



(Please scan this QR code to view the RHP)

This is an abridged prospectus containing salient features of the Red Herring Prospectus of NSB BPO SOLUTIONS LIMITED (the “Company”) dated September 13, 2025, filed with the Registrar of Companies, Gwalior (the “RHP” or “Red Herring Prospectus”). You are encouraged to read greater details available in the RHP available at www.nsbppo.com, BSE Limited (www.bseindia.com), and the Lead Manager (www.inventuremerchantbanker.com). Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the RHP. This abridged prospectus is not for distribution outside India.

THIS ABRIDGED PROSPECTUS CONSISTS OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND 8 PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.



NSB BPO SOLUTIONS LIMITED

Corporate Identification Number: U74140MP2005PLC017539

Registered Office	Corporate Office	Contact Person	Email and Telephone	Website
3 rd Floor, Plot No. 13, Railway Colony, E-8, Arera Colony, Trilanga, Bhopal, Huzur, Madhya Pradesh, India 462039	Plot No., A 100, Sector 58, Noida UP-201301	Ms. Anjali Shukla, Company Secretary and Compliance Officer	E-mail: ipo@nsbbpo.in Tel: +91 755 4500715	www.nsbppo.com

THE PROMOTERS OF OUR COMPANY: NARENDRA SINGH BAPNA

Details of Issue to Public

Type of Issue	Fresh Issue Size	Issue Size	Issue Under	Share Reservation			
				QIB	Non-Institutional Investors	Individual Investors	Market Maker
Fresh Issue	53,00,000 Equity Shares at the Offer Price of ₹ [●] each aggregating ₹ [●] Lakhs	53,00,000 Equity Shares at the Offer Price of ₹ [●] each aggregating ₹ [●] Lakhs	This issue is being made in terms of Regulation 229(2) of Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended.	53,000 Equity Shares up to ₹ [●] lakhs	24,82,000 Equity Shares up to ₹ [●] lakhs	25,00,000 Equity Shares up to ₹ [●] lakhs	2,65,000 Equity Shares up to ₹ [●] lakhs

THESE EQUITY SHARES ARE PROPOSED TO BE LISTED ON THE SME PLATFORM OF BSE LIMITED (“BSE”)

Details of OFS by Promoter(s)/ Promoter Group/ Other Selling Shareholders: Not Applicable

Price Band, Minimum Bid Lot & Indicative Timelines	
Price Band	₹ 140.00/- to ₹147.00/- per Equity Share of Face Value of ₹10/- each
Minimum Bid Lot Size	2000 Equity Shares
Bid/Issue Open On	September 23, 2025; Tuesday
Bid/Issue Closes On	September 25, 2025; Thursday
Finalization of Basis of Allotment with the Designated Stock Exchange	September 26, 2025; Friday
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account *	September 26, 2025; Friday
Credit of Equity Shares to Demat accounts of Allottees	September 29, 2025; Monday
Commencement of trading of the Equity Shares on the Stock Exchange	September 30, 2025; Tuesday

***In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/Issue Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100/- per day for the entire duration of delay exceeding four Working Days from the Bid/Issue Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. For the avoidance of doubt, the provisions of the SEBI circular dated March 16, 2021, as amended pursuant to SEBI circular dated June 2, 2021 shall be deemed to be incorporated in the agreements to be entered into by and between the Company and the relevant intermediaries, to the extent applicable.*

Details of WACA of all shares transacted over the trailing eighteen months from the date of RHP

Types of transactions	Weighted average cost of acquisition (Rs. per Equity Shares)	Floor price (i.e. Rs.140.00)	Cap price (i.e. Rs.147.00)
WACA of Primary Issuance (except for bonus issue) (exceeding 5% of the pre issue capital)	75.42	1.86 times	1.95 times
WACA for secondary sale / acquisition (exceeding 5% of the pre issue capital)	NA	NA	NA
Weighted average cost of acquisition on the last five primary or secondary transactions	59.70	2.35 times	2.46 times

WACA: Weighted Average Cost of Acquisition has been calculated on fully diluted basis for the trailing eighteen months from the date of Red Herring

Prospectus. For further details, please refer to the chapter titled “Basis for Offer Price” on page 93.

RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹10.00 each. The floor price is ₹ 140.00 per equity share which is 14.00 times of the face value and the cap price is ₹ 147.00 per equity share which is 14.70 times of the face value. The Floor Price and Cap Price has been determined by our Company, in consultation with the Book Running Lead Manager and Issue Price will be determined by our Company in consultation with the BRLM, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building process, as stated under “Basis for Offer Price” on page 93 of the Red Herring Prospectus should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after Listing.

GENERAL RISKS

Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited of the section titled “Risk Factors” beginning on Page No. 24 of the Red Herring Prospectus and on page 9 of this Abridged Prospectus.

PROCEDURE

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the stock exchange, syndicate members, Registrar to the Issue, Depository participants, Stock brokers, Underwriters, Banker to the Offer, Investors’ Associations or Self Certified Syndicate Banks. If you wish to know about processes and procedures applicable to this offer, you may request for a copy of the RHP and/or the General Information Document (GID) from the BRLM or download it from the websites of the Stock Exchange i.e. www.bseindia.com; the BRLM www.inventuremerchantbanker.com and the Company i.e. www.nsbppo.com

PRICE INFORMATION OF LEAD MANAGER – Inventure Merchant Banker Services Private Limited

Sl No	Issue Name	Issue Size (₹ in Crores)	Issue Price (₹)	Listing Date	Opening Price on Listing Date (₹)	+/- % Change in Closing Price, +/- % Change in Closing Benchmark]- 30 th Calendar Days from the Listing Day	+/- % Change in Closing Price, +/- % Change in Closing Benchmark]- 90 th Calendar Days from the Listing Day	+/- % Change in Closing Price, +/- % Change in Closing Benchmark]- 180 th Calendar Days from the Listing Day
SME Board								
1	Vilin Bio Med Limited	12.00	30	June 30, 2023	30.00	-10.53% (2.23%)	-24.39% (1.22%)	-20.35% (11.31%)
2	Grill Splendour Services Limited	16.47	120	April 23, 2024	121.30	-36.40% (2.28%)	-43.35% (9.17%)	-37.53% (9.86%)
3	Varyaa Creations Limited	20.10	150	April 30, 2024	285.00	-68.96% (-0.80%)	-71.76% (9.23%)	-56.25% (6.60%)
4	Clinitech Laboratory Limited	5.783	96	August 01, 2024	115.00	-25.40% (0.33%)	-32.93% (-2.35%)	-44.99% (-7.29%)
5	Paramatrix Technologies Limited	33.84	110	September 04, 2024	115.05	-10.60% (-0.81%)	-16.35% (-1.83%)	-31.83% (-11.25%)
6	Excellent Wires And Packaging Limited	12.6	90	September 19, 2024	85	-11.03% (-2.36%)	-21.51% (-3.61%)	-43.14% (-9.84%)
7	Lamosaic India Limited	61.2	200	November 29, 2024	164	-42.94% (-1.38%)	-69.51% (-6.50%)	-76.19% (1.89%)
Main Board - Nil								

