s, the adoption of quad cables, which featured four twisted pairs of copper wires, played a crucial role in expanding network coverage by improving the speed and capacity of telecommunication systems. These cables were instrumental in connecting households and businesses to broadband internet, supporting faster data transfer rates and offering more reliable communication compared to earlier technologies. As the demand for high-speed data services increased, a boom in optical fiber cables (OFC) emerged between 2005 and 2010, enabling even greater network expansion. Optical fiber cables offered significantly higher bandwidth and faster speeds over long distances, facilitating the growth of both local and long-range communication networks. This shift toward fiber-optic technology allowed the company to meet the rising demands for internet connectivity, video streaming, and other data-intensive services. The combination of quad cables and the subsequent rise of OFC revolutionized network infrastructure, providing broader coverage and more efficient, future-proof systems to accommodate the digital growth of the mid-2000s.

3. Deployment of Advanced Technologies:

The deployment of advanced technologies like IP-MPLS (Internet Protocol-Multiprotocol Label Switching) in radio access networks significantly transformed the way data was transmitted, particularly in the context of mobile and wireless communications. When integrated with radio access networks, IP-MPLS allowed the company to optimize bandwidth utilization, enhance the efficiency of network resources, and enable faster, more reliable communication across large-scale networks. The technology facilitated seamless convergence of voice, data, and video traffic over IP-based infrastructures, supporting the growing demand. By leveraging IP-MPLS, the company offer more consistent quality of service (QoS) for end-users, reduce latency, and quickly adapt to network congestion or failures.

4. Enhanced Passenger Experience:

The installation of cable infrastructure and connectivity between stations, with a focus on safety and timeliness, played a crucial role in enhancing the overall passenger experience, particularly in rail and transit systems. By laying secure, high-quality cables between stations, the company was able to implement advanced communication networks, including real-time monitoring and safety systems, ensuring smoother, more efficient operations. This connectivity enabled the implementation of automatic train control systems, surveillance, and emergency response mechanisms that minimized risks and enhanced safety for passengers. Timeliness was also improved as advanced technologies allowed for more precise scheduling, instant updates on train arrivals, and automated communication of delays or disruptions, providing passengers with greater predictability. Furthermore, as Wi-Fi and connectivity options were integrated within the train stations and trains themselves, passengers were able to access real-time information, entertainment, and communication services, creating a more comfortable and enjoyable travel experience. Ultimately, laying robust cable infrastructure between stations, with an emphasis on safety and operational efficiency, contributed significantly to a more reliable, secure, and passenger-friendly transportation system.

COMPETITION

LISTED COMPETITORS	
Serial No.	Name of the Company
1	RailTel Corporation of India Limited
2	Himachal Futuristic Communications Limited
3	SAR Televenture

HUMAN RESOURCE

The company currently has 40 employees on its payroll. In addition to these regular employees, the company also hires contract labourers to support its projects across India. These contract labourers are engaged for specific periods or projects and are not considered permanent staff. Their employment is governed by the detail of the terms, including the duration of employment, the scope of work, compensation, and other relevant conditions. This approach ensures flexibility in managing workforce requirements for various projects across the country.

The total number of contractual employees as on January 31, 2025 is as follows-

Total No. of Contractual Employees	
Designation	No. of Employees
Technician	7
Helper	18
Supervisor	4
Backend	2
Splicer	1
Driver	2
Jointer	1
Engineer	3
Tacker	1
Operator	1
Project Manager	1
TOTAL	41

INTELLECTUAL PROPERTY

The company's trademark is applied in the company's name.

HISTORY AND CERTAIN CORPORATE MATTERS

Brief history of our Company

The company focuses on developing a seamless networking infrastructure with advanced technology and sustainable methods to enhance long-term and precise connectivity across the country. Through continuous innovation, the company strives to strengthen nationwide connectivity, ensuring efficiency and reliability in its networking solutions.

