Abridged Prospectus
Dated: September 10, 2026
Please read section 26 and 32 of the Companies Act, 2013
100% Book Built Offer

(Please scan this QR Code to view the RHP and the Abridged Prospectus)

VIVEKANAND COTSPIN LIMITED

(Formerly known as Vivekanand Cotspin Private Limited)

Corporate Identification Number: U13111GJ2024PLC154066

REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON	EMAIL & TELEPHONE	WEBSITE
S/No 181/1, 182/1, At Rangpurda, Kadi, Mahesana - 382715, Gujarat, India	NA	Ankit Sanchiher, Company Secretary and Compliance Officer	Tel. No.: +91 9227825102 E-mail: cs@vcottonexport.com	www.vcottonexport.com

PROMOTERS OF THE COMPANY: NIRAV BHARATBHAI PATEL, JASMIN VISHNUBHAI PATEL, BHARATBHAI PRAHALADBHAI PATEL, VISHNUBHAI PRAHALADDAS PATEL, GAUTAM BHARATKUMAR PATEL, B P PATEL FAMILY TRUST, V P PATEL FAMILY TRUST, RANJANBEN BHARATBHAI PATEL AND KAPILABEN VISHNUBHAI PATEL

DETAILS OF THE ISSUE

TYPE	FRESH ISSUE SIZE	OFFER FOR SALE	TOTAL OFFER SIZE	ELIGIBILITY
Fresh Issue	60,00,000 Equity Shares of face value of ₹ 10/- each ("Equity Shares") aggregating to ₹ [●] Lakhs ("Issue")	Nil	[●] Lakhs	The Issue is being made pursuant to Regulation 229(2) and 253(1) of SEBI (ICDR) Regulations, 2018 as amended

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

RISK IN RELATION TO THE FIRST ISSUE

The face value of the Equity Shares is ₹10/- each. The Issue Price, Floor Price or Price Band as determined by our Company in consultation with the BRLM and 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 Issue Price"* on page 110 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

Investment in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their 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 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 to chapter titled *"Risk Factors"* beginning on page 19 of the Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Red Herring Prospectus contains all information with regard to our Company and the Issue, which is material in the context of the Issue, that the information contained in the Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes the Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares Issued through the Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited (BSE SME) in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an In-Principle Approval letter dated August 05, 2026 from BSE Limited ("BSE") for using its name in this offer document for listing our shares on the SME Platform of BSE Limited ("BSE SME"). For the purpose of this Issue, the Designated Stock Exchange will be the BSE Limited ("BSE").

BOOK RUNNING LEAD MANAGER TO THE OFFER

SWASTIKA INVESTMART LIMITED	**Contact Person:** Mohit R. Goyal **Tel. No:** +91 0731 664 4244 **Email:** mb@swastika.co.in

REGISTRAR TO THE OFFER

MUFG INTIME INDIA PRIVATE LIMITED *(Formerly known as Link intime India Private Limited)*	**Contact Person:** Mr. Shanti Gopalkrishnan **Tel. No.:** +91 810 811 4949 **Email:** vivekanand.smeipo@in.mpms.mufg.com

BID/ISSUE PROGRAMME

ANCHOR INVESTOR PORTION ISSUE OPENS/CLOSES ON(1):	September 18, 2026*
BID/ISSUE OPENS ON(1)	September 21, 2026
BID/ISSUE CLOSES ON(2), (3) & (4)	September 23, 2026#^(1)

**Our Company in consultation with the BRLM may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Investor Bidding Date shall be one Working Day prior to the Bid/Issue Opening Date;*

#Our Company, in consultation with the BRLM, may decide to close the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date, in accordance with the SEBI (ICDR) Regulations;

^The UPI mandate end time and date shall be at 5:00 p.m. on Bid/Issue Closing Day;

(1) *Our Company is not considering any pre-IPO placement of equity shares of the Company.*

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

The following is a general summary of certain disclosures in the Red Herring Prospectus and the terms of the Issue and is not exhaustive, nor does it purport to contain a summary of all the disclosures in the 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 the Red Herring Prospectus, which is available at the website of the SME Platform of the BSE at www.bsesme.com, the Company at www.vcottonexport.com and the BRLM at www.swastika.co.in.

References below to page numbers are to the page numbers of the Red Herring Prospectus dated September 10, 2026. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the Red Herring Prospectus.

