BASIS FOR OFFER PRICE

The Price Band and Offer Price is determined by our Company and Selling Shareholder in consultation with the Book Running Lead Manager on the basis of an assessment of market demand for the Equity Shares offered through the Book Building Process and on the basis of the qualitative and quantitative factors as described below. The face value of the Equity Shares of our Company is ₹10/- each and the Offer Price is 8.40 times of the face value at the lower end of the Price Band and 8.90 times of the face value at the upper end of the Price Band.

Bidders should read the following basis with the section titled "Risk Factors" and chapters titled "Restated Financial Information", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Our Business" beginning on page 34 and 216, 267, 144 respectively, of the Red Herring Prospectus to get a more informed view before making any investment decisions.

QUALITATIVE FACTORS

Some of the qualitative factors and our strengths which form the basis for the Offer Price are:

1. *Wide Range of Products*
2. *Quality products*
3. *Repeat orders from Customers*
4. *Experienced Promoter and management team with proven execution capabilities and Skilled work force with contemporary capabilities*
5. *Manufacturing setup under one roof*
6. *Strong order book*

For further details regarding the qualitative factors, which form the basis for computing the Offer Price, please see chapter titled "*Our Business*" beginning on page 144 of the Red Herring Prospectus.

QUANTITATIVE FACTORS

The information presented in this chapter is derived from Company's Restated Financial Statements for the period ended December 31, 2025 and for the financial years ended on March 31, 2025, March 31, 2024 and March 31, 2023, has been prepared in accordance with Indian GAAP and in terms of the requirements of the Companies Act, SEBI ICDR Regulations and amendments thereto and the Guidance Note on "Reports in Company Prospectuses (Revised 2019)" issued by ICAI as amended from time to time. For more details on financial information, investors please refer the chapter titled "*Restated Financial Information*" beginning on page 216 of the Red Herring Prospectus.

Investors should evaluate our Company taking into consideration its niche business segment and other qualitative factors in addition to the quantitative factors. Some of the quantitative factors which may form the basis for computing the price are as follows:

Some of the quantitative factors which may form the basis for computing the Offer Price are as follows:

1. Adjusted Earnings / (Loss) Per Share ("EPS") and Adjusted Diluted EPS

As per Restated Financial Statements – Post Bonus

Particulars	**Basic & Diluted EPS (in ₹)**	**Weights**
March 31, 2025	10.88	3
March 31, 2024	8.61	2
March 31, 2023	2.86	1
Weighted Average	**8.79**	

For the period ended December 31, 2025 (Not annualised)	**8.61**

Notes:

1. *Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights*
2. *Earnings per Equity Share = Profit for the year / Weighted average number of equity shares outstanding during the year.*
3. *Basic and diluted Earnings per Equity Share are computed in accordance with Accounting Standard 20.*
4. *The basic and diluted Earnings per Equity Share for the current period and previous year presented have been calculated/restated after considering the bonus issue.*
5. *The face value of each Equity Share is ₹10/-.*

2. Price Earnings Ratio ("P/E") in relation to Price Band of ₹ 84.00 to ₹ 89.00 per Equity Share of ₹ 10/- each fully paid-up:

Particulars	(P/E) Ratio at the Floor Price (no. of times)	P/E) Ratio at the Cap Price (no. of times)
Based on Restated Financial Information		
P/E ratio based on the Basic & Diluted EPS, as restated for FY 2024-25	7.72	8.18
P/E ratio based on the Weighted Average Basic & Diluted EPS	9.56	10.13

Note: P/E ratio has been computed dividing the price per share by Earnings per Equity Share.

3. Industry P/E Ratio

There are no listed companies in India that are engaged in a business similar to that of our Company. Accordingly, it is not possible to provide industry P/E.

4. Return on Net worth (RoNW)

As per Restated Financial Information

Particulars	RONW (%)	Weights
March 31, 2025	46.98	3
March 31, 2024	67.49	2
March 31, 2023	99.75	1
Weighted Average	**62.61%**	
For the period ended December 31, 2025 (Not annualised)	**28.41%**	

Note: Return on Net Worth (%) = Profit for the year / Net Worth at the end of the year.