OUR MANAGEMENT

Board of Directors

Name, designation, date of birth, address, occupation, current term, period of directorship and DIN	Age (years)	Other Directorship in companies
<p>Name: Simran Lakhotia</p> <p>Father's Name: Rama Kant Lakhotia</p> <p>Designation: Whole-time Director</p> <p>Date of Birth: May 19, 1997</p> <p>Address: Sunflower Garden Tower 3, Flat -6A, 74 Topsia Road South, Near Steel Junction, Topsia, Gobind Khatick Road, Kolkata - 700046</p> <p>Occupation: Business</p> <p>Current Term: Designated as Whole Time Director w.e.f. 04th November, 2024 for a term of 5 (Five) years i.e., till 3rd November, 2029 and is liable to retire by rotation. Further designated as Chief Financial Officer (CFO) w.e.f. 04th November, 2024 and resigned w.e.f. 03rd March, 2025.</p> <p>Period of Directorship: Since April 10, 2024</p> <p>Nationality: Indian</p> <p>DIN: 10586144</p>	27	

BRIEF PROFILES OF OUR DIRECTORS

Simran Lakhotia, Promoter, Whole Time Director

Ms. Simran Lakhotia has been with the company since May 2019. She was appointed as a Director in April 2024, and later re-designated as a Whole Time Director in November 2024. On March 3, 2025, she submitted her resignation from the position of Chief Financial Officer (CFO).

Compensation of our Whole time Director

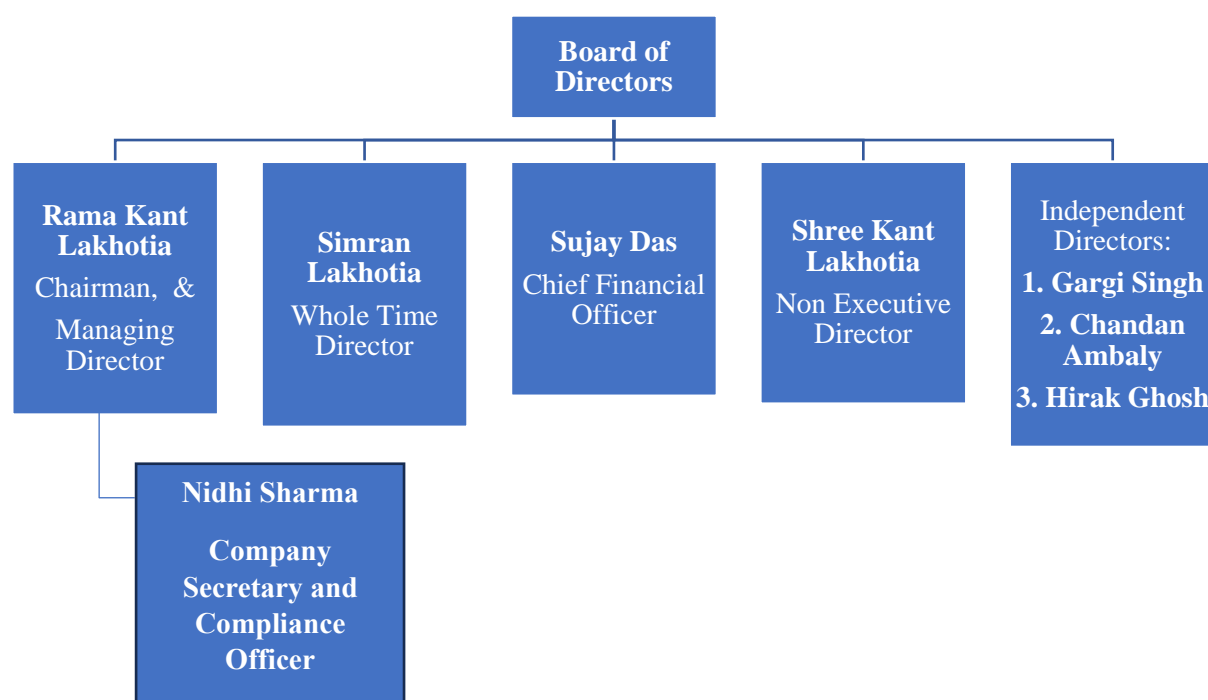
Ms. Simran Lakhotia, Whole time Director

Simran Lakhotia, aged 27 years, is the Whole Time Director of our Company. She has been appointed on our Board as Executive Director w.e.f. April 10, 2024. She has been appointed as Whole Time Director w.e.f. 04th November, 2024 for a term of five (5) years. She has further been designated as Chief Financial Officer w.e.f. 04th November, 2024 and on March 3, 2025, she submitted her resignation from the position of Chief Financial Officer (CFO).