1. Summary of the Primary Business

Company Overview: Our company is engaged in the business of cotton processing and yarn manufacturing, comprising ginning of raw cotton (kapas) into cotton bales and cotton seed, and spinning of cotton bales into cotton yarn. In addition to its manufacturing activities, the Company also undertakes trading of cotton bales and cotton yarn in the ordinary course of business to meet customer requirements and optimize business opportunities.

Product/ Service Offering: Our product portfolio comprises a range of cotton-based products manufactured at our in-house production facilities, including cotton bales, cotton yarn, cotton yarn waste, and cotton seed, catering to the diverse requirements of the textile and allied industries.

Description of industries served and typical customer/ clients of the Company: The Company serves a diverse customer base across the textile industry, including fabric manufacturers, textile producers, distributors, corporate buyers, and export markets. The demand for the Company's products varies based on industry requirements, geographical markets, and product specifications. By maintaining close coordination with customers, suppliers, and logistics partners, the Company ensures efficient production, timely delivery, and cost-effective distribution while catering to evolving market needs.

Segment reporting details and their revenue contribution for the reporting periods in a tabular form: The table below sets forth our business Product-wise revenue break-up for the financial years March 31, 2026, 2025 and 2024 based on the Restated Financial Statements:

(₹ in lakhs, except stated in %)

Particulars	For the year ended on							
	March 31, 2026	% of Revenue from operations	March 31, 2025	% of Revenue from operations	04th Aug, 2024	% of Revenue from operations	March 31, 2024	% of Revenue from operations
Cotton Yarn	21,080.23	52.18	9,353.64	32.37	3,243.40	43.43	9,742.95	27.53
Cotton Bales	15,650.16	38.74	16,095.92	55.70	2,769.81	37.09	21,041.68	59.56
Cotton Yarn Waste	930.30	2.30	592.45	2.05	346.06	4.63	1,117.61	3.16
Cotton Seed	2,709.63	6.71	2,852.21	9.87	1,100.69	14.74	3,375.51	9.54
Others*	27.38	0.07	5.79	0.02	7.5	0.10	110.16	0.31
Total	**40,397.70**	**100.00**	**28,900.01**	**100.00**	**7,467.46**	**100.00**	**35,387.91**	**100.00**

**Other includes sale of scrap waste and Job Work Income.*
As certified by M/s. SVJK and Associates, Chartered Accountants, the Peer Review Auditor of our Company by their certificate dated June 04, 2026.

Geographies Served: Our Company has a domestic and international presence with well-distributed market coverage across key geographies including Gujarat, Haryana, Madhya Pradesh, and Maharashtra etc in India, as well as Bangladesh, Portugal and China in international markets.

Customers Served: Revenue concentration in terms of top 1, 5 and 10 clients:

Particulars	For the year ended 31 March, 2026		For the year ended 31 March, 2025		For the year ended 31 March, 2024	
	Amount	%	Amount	%	Amount	%
Revenue from top 1 customer as % to revenue from operations	4,857.82	12.02	10,660.60	29.31	13,743.42	38.84
Revenue from top 5 customer as % to revenue from operations	14,080.91	34.86	26,166.93	71.95	27,914.40	78.88
Revenue from top 10 customer as % to revenue from operations	20,676.99	51.18	30,215.41	83.08	31,400.01	88.73

Key Manufacturing Facilities: Our registered office and manufacturing facility are located at S/No 181/1, 182/1, At Rangpurda, Kadi, Mahesana-382715, Gujrat, India. The company has established a production capacity of approximately 4,551 MT of Cotton Yarn and 8,000 MT of Cotton Bales annually. Our plant is equipped with plant and machinery.

Our Key business strengths include forward integration, cost effective production and timely fulfillment of orders, scalable business model, Quality Focus, Experienced Promoters. Our business strategies include Entering into new geographies, Improving operational efficiencies, Leveraging our skills and relationship with our Suppliers and Customers and Optimal Utilization of Resources.

For further details, please refer to the chapter titled *"Business Overview"* beginning on page 157 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

2. Summary of the Industry

The Indian textile industry encompasses the production of fibres, yarns, fabrics, and finished textile products such as garments and home furnishings, covering the entire value chain from raw material processing to final consumption. The sector contributes nearly 2.3% to India's Gross Domestic Product (GDP), accounts for approximately 13% of overall industrial production, and contributes around 12% to total export earnings. India's textile sector has developed strong manufacturing capabilities, enabling it to cater to both growing domestic demand and international markets.