IN THE NATURE OF ABRIDGED PROSPECTUS-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Name of BRLM and contact details (telephone and email id) of BRLM	Inventre Merchant Banker Services Private Limited Telephone: +91-22-40751500 Email ID: sme.ipo@inventuremerchantbanker.com Contact Person: Arvind Gala/ Shubham Tiwari
Name of the Market Maker	Alacrity Securities Limited Tel No: +91 22 2807 3468 Email: info@alacritysec.com Contact Person: Hiten R Mehta
Name of Registrar to the Issue and contact details (telephone and email id)	BIGSHARE SERVICES PRIVATE LIMITED Tel. No.: +91 22 6263 8200 Email: ipo@bigshareonline.com Contact Person: Babu Rapheal C.
Name of Statutory Auditor	M/S. B C P JAIN & CO., CHARTERED ACCOUNTANTS Tele / Fax No.: +91 775 246 0110 / 4273027 Email: jainamitca@rediffmail.com Contact Person: CA Amit Jain
Name of Credit Rating Agency and the rating or grading obtained, if any	NA
Name of Debenture trustee, if any.	NA
Self-Certified Syndicate Banks	The banks registered with SEBI, offering services, (i) in relation to ASBA (other than through UPI Mechanism), a list of which is available on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 or such other website as updated from time to time, and (ii) in relation to ASBA through the UPI Mechanism, a list of which is available on the website of SEBI at https://sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 or such other website as updated from time to time. In relation to Bids (other than Bids by Anchor Investor) submitted to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the members of the Syndicate is available on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 and updated from time to time. In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, UPI Bidders using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 respectively, as updated from time to time
Non Syndicate Registered Brokers	You can submit Bid cum Application Forms in the Issue to Non-Syndicate Registered Brokers at the Non- Syndicate Broker Centres. For further details, see section titled "Issue Procedure" beginning at page 269 of the Red Herring Prospectus.
Details regarding website address(es)/ link(s) from which the investor can obtain list of registrar to offer and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable)	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of the respective Stock Exchanges at https://www.bseindia.com/Static/PublicIssues/RtaDp.aspx and http://www.bseindia.com/products/content/equities/ipos/asba_procedures.htm , respectively, as updated from time to time.

PROMOTER OF THE ISSUER COMPANY

Sr. No.	Name	Individual/Trust	Experience & Educational Qualification
1.	Narendra Singh Bapna	Individual	Aged 58 years is a Bachelor of Commerce from Bhopal University. He is a Chartered Accountant from ICAI, passed out in May 1992. He is having almost 21 years of experience of running a business of rendering services to back office related processes to telecom, banking and financial institutions and is also engaged in the business of trading in grocery items and vegetables.

BUSINESS OVERVIEW AND STRATEGY

Business Overview: Our company is engaged in the business of providing Business Process Outsourcing (BPO) services specializing in the area of support services solutions. We provide wide ranges of support services such as Customer Care and Customer help line Call Centre for clients, Tele-sales, Tele collections, Digitization of documents, Processing of application and KYC forms, warehousing and archival, Payroll management, etc. We believe in providing efficient and accurate services which is core value of the organization. Our focus is on achieving delivery standards and providing quality solutions using the latest technology and industry best practices. With a team of skilled professionals, we offer a diverse range of services to support various aspects of our clients' business operations for an ultimate end to end business solutions for need of the client business. Our Company provide services to Start ups to mid-size and large corporates to fulfil their business outsourcing needs. Our Company provide services in various industries namely Telecom, BFSI, E Retail, Insurance, Food Delivery, Hotels, State and Central Government Organisations, HealthCare, Education, etc.

The company currently operates solely within the boundaries of India and does not have any business activities, subsidiaries, or operations in foreign countries. The company's focus remains on its domestic operations, ensuring efficient service delivery and customer satisfaction within the Indian market. The company maintains well-defined and established business agreements with all of its clients. These agreements outline the terms, scope, and responsibilities of both the company and its clients, ensuring clear expectations and a harmonious working relationship.

Our company is in the current line of business for almost 21 years and the client lists includes various telecom, bank, insurance, financial service companies, along with food delivery, health sector, education and State and Central Government offices, etc. Also, we help our clients with our voice and non-voice support services, Back Office Processing Services to provide a comprehensive range of services across all industry sectors to clients who are in need of specialist assistance. Our services can be tailored to meet the needs of each client. We make sure that we give our clients with the best so that they can meet the different challenges presented by business environment.