5. Net Asset Value (NAV)

As per Restated Financial Information

Financial Year	NAV (₹)
March 31, 2025	21.69
March 31, 2024	8.88
March 31, 2023	2.87
For the period ended December 31, 2025 (Not annualised)	30.30
Net Asset Value per Equity Share after the Offer at Floor Price	41.88

Financial Year	NAV (₹)
Net Asset Value per Equity Share after the Offer at Cap Price	43.19
Offer Price*	[●]

**To be included upon finalization of the Offer Price and will be updated at the Prospectus stage.*

Notes:

1) *Net Asset Value per Equity Share (in ₹) = Net Worth at the end of the year / Weighted number of equity shares outstanding at the end of the year.*
2) *Offer Price per Equity Share will be determined on conclusion of the Book Building Process.*

6. Comparison of accounting ratios with listed industry peers

Name of Company	CMP (₹)	Face Value (₹)	Basic & Diluted EPS (₹)	PE Ratio (times)	RoNW(%)	NAV per Share (₹)
Tipco Engineering India Limited	[●]	10	10.88	[●]	46.98	21.69

There are no listed companies in India that are engaged in a business similar to that of our Company. Accordingly, it is not possible to provide a comparison of key performance indicators of industry with our Company.

Notes:
1) *The figures for our company are based on Restated Financial Statements for the year ended March 31, 2025 after considering the bonus issue of shares.*
2) *Restated Profit for the year attributable to equity shareholders divided by Net Worth of our Company.*
3) *Net asset value per equity share is calculated as net worth as of the end of relevant year divided by the weighted average number of equities shares outstanding at the end of the year.*
4) *Price Earning (P/E) Ratio in relation to the Offer Price of [●] per share.*
5) *The face value of our share is ₹10/- per share and the Offer Price is of ₹ [●] per share are [●] times of the face value.*

Investor should read the above-mentioned information along with the section titled *"Risk Factors"* beginning on page 34 of the Red Herring Prospectus and the financials of our Company including important profitability and return ratios, as set out in the chapter titled *"Restated Financial Information"* beginning on page 216 of the Red Herring Prospectus.

7. Key Performance Indicators ("KPIs")

The KPIs disclosed below have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of various verticals. The KPIs disclosed below have been approved by a resolution of our Audit Committee dated March 05, 2026 and the members of the Audit Committee have verified the details of all KPIs pertaining to our Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three financial years prior to the date of filing of the Red Herring Prospectus. Further, the KPIs herein have been certified by our Peer review Auditors, M/s. Vinay Bhushan & Associates, Chartered Accountants by their certificate dated March 05, 2026

The KPIs of our Company have been disclosed in the chapters titled "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations – Key Performance Indicators" on pages 144 and 267 of the Red Herring Prospectus, respectively. We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" on page 1 of the Red Herring Prospectus.

Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilisation of the proceeds of the Offer as per the disclosure made in the chapter titled "Objects of the Offer", whichever is later or for such other duration as may be required under the SEBI ICDR Regulations. Further, the ongoing KPIs will continue to be certified by a member of an expert body as required under the SEBI ICDR Regulations.

(a) A list of our KPIs, on restated financials is set out below for the indicated periods below:

(₹ in Lakhs, otherwise mentioned)

Key Financial Performance	For the period/ year ended as on			
	December 31, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Revenue from Operations (1)	8,590.35	13,313.78	10,122.60	3,597.41
EBITDA (2)	2,089.37	2,384.67	1,214.47	347.34
EBITDA Margin (%) (3)	24.32%	17.91%	12.00%	9.66%
PAT (4)	1,318.70	1,561.04	844.52	256.12
PAT Margin (%)(5)	15.35%	11.72%	8.34%	7.12%
Return on equity (%) (6)	33.12%	68.26%	112.00%	199.01%
Return on capital employed (%) (7)	24.76%	33.27%	30.74%	30.83%
Debt-Equity Ratio (8)	0.81	1.12	2.05	3.28
Net fixed asset turnover ratio(times) (9)	6.48	4.16	41.21	73.66
Current Ratio (times) (10)	1.49	1.31	1.27	1.24
Domestic Market	7,768.87	12,908.13	9,857.07	3,482.49
Export Markets	821.48	405.65	265.53	114.92
Domestic Market (%)	90.44%	96.95%	97.38%	96.81%
Export Market (%)	9.56%	3.05%	2.62%	3.19%

As certified by M/s. Vinay Bhushan & Associates, Chartered Accountants, by way of their certificate dated March 05, 2026.