For further details, please refer to the chapter titled *"Industry Overview"* beginning on page 124 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

3. Promoters of the Issuer

S. No.	Name of the Promoter	Individual/Corporate	Experience & Educational Qualification
1.	Mr. Nirav Bharatbhai Patel	Individual	Nirav Bharatbhai Patel, aged 40 years, is the Promoter and the Chairman and Managing Director of our company. For a complete profile of Nirav Bharatbhai Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Our Management"* beginning on page 194 of the Red Herring Prospectus.
2.	Mr. Jasmin Vishnubhai Patel	Individual	Jasmin Vishnubhai Patel, aged 33 years, is the Promoter and the Whole Time Director of our company. For a complete profile of Jasmin Vishnubhai Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Our Management"* beginning on page 194 of the Red Herring Prospectus.
3.	Mr. Bharatbhai Prahaladbhai Patel	Individual	Bharatbhai Prahaladbhai Patel, aged 63 years, is the promoter and Director of our company. For a complete profile of Jasmin Vishnubhai Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Our Management"* beginning on page 194 of the Red Herring Prospectus.
4.	Mr. Vishnubhai Prahaladdas Patel	Individual	Vishnubhai Prahaladdas Patel, aged 57 years, is the promoter and Director of our company. For a complete profile of Vishnubhai Prahaladdas Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Our Management"* beginning on page 194 of the Red Herring Prospectus.
5.	Mr. Gautam Bharatkumar Patel	Individual	Gautam Bharatkumar Patel, aged 42 years, is the promoter of our company. For a complete profile of Gautam Bharatkumar Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Promoter and Promoter Group"* beginning on page 194 of the Red Herring Prospectus.
6.	B P Patel Family Trust*	-	-
7.	V P Patel Family Trust*	-	-
8.	Ranjanben Bharatbhai Patel	Individual	Ranjanben Bharatbhai Patel, aged 62 years, is the promoter of our company. For a complete profile of Ranjanben Bharatbhai Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Promoter and Promoter Group"* beginning on page 194 of the Red Herring Prospectus.
9.	Kapilaben Vishnubhai Patel	Individual	Kapilaben Vishnubhai Patel, aged 55 years, is the promoter of our company. For a complete profile of Kapilaben Vishnubhai Patel i.e. date of birth, residential address, educational qualification, experience in the business, positions held in the past and other directorships, special achievements, please refer to section titled *"Promoter and Promoter Group"* beginning on page 194 of the Red Herring Prospectus.

**Association of Persons.*

For further details, please refer to the chapter titled *"Our Promoters and Promoter Group"* beginning on page 209 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

4. Objects of the Issue

S. No.	Objects	Description
1.	Funding capital expenditure requirement towards installation of additional plant and machinery	The company operates in two primary areas: cotton ginning and spinning. In the ginning process, it separates cotton fibers from seeds, which is the first step in preparing raw cotton for textile production. Following this, the company focuses on spinning, where the clean cotton fibers are turned into yarn. This yarn, produced in various counts and quality grades, is used by textile mills for weaving and knitting fabrics.