Besides, providing Business Process Outsourcing (BPO) services to our clients, our Company also involved in trading activity of FMCG and staples goods like Pulses, Sugar, Rice, dry fruits, fruits and vegetables etc. Due to its presence in various parts of the Country, we have geographical advantage in procurement of some FMCG and Staple items at an economical price and the same is supplied to various retailers as a B2B sales.

Our Business Strategies:- 1.Continued focus on BPO and Call Centre business for PSUs, Banks and Government promoted schemes/ services; 2. Investment in infrastructure and technology;3.Retain and expand our Current clientele and initiate new Business relationships and 4.Inorganic Growth.

For more details, please refer chapter titled "Our Business" beginning on page 109 of the Red Herring Prospectus.

Product /Service Offering: Our Company's services offering are divided into four verticals, namely, 1.Voice Business Call Centre; 2.Back office Business Outsourcing; 3.Payroll Management and 4.Trading of Goods (FMCG).

For more details on our Service/ Product wise sales break up and Each Product/ Business Category wise sales break up, please refer to page 110 of the Red Herring Prospectus.

Geographies Served: Our company's significant portion of our revenue is derived from Madhya Pradesh and Uttar Pradesh. For more details on our geography wise sales break up, please refer to page 28 of the Red Herring Prospectus.

Key Performance Indicators: The financial performance of our Company for the Fiscals 2025, 2024 and 2023 as certified by M/s. B. C. P. Jain & Co, Chartered Accountants, by their certificate UDIN: 25077986BMJPEQ9570) dated August 30, 2025, is as under:

(₹ in lakhs, except for percentage)

Particulars	Fiscal 2025**	Fiscal 2024 **	Fiscal 2023 *
Total Income	13853.63	12826.82	28515.24
EBITDA	1886.66	1297.82	1216.96
EBITDA Margin %	13.62%	10.12%	4.27%
PAT	1104.68	673.43	220.78
PAT Margin %	7.98%	5.25%	0.77%
ROE %	7.92%	6.36%	1.73%
ROCE %	9.42%	5.04%	1.31%
EPS (Diluted)	7.53	5.65	2.57
Face Value (Rs.)	10.00	10.00	10.00

*For FY 2023, consolidated financial information is mentioned Ondo Concepts Limited was a Subsidiary company

**For FY 2024 and 2025, consolidated financial information is mentioned post transition of Ondo Concepts Limited as an Associate company

⁽¹⁾EBITDA = Profit before tax + depreciation & amortization expense + finance cost.

⁽²⁾EBITDA Margin = EBITDA/ Total income.

⁽³⁾Net debt = Non-current borrowing + current borrowing - Cash and Cash Equivalent and Bank Balance and Other balances with Banks.

⁽⁴⁾ROE = Profit after tax / Networth

⁽⁵⁾ROCE = Earnings before Interest & Tax/ Networth for Equity shareholders + Longterm borrowings+ Short term Borrowings

⁽⁶⁾EPS = Net Profit after tax, as restated, attributable to equity shareholders divided by equity shares outstanding at the year/ period.

IN THE NATURE OF ABRIDGED PROSPECTUS-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Client Profile or Industries Served: our company provides services to private sector and government sector. For more details on our sector wise sales break up and industry wise sales break up, please refer to page 111 of the Red Herring Prospectus.

Revenue segmentation in terms of top 5/10 clients or Industries:

Particulars	Post Transition of Ondoor Concepts Limited as an Associate Company		Consolidated as a Subsidiary #
	31.03.25	31.03.24	31.03.23
Customers' contribution Top 10 (%) *	65.12	63.25	29.55
Suppliers contribution Top 10 (%)**	46.12	40.51	30.59

* as a percentage of revenue from operations.

** as a percentage of suppliers of goods covered in Purchases and services covered in other expenses

#Consolidated as Subsidiary on line by line basis

Consolidated as an Associate by accounting for only share of profit in Associate

Intellectual Property: As on the date of the Red Herring Prospectus, our Company 2 trademarks registered. For details, please refer to page 240 of the Red Herring Prospectus.

Market Share: Not Ascertainable

Manufacturing plant, if any: Not Applicable.