Notes:

(1) Revenue from operation means revenue from sale of our products
(2) EBITDA is calculated as Profit before tax + Depreciation + Finance Costs – Other Income
(3) EBITDA Margin is calculated as EBITDA divided by Revenue from Operations
(4) PAT is calculated as PBT – Total Tax expense
(5) PAT Margin is calculated as PAT for the period/year divided by revenue from operations
(6) Return on Equity is calculated by comparing the proportion of net income against the amount of average shareholder equity
(7) Return on Capital Employed is calculated as follows: Profit before tax + Finance Costs – Other Income (EBIT) divided by (Tangible Net Worth + Total Debt + Deferred Tax Liabilities)
(8) Debt to Equity ratio is calculated as Total Debt divided by equity
(9) Net Fixed asset turnover ratio is calculated by dividing the Revenue from Operations by net Fixed Assets of the Company
(10) Current Ratio is calculated by dividing Current Assets to Current Liabilities

(b) Description on the historic use of the KPIs by our Company to analyse, track or monitor the operational and/or financial performance of our Company

In evaluating our business, we consider and use certain KPIs, as presented above, as a supplemental measure to review and assess our financial and operating performance. The presentation of these KPIs is not intended to be considered in isolation or as a substitute for the Financial Information. We use these KPIs to evaluate our performance. Some of these KPIs are not defined under applicable Accounting Standards and are not presented in accordance with applicable Accounting Standards. These KPIs have limitations as analytical tools. Further, these KPIs may differ from the similar information used by other companies and hence their comparability may be limited. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that it provides an additional tool for investors to use in evaluating our ongoing results, when taken collectively with financial measures prepared in accordance with applicable Accounting Standards.

Explanations for the certain financial data based on Restated Financial Information

Key Financial Performance	Explanations
Revenue from Operations [1]	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
EBITDA [2]	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT [4]	Profit after tax provides information regarding the overall profitability of the business
PAT Margin (%)[5]	PAT Margin (%) is an indicator of the overall profitability and financial performance of the business
Return on equity (%) [6]	Return on equity (ROE) is a measure of financial performance
Return on capital employed (%) [7]	Return on capital employed is a financial ratio that measures our company's profitability in terms of all of its capital
Debt-Equity Ratio (times) [8]	Debt / Equity Ratio is used to measure the financial leverage of the Company and provides comparison benchmark against peers
Net fixed asset turnover ratio (times) [9]	Net fixed asset turnover ratio is indicator of the efficiency with which our company is able to leverage its assets to generate revenue from operations
Current Ratio (times) [10]	The current ratio is a liquidity ratio that measures our company's ability to pay short-term obligations or those due within one year

(c) Comparison with Listed Industry Peers

There are no listed companies in India that engage in a business similar to that of our Company. Accordingly, it is not possible to provide a comparison of key performance indicators of industry with our Company.

8. Justification for Basis for Offer price

a) The price per share of our Company based on the primary/ new issue of shares (equity / convertible securities), excluding shares issued under ESOP/ESOS and issuance of bonus shares

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

Date of allotment	No. of Equity Shares allotted	Face Value (₹)	Issue Price (₹)	Nature of consideration	Nature of Allotment	Total Consideration (₹ in Lakhs)
January 17, 2025	1,366	10/-	37,349/-	Cash	Private Placement of Equity Shares	510.19
Weighted average cost of acquisition (WACA) Primary issuances (in ₹ per Equity Share)						37,349.00

b) The price per share of our Company based on the secondary sale / acquisition of shares (equity shares)

There have been no secondary sale / acquisitions of Equity Shares, where the promoters, members of the promoter group, selling shareholder or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of the Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid - up share capital of the Company (calculated based on the pre-offer share capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

c) **Since there are transaction to report to under (a) but there are no transactions to report under (b), the following are the details of the basis of the last five primary and secondary transactions (secondary transactions where promoters, promoter group or shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction), not older than three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions.**