			In order to support its existing manufacturing operations and improve production processes, the Company proposes to utilize a portion of the Net Proceeds towards capital expenditure for upgradation of plant and machinery at its existing manufacturing facilities. The proposed upgradation is intended to improve operational efficiencies, enhance process integration, reduce manual intervention in certain stages of production and support the manufacture of value-added yarn products in accordance with customer and industry requirements. The proposed investment primarily comprises procurement and installation of technologically upgraded spinning machinery and related systems within the existing Spinning setup. The proposed machinery is expected to assist the Company in improving process reliability, maintaining product quality standards and optimising production efficiency across various stages of the spinning process. The proposed machinery includes the following: **1. Comber Machine:** The Company proposes to install a Comber machine for the manufacture of combed yarn. The combing process is undertaken after carding and before spinning, wherein short fibres, neps and impurities are removed from cotton fibres. The process results in improved fibre alignment and enables the production of finer and relatively uniform yarn. Combed yarn is generally used in the manufacture of higher-count and value-added textile products. **2. Compact Spinning System:** The Company also proposes to install a Compact Spinning System in its existing spinning setup. The compact spinning attachment facilitates improved fibre control and alignment during the spinning process by condensing fibres prior to twisting. This process may assist in reducing yarn hairiness, improving yarn strength and enhancing yarn uniformity. The installation of the compact spinning system is intended to support the production of compact yarn used in value-added textile applications. **3. Link Corner System/ Autoconer Winding System:** The Company proposes to install a Link Corner System comprising 44 drums in the spinning section. The system is intended to facilitate automatic joining of yarn during the bobbin winding process and reduce manual handling during operations. The proposed installation may assist in reducing yarn breakage, minimizing wastage and improving operational continuity during the winding process. The Company proposes to utilize an amount aggregating up to ₹ 526.89 Lakhs from the Net Proceeds towards funding the capital expenditure for procurement, installation and commissioning of the aforesaid plant and machinery at its existing manufacturing facilities.
	2.	Funding Working Capital Requirement of our Company	Our business is working capital intensive. In the ordinary course of our business, we meet a substantial portion of our working capital requirements through internal accruals and borrowings from banks and financial institutions, including working capital facilities and short-term loans. As on the date of the Red Herring Prospectus, the Company has sanctioned fund-based working capital limits aggregating to ₹ 4,800.00 Lakhs from banks and financial institutions. As of April 30, 2026, the amount outstanding under the fund-based working capital facilities was ₹ 4,135.08 Lakhs. We propose to utilize ₹ 1,100.00 Lakhs from the Net Proceeds towards funding the working capital requirements of the Company to support the growth of our business during the financial years ending, March 31, 2027 and March 31, 2028.
	3.	General corporate purposes	Our Company proposes to deploy the balance Net Proceeds aggregating to ₹ [●] Lakhs towards general corporate purposes, subject to such utilization not exceeding 15% of the Gross Proceeds of the Issue or ₹ 1,000 Lakhs whichever is lower, in compliance with Regulation 230(2) of the SEBI ICDR Regulations. Our Company intends to deploy the balance Net Proceeds, if any, for general corporate purposes, subject to above mentioned limit, as may be approved by our management, including but not restricted to, the following: a) strategic initiatives; b) strengthening of marketing activities; c) ongoing general corporate exigencies; d) meeting fund requirements in the ordinary course of its business; e) meeting expenses incurred in the ordinary course of business; f) any other purposes as approved by the Board of Directors subject to compliance with the necessary regulatory provisions. The allocation or quantum of utilization of funds towards each of the above purposes will be determined by our Board of Directors based on the permissible amount actually available under the head "General Corporate Purposes" and the business requirements of our Company, from time to time. We, in accordance with the policies of our Board, will have flexibility in utilizing the Net Proceeds for general corporate purposes, as mentioned above. We confirm that any issue related expenses shall not be considered as a part of General Corporate Purpose. Further in case, our actual issue expenses turn to be lesser than the estimated issue expenses, such surplus amount shall be utilized towards other Objects or for General Corporate Purpose in such a manner that the amount for general corporate purposes, shall not exceed 15% or Rs. 1,000 lakhs, whichever is lower, of the amount raised by our Company through this Issue.

For further details, please refer to the chapter titled *"Objects of the Issue"* beginning on page 97 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

5. Pre and post issue shareholding of Promoter(s), members of the Promoter Group and top 10 shareholders

S. No.	Pre-Issue shareholding as at the date of Advertisement			Post-Issue shareholding as at Allotment			
				At the lower end of the price band (₹ [●])		At the upper end of the price band (₹ [●])	
	Shareholders	Number of Equity Shares	Percentage (%) holding*	Number of Equity Shares	Percentage (%) holding	Number of Equity Shares	Percentage (%) holding
Promoters							
1.	Nirav Bharatbhai Patel	32,50,000	20.00	[●]	[●]	[●]	[●]
2.	Jasmin Vishnubhai Patel	32,50,000	20.00	[●]	[●]	[●]	[●]
3.	Gautam Bharatkumar Patel	32,50,000	20.00	[●]	[●]	[●]	[●]
4.	Bharatbhai Prahaladbhai Patel	32,49,784	20.00	[●]	[●]	[●]	[●]
5.	Vishnubhai Prahaladdas Patel	32,49,784	20.00	[●]	[●]	[●]	[●]
6.	B P Patel Family Trust	108	Negligible	[●]	[●]	[●]	[●]
7.	V P Patel Family Trust	108	Negligible	[●]	[●]	[●]	[●]
8.	Ranjanben Bharatbhai Patel	108	Negligible	[●]	[●]	[●]	[●]
Total (A)		**1,62,49,892**	**100.00**	**[●]**	**[●]**	**[●]**	**[●]**
Promoter Group							
1.	Preet Vishnubhai Patel	108	Negligible	[●]	[●]	[●]	[●]
Total (B)		**108**	**Negligible**	**[●]**	**[●]**	**[●]**	**[●]**
Additional top 10 shareholders							
Total (C)		-	-	**[●]**	**[●]**	**[●]**	**[●]**
Total (A+B+C)		**1,62,50,000**	**100.00**	**[●]**	**[●]**	**[●]**	**[●]**