Changes in the Board of Directors in the last three years immediately preceding the date of Draft Red Herring Prospectus

Name of Director	Date of event	Nature of Event	Reasons for change
Simran Lakhotia	March 03, 2025	Resignation as Chief Financial Officer (CFO)	To ensure better Corporate Governance and compliance with the Companies Act, 2013

Management Organisation Chart



Key Managerial Personnel (KMP)

Sujay Das, Chief Financial Officer

Mr. Sujay Das has been appointed as the new CFO of the company, effective from March 03, 2025. Mr. Sujay Das has been an integral part of the company's payroll since 2014. With over a decade of experience, he has demonstrated expertise in overseeing the company's financial operations and managing the audit process with precision and diligence.

Changes in the Key Management Personnel in last three years

NAME	DATE OF EVENT	NATURE OF EVENT	REASONS
Ms. Simran Lakhotia	March 03, 2025	Resignation as Chief Financial Officer (CFO)	To comply with the provisions of the Companies Act, 2013 and to ensure better Corporate Governance
Mr. Sujay Das	March 03, 2025	Appointment as Chief Financial Officer	

SECTION VI – FINANCIAL INFORMATION

MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

BUSINESS SEGMENTS

Category wise Revenue Breakup (Revenue in Rs. Lakhs)								
Particulars	April-September'2024	%	31-Mar-24	%	March 31,2023	%	March 31,2022	%
Government	1631.09	88.74	3501.43	94.16	3182.8	96.16	3140.4	96.59
Private	206.88	11.26	217.34	5.84	127.24	3.84	110.95	3.41
Total	1837.98	100	3718.77	100	3310.1	100	3251.3	100

SECTION VII – LEGAL AND OTHER INFORMATION

GOVERNMENT AND OTHER APPROVALS

Intellectual Property Related Approvals

The company's trademark is applied in the company's name.

OTHER REGULATORY AND STATUTORY DISCLOSURES

- ❖ *The company/entity should have positive Free cash flow to Equity (FCFE) for at least 2 out of 3 financial years preceding the application.*

Free Cash Flow to Equity (FCFE)

Particulars	30/09/2024	31/03/2024	31/03/2023	31/03/2022
Cash Flow from Operation				
Cash Generating from Operating Activity	(182.86)	99.44	(92.82)	140.29
Less- Income Tax Paid	(27.68)	(22.16)	(50.49)	(13.15)
Total (A)	(210.54)	77.28	(143.31)	127.14
Less: Capital Expenditure (CAPEX)				
Purchase of PPE (Including CWIP)	(0.36)	(24.05)	(98.72)	(6.26)
Sale Proceed from PPE (Including CWIP)	-	3.42	-	-
Capital Advance	-	-	-	-
Total (B)	(0.36)	(20.62)	(98.72)	(6.26)
Add: Net Borrowings				
Net Proceed from Long Term Borrowings	(4.28)	39.72	109.67	(60.84)
Net Proceed from Short Term Borrowings	141.21	27.78	66.00	91.98
Total (C)	136.93	67.51	175.67	31.13
Less: Interest Expenses after Tax (I*(1-t))				
Interest Before Tax	(19.74)	(58.07)	(44.91)	(37.59)
Effective Rate of Tax (1-PAT/PBT)	25.17%	26.99%	21.09%	25.08%
Tax on Interest (Interest x Tax)	(4.97)	(15.67)	(9.47)	(9.43)
Total (D)	(14.77)	(42.40)	(35.44)	(28.16)
Free Cash Flow to Equity (A-B+C-D)	(88.74)	81.77	(101.80)	123.86

SECTION X – OTHER INFORMATION

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India or the rules, regulations or guidelines issued by the Securities and Exchange Board of India (SEBI), established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957, and the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made, or regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

Sd/-

Sujay Das

Chief Financial Officer

PAN: AUKPD8288K

Place: Kolkata