Employee Strength: As on August 31, 2025, we have 2439 full-time employees. For details, please refer to page no. 119 of the Red Herring Prospectus.

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience & Educational Qualification	Other Directorships
1.	Narendra Singh Bapna	<i>Chairman and Non-Executive Director</i>	Aged 58 years is a Bachelor of Commerce from Bhopal University. He is a Chartered Accountant from ICAI, passed out in May 1992. He is having almost 21 years of experience of running a business of rendering services to back office related processes to telecom, banking and financial institutions and is also engaged in the business of trading in grocery items and vegetables.	<ul style="list-style-type: none"> • Tekzee Technologies Private Limited • NSB Techappy Private Limited • On Door Concepts Limited • <u>LLPs</u> • Nil
2.	Vikrant Singhal	<i>Managing Director</i>	Aged 51 years, is a Chartered Accountant by profession and admitted as an Associate member since February 1999. He has experience of more than 20 years in the field of Finance and Business Operations.	<ul style="list-style-type: none"> • <u>Companies</u> • Nil • <u>LLPs</u> • Nil
3.	Rajiv Kumar Puri	<i>Whole Time Director</i>	Aged 61 years, has done his Diploma in Mechanical Engineering from Madhya Pradesh Board of Technical Education, Bhopal. He has experience of more than 25 years in the field of IT and IT related services.	<ul style="list-style-type: none"> • <u>Companies</u> • Nil • <u>LLPs</u> • Nil
4.	Rahul Kalra	<i>Non-Executive and Independent Director</i>	Aged 33 years, is a Bachelor of Technology in Electronics & Communication Engineering from Sharda University in the year 2013-14. He has experience of more than 9 years in the field of business process improvement, system enhancement support for regulation change in financial service industry, management of enhancement testing and roll out testing etc.	<ul style="list-style-type: none"> • <u>Companies</u> • Sequoia Healthcare Limited • <u>LLPs</u> • Nil
5.	Manisha Agrawal	<i>Non-Executive and Independent Director</i>	Aged 31 years, is a Bachelor of Commerce from Utkal University in 2015. She is a Chartered Accountant from ICAI, passed out in November 2020. She has experience of 5 years in the field of Indirect taxation, Debt fund raising process and accounting.	<ul style="list-style-type: none"> • <u>Companies</u> • Sequoia Healthcare Limited • <u>LLPs</u> • Nil
6.	Pranay Patel	<i>Non-Executive and Independent Director</i>	Aged 38 years, is a Bachelor of Commerce from Devi Ahilya Vishwavidyalaya, Indore in the year 2008. He has also passed professional exam of Company Secretary from ICSI and is admitted as member since January 2010. He has experience of more than 12 years in the field of Company law compliances, corporate governance compliance and other corporate matters.	<ul style="list-style-type: none"> • <u>Companies</u> • Nil • <u>LLPs</u> • Nil

For further details, please refer chapter titled "Our Management" on page no.132 of the Red Herring Prospectus.

OBJECTS OF THE ISSUE

The Issue Comprises of Fresh Issue only

Objects of the Fresh Issue: Our Company proposes to deploy Gross Proceeds of the fresh issue for the aforesaid purposes as set forth in the table below:

(₹ in Lakhs)

Sr. No.	Particulars	Amount which will be financed from Net Proceeds	Funds Already deployed till 28-08-2025	Amount Proposed to be Utilized
				FY 2026
1	Re-payment/pre-payment, in full or in part, of certain borrowings availed by our Company	2582.28	-	2582.28
2	Funding Capital expenditure for new project	1337.97	-	1337.97
3	Additional Working Capital requirements for our existing business	901.81	-	901.81
4	Long-Term Working Capital requirements for our new project	2000.00	-	2000.00
5	General Corporate Purposes *	[•]	-	[•]
6	Offer related expenses	425.00	229.52	195.48
	Total ^	[•]	-	[•]

*To be finalized upon determination of the Offer Price and will be updated in the Prospectus prior to filing with the RoC. The amount utilized for general corporate purposes shall not exceed 15% of the Gross Proceeds or Rs. 10 crores whichever is lower.