Notes:
** Rounded off;*
***There are no additional public shareholders other than promoters;*
(1) There is One (1) Promoter Group Shareholder, i.e., Preet Vishnubhai Patel;
(2) Includes all options that have been exercised until date of Red Herring Prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisement until date of Red Herring Prospectus;
(3) Based on the Issue price of ₹[●]/- and subject to finalization of the basis of allotment.

For detailed information on the "*Capital Structure*", please refer on page 84 of this Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

6. Summary of Restated Financial Information

The table below sets forth a summary of the Restated Financial Statements for the financial years ended March 31, 2026, 2025 and 2024:

(₹ in Lakhs)

Particulars	For Fiscal Year			
	March 31, 2026	March 31, 2025	Aug 04, 2024	March 31, 2024
Share Capital	1,625.00	1,500.00	1,500.00	1,500.00
Net Worth	2,893.57	1,726.46	2,345.16	2,062.49
Revenue from operations	40,801.01	29,046.69	7,546.69	35,738.81
Profit Before Tax from continuing operations	512.87	322.90	134.84	524.24
Profit after Tax	368.78	407.38	86.90	335.33
Basic Earnings Per Share	2.45	2.72	0.58	2.24
Diluted Earnings Per Share	2.45	2.72	0.58	2.24
Net Asset Value per Equity Shares	17.81	11.51	15.63	13.75
Total Borrowings (as per Restated)	4,499.52	5,475.91	3,256.11	4,001.57

Notes:
1) *The Basic and Diluted earnings per share and Net Asset value per share is calculated taking only profit after tax from continuing operations which are attributable to the owners of the Company.*

For further details, please refer to the section titled *"Restated Financial Statements"* beginning on page 221 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

7. Summary of Key Performance Indicators

The table set forth below are certain key financial metrics and operational metrics for the periods indicated:

Particulars	As of and for the Fiscal		
	2026	2025	2024
Revenue From operations (₹ in Lakhs)	40,801.01	36,593.38	35,738.81
Total Revenue (₹ in Lakhs)	40,932.15	36,651.25	35,801.62
EBITDA (₹ in Lakhs)	1,509.31	1,458.92	1,459.46
EBITDA Margin (%)	3.70%	3.99%	4.08%
Profit after tax (₹ in Lakhs)	368.78	494.29	335.33
PAT Margin (%)	0.90%	1.35%	0.94%
Return on Equity (ROE) (%)	15.96%	26.09%	11.72%
Return on Capital Employed (ROCE) (%)	13.14%	12.16%	13.41%
Debt To Equity Ratio	1.56	3.17	1.94
Current Ratio	1.09	1.12	0.79
Net Capital Turnover Ratio	12.62	17.08	19.06

As certified by M/s. SVJK and Associates, Chartered Accountants, the Peer Review Auditor of our Company by their certificate dated June 04, 2026.

For further details, please refer to the chapter titled *"Basis for Issue Price"* beginning on page 110 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

8. Risk Factors

The following are the top 10 internal risk factors as disclosed in the Draft Red Herring Prospectus:

1. **We have engaged in related party transactions and may continue to do so in the future. A significant portion of our sales and purchase transactions are with related parties.**
2. **Our Company enters into significant business transactions with certain related parties to leverage their specialized capabilities, export infrastructure, processing facilities and established customer relationships. Any disruption, modification or termination of such arrangements, or our inability to replace them on commercially comparable terms, could adversely affect our business, operations and financial condition.**
3. **Under-utilization of our manufacturing capacities and an inability to effectively utilize our existing manufacturing capacities could have an adverse effect on our business, future prospects and future financial performance.**
4. **There may be potential conflicts of interest if our promoter group entities and group companies get involved in any business activities that compete with or are in the same line of activity as our business operations.**
5. **Any fluctuations in cotton prices and availability may pose a significant risk to the Company's cost of production and profitability.**
6. **Dependence on seasonal cotton production may disrupt raw material procurement, impacting manufacturing continuity, production schedules, and profitability.**
7. **There are certain discrepancies / errors noticed in some of our corporate records relating to forms filed with the Registrar of Companies and other provisions of Companies Act, 2013. Any penalty or action taken by any regulatory authorities in future for non-compliance with provisions of corporate and other law could impact the financial position of the Company to that extent.**
8. **The Chairman & Managing Director of our Company, Nirav Bharatbhai Patel has been director of the Company which was voluntary Struck-Off.**
9. **A portion of our gross margins is attributable to transactions with related parties, and any reduction or discontinuation of such transactions could adversely affect our profitability and results of operations.**
10. **There is intense competition in the cotton processing and yarn manufacturing industry, which may affect market position and profitability.**