Primary Transactions:

1. Rights Issue of 5,770 Equity Shares of face value of ₹10/- at an issue price of ₹2,600/- each as on February 12, 2024:

Sr. No	Name	No. of Equity Shares
1.	Mr. Ritesh Sharma	2,885
2.	Ms. Sonia Sharma	2,885
	Total	**5,770**

2. Private Placement of 1,366 Equity Shares of face value of ₹10/- at a price of ₹37,349/- each

Sr. No.	Name	No. of Equity Shares
1.	Mr. Chander Sawhney	27
2.	M/s. Cube Marketing Private Limited	78
3.	Mr. Lalit Dua	1,004
4.	Mr. Yashpal Garg	257
	Total	**1,366**

3. Bonus Issue of 1,53,02,448 Equity Shares of face value of Rs. 10/- each in the ratio of 893:1 i.e., 893 Bonus Equity Shares for each Equity Shares held:

Sr. No.	Name	No. of Equity Shares
1.	Mr. Ritesh Sharma	1,01,66,805
2.	Ms. Sonia Sharma	34,69,305
3.	Ms. Veena Rani Sharma	4,46,500
4.	Mr. Chander Sawhney	24,111
5.	M/s. Cube Marketing Private Limited	69,654
6.	Mr. Lalit Dua	8,96,572
7.	Mr. Yashpal Garg	2,29,501
	Total	**1,53,02,448**

Secondary Issuances

Date of Transaction	Name of Shareholder	Promoter/ Promoter Group/ Director	Number of Equity Shares Acquired	Number of Equity Shares Sold	Acquisition / Transfer Price (₹)	% of Pre-Issue Paid up share capital on fully diluted basis	Subscribed/ Acquired/ Transferred

March 10, 2025	Ms. Veena Rani Sharma	Promoter Group	500	-	-	Negligible	Gift from Mr. Ritesh Sharma
February 03, 2026	Mr. Ritesh Sharma	Promoter and Managing Director	-	7,41,000	41/-	4.84%	Transfer of Shares to M/s. LRSD Securities Private Limited

d) Weighted average cost of acquisition ("WACA"), floor price and cap price

Weighted average cost of acquisition of Equity Shares based on primary/ secondary transaction(s), as disclosed in paragraph above, are set out below:

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)*	Floor Price (₹ 84/-)	Cap Price (₹ 89/-)
Weighted average cost of acquisition for the last five primary transactions not older than three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions.	37,349.00	Negligible	Negligible
Weighted average cost of acquisition for the last five secondary transactions (secondary transactions where promoters, promoter group or shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction), not older than three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions.	Nil	NA	NA
Since there were no primary or secondary transactions of equity shares of the Company during the three years preceding the date of filing of the Red Herring Prospectus, the information has been disclosed for price per share of the Company based on the last five primary or secondary transactions (secondary transactions where Promoter /Promoter Group entities or Selling Shareholder or Shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction), irrespective of the size of the transaction.			

** As certified by M/s. Vinay I Aggarwal & Associates, Chartered Accountants, Statutory Auditor of our Company, by way of their certificate dated March 11, 2026.*

e) Explanation for Cap Price being Negligible compared to weighted average cost of acquisition of primary issuance price / secondary transaction price of Equity Shares (set out in 8 (d) above) along with our Company's key performance indicators and financial ratios for the period ended December 31, 2025 and for the Fiscals 2025, 2024 and 2023.

f) The Offer Price is [●] times of the face value of the equity shares

The face value of our share is ₹ 10/- per share and the Offer Price is of ₹ [●] per share i.e., [●] times of the face value. Our Company and Selling Shareholder in consultation with the Book Running Lead Manager believes that the Offer Price of ₹ [●] per share for the Public Offer is justified in view of the above quantitative and qualitative parameters. Investor should read the above-mentioned information along with the section titled "Risk Factors" beginning on page 34 of the Red Herring Prospectus and the financials of our Company including important profitability and return ratios, as set out in the chapter titled "Restated Financial Information" beginning on page 216 of the Red Herring Prospectus.