^Assuming full subscription and subject to finalization of basis of allotment.

Means of Finance: Since the entire fund requirement are to be funded from the proceeds of the Fresh Issue, there is no requirement to make firm arrangements of finance under Regulation 230(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amounts to be raised through the proposed Issue.

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

Name of monitoring agency, if any- BRICKWORK RATINGS INDIA PRIVATE LIMITED

Address: A-30, 5th Floor, 5A Technopolis Knowledge Park, Mahakali Caves Road,

NR Udyog Bhavan, Chakala, Andheri (E), Mumbai -400 093

Tel No.: +91 80 40409940/ 404099991

Email: jatin.v@brickworkratings.com/ ritaban.b@brickworkratings.com

Website: www.brickworkratings.com

Contact Person: Mr. Jatin Vyas/ Mr. Rituban Basu

CIN: U67190KA2007PTC043591

Terms of Issuance of Convertible Security, if any- Not Applicable Shareholding Pattern:

Sr. No.	Particulars	Pre Issue number of shares	% Holding of Pre issue
A	Promoter & Promoter Group	67,17,402	45.78%
B	Public	79,55,191	54.22%
	Grand Total (A+B)	1,46,72,593	100.00%

SUMMARY RESTATED AUDITED FINANCIAL STATEMENT

(₹ in lakhs)

Particulars	Post Transition of Ondoor Concepts Limited as an Associate Company		Consolidated as Subsidiary
	31 March 2025	31 March 2024	31 March 2023
Revenue from Operations	13,811.95	12,802.73	28,488.91
Total income from operations (Net)	13,853.63	12,826.82	28,515.24
Net Profit/(Loss) before tax and extraordinary items	1,510.46	978.68	555.28
Net Profit / (Loss) after tax and extraordinary items	853.55	477.89	220.78
Profit from Share of Associate company	251.13	195.54	0.00
Net Profit Transferred to Balance Sheet	1,104.68	673.43	220.78
Equity Share Capital	1,467.26	1,191.10	8.52
Reserves and Surplus	12,485.10	9,399.45	10,219.61

IN THE NATURE OF ABRIDGED PROSPECTUS-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Particulars	Post Transition of Ondoor Concepts Limited as an Associate Company		Consolidated as Subsidiary
	31 March 2025	31 March 2024	31 March 2023
Net worth	13,952.36	10,590.55	12,784.98
Basic earnings per share (₹) (Post Bonus)	7.53	5.65	2.57
Diluted earnings per share (₹) (Post Bonus)	7.53	5.65	2.57
Return on net worth (%)	7.92	6.36	1.73
Net asset value per share (₹)(Post Bonus)	95.09	88.91	148.27

INTERNAL RISK FACTORS

Below mentioned risks are the top 10 risk factors as per the RHP. For further details, see “Risk Factors” on page 24 of the Red Herring Prospectus:

1. We propose to utilize a portion of our Net Proceeds towards setting up of call centre facility. Any delay or failure in successfully setting up of Call centre facility may affect our business growth, thereby affecting our future business plans, business operations and financial conditions.
2. Our Company, Promoters, and Directors are involved in certain legal proceedings and potential litigations. Any adverse decision in such proceedings may render us/them liable to liabilities/penalties which may adversely affect our business, financial condition and results of operations.
3. We propose to repay or prepay, fully or partially, certain outstanding secured borrowings availed by our Company.
4. Our business is working capital intensive. If we are unable to fund our working capital requirements, it may materially and adversely affect our business and results of operations.
5. We derive a significant portion of our revenue from our IT BPO business. Therefore, factors that adversely affect the demand for such IT BPO services or our position and reputation as a provider of such IT BPO services may adversely affect our business and results of operations.
6. A significant portion of our revenue is derived from Madhya Pradesh and Uttar Pradesh. Any downturn and/ or any economic, regulatory, social and political change in any of these states in which we operate or seek to operate may affect our market share and/ or may adversely affect our business, financial condition and results of operations.
7. We operate from premises that we do not own but are taken by us on leases or on leave and license basis. Our inability to renew the lease/ leave and license agreements or any adverse impact on the title or ownership rights of our landlords in relation to these premises may impede our operations and may require additional expenditure to move to a new premise.
8. Our business and result of operations are dependent on relations with our existing customers and attracting new customers. Any loss of business from any one or more of our customers, may adversely affect our revenues and profitability.
9. We have negative cashflows from operations and from financing and investing activity in past and we cannot assure you that cashflow from any of this activity may not be negative in future.
10. We are dependent upon few suppliers for the material requirements as well as service providers / Suppliers for our business. Further, we do not have definitive agreements or fixed terms of trade with most of our suppliers. Failure to successfully leverage our relationships with existing suppliers or to identify new suppliers could adversely affect our business operations.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigation / Other Litigations	Aggregate Amount involved (₹ in lakhs) to the extent quantifiable
Our Company						
By Our Company	1	NIL	NIL	NIL	NIL	7.25
Against our Company	1	9	NIL	NIL	6	1156.85
Our Promoters/ Directors						
By our Promoter / Directors	1	NIL	NIL	NIL	NIL	164
Against our Promoter / Directors	1	NIL	NIL	NIL	NIL	164
Our Directors other than Promoters						
By Directors other than Promoters	NIL	NIL	NIL	NIL	NIL	NIL
Against Directors other than Promoters	1	NIL	NIL	NIL	NIL	164

IN THE NATURE OF ABRIDGED PROSPECTUS-MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigation / Other Litigations	Aggregate Amount involved (₹ in lakhs) to the extent quantifiable
Key Managerial Personnel and Senior Managerial Personnel (KMP and SMP)						
By our KMP and SMP	NIL	NIL	NIL	NIL	NIL	NIL
Against our KMP and SMP	NIL	NIL	NIL	NIL	NIL	NIL
Our Promoter Group Companies #						
By Promoter Group Companies	NIL	NIL	NIL	NIL	NIL	NIL
Against Promoter Group Companies	NIL	1	NIL	NIL	2	210.10

- B. Brief details of top 5 material outstanding litigations against the company and amount involved: Except as disclosed on page 221 of the Red Herring Prospectus “Outstanding Litigations and Defaults-Litigation filed against our Company - 1. Central Bureau of Investigation (complainant) V/s Narendra Singh Bapna, NSB BPO Solution, Vikrant Singhal & others.” There are no other material outstanding litigations against the company.
- C. Regulatory Action, if any- disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any: Except as disclosed on page 221 of the Red Herring Prospectus “Outstanding Litigations and Defaults-Litigation filed against our Company - 1. Central Bureau of Investigation (complainant) V/s Narendra Singh Bapna, NSB BPO Solution, Vikrant Singhal & others.” There are no other material outstanding litigations against the promoter.
- D. Brief details of outstanding criminal proceedings against Promoters: Except as disclosed on page 221 of the Red Herring Prospectus “Outstanding Litigations and Defaults-Litigation filed against our Company - 1. Central Bureau of Investigation (complainant) V/s Narendra Singh Bapna, NSB BPO Solution, Vikrant Singhal & others.” There are no other material outstanding litigations against the promoter.
For further details, please refer chapter titled “Outstanding Litigation and Material Developments” on page 220 of the Prospectus.

ANY OTHER IMPORTANT INFORMATION AS PER BRLM / ISSUER COMPANY- NIL

DECLARATION BY THE COMPANY

We, hereby declare that all the relevant provisions of the Companies Act, 2013 and the guidelines issued by the Government of India or the regulations issued by Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations issued there under, as the case may be. We further certify that all statements in the Red Herring Prospectus are true and correct.