For further details, please refer to the chapter titled *"Risk Factor"* beginning on page 19 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

9. The details of weighted average cost of acquisition of shares for Promoter

S. No.	Name of Promoters	No. of equity shares held	Average cost of acquisition (in ₹ per equity share)
1.	Nirav Bharatbhai Patel	32,50,000	14.15
2.	Jasmin Vishnubhai Patel	32,50,000	14.15
3.	Bharatbhai Prahaladbhai Patel	32,49,784	14.15
4.	Vishnubhai Prahaladdas Patel	32,49,784	14.15
5.	Gautam Bharatkumar Patel	32,50,000	14.15
6.	B P Patel Family Trust	108	4.74
7.	V P Patel Family Trust	108	4.74
8.	Ranjanben Bharatbhai Patel	108	14.88

As certified by M/s. Mistry & Shah LLP, Chartered Accountants, the Statutory Auditor of our Company by their certificate dated August 14, 2026.

For further details, please refer to the chapter titled *"Capital Structure"* beginning on page 84 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

10. Board of Directors and Key Managerial Personnel

S. No.	Name of Board Director and Key Managerial Personnel	Designation
1.	Nirav Bharatbhai Patel	Chairman and Managing Director
2.	Jasmin Visnubhai Patel	Whole Time Director
3.	Bharatbhai Prahaladbhai Patel	Non-Executive Director
4.	Vishnubhai Prahladdas Patel	Non-Executive Director

5.	Rohit Khandelwal	Independent Director
6.	Bhavika Sanghani	Independent Director
7.	Ankit Sanchiher	Company Secretary and Compliance Officer
8.	Irfan Abdulbhai Mansuri	Chief Financial Officer (CFO)

For further details, please refer to the chapter titled *"Our Management"* beginning on page 194 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

11. Auditor Qualifications

The Restated Financial Statements do not contain any qualification requiring adjustments by the Auditor. For further details, please refer to the chapter titled *"Restated Financial Statements"* beginning on page 221 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

12. Summary table of Outstanding Litigations

A summary of outstanding tax proceedings involving our Company, Directors, Group Companies, Subsidiary and Promoters as on the date this Draft Red Herring Prospectus is provided below:

LITIGATIONS AGAINST OUR COMPANY

Nature of Cases	No. of Outstanding Cases	Amount involved (In Lakhs)
Criminal Complaints	--	--
Statutory/ Regulatory Authorities	--	--
Taxation Matters	4	55.63
Other Litigation	--	--

LITIGATIONS AGAINST OUR DIRECTORS AND / OR PROMOTERS

Nature of Cases	No. of Outstanding Cases	Amount involved (In Lakhs)
Criminal Complaints	--	--
Statutory/ Regulatory Authorities	--	--
Taxation Matters	5*	0.02
Other Litigation	--	--

** Amount in respect of 4 matters is not Unascertained*

LITIGATIONS BY OUR GROUP COMPANIES

Nature of Cases	No. of Outstanding Cases	Amount involved (In Lakhs)
Criminal Complaints	6	138.22
Statutory/ Regulatory Authorities	--	--
Taxation Matters	--	--
Other Litigation	--	--

LITIGATIONS AGAINST OUR GROUP COMPANIES

Nature of Cases	No of Outstanding Cases	Amount involved (In Lakhs)
Criminal Complaints	--	--
Statutory/ Regulatory Authorities	--	--
Taxation Matters	13	808.36
Other Litigation	1	8.35

For further details, please refer to the chapter titled *"Outstanding Litigation and Material Developments"* beginning on page 238 of the Red Herring Prospectus filed by our Company in the SME Platform of the BSE on September 10, 2026.

The Equity Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended (the "Securities Act") or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S of the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares will be offered and sold outside the United States in offshore transactions in reliance on Regulations under the Securities Act and in compliance with the applicable laws of the jurisdiction where such offers and sales occur. There will be no public offering of the Equity Shares in the United States.