Draft Abridged Prospectus
***Dated:** June 30, 2026*

Scan this QR code to view the Draft Red Herring Prospectus and the Draft Abridged Prospectus

CSML

We make fun, a business...

COMPLETE SPORTS AND MANAGEMENT INDIA LIMITED
CIN: U92410MH2002PLC138419

Registered Office	Corporate Office	Contact Person	Email and Telephone	Website
B-223 - 226, 2nd Floor, Chintamani Plaza, Mohan Studio Compound, Andheri Kurla Road, Chakala, Andheri (East), Airport (Mumbai), Mumbai - 400099, Maharashtra, India	NA	Manali Jain, Company Secretary and Compliance Officer	**Email:** investors@csmlindia.com **Telephone:** 022-49739657	www.csmlgroup.com

THE PROMOTERS OF OUR COMPANY ARE ROHIT RAJESH MATHUR, ABHA ROHIT MATHUR AND MATHUR ROHAN ROHIT

DETAILS OF ISSUE TO PUBLIC

TYPE	FRESH OFFER	SIZE OF OFFER FOR SALE	TOTAL OFFER SIZE	ELIGIBILITY AND SHARE RESERVATION AMONG QIBs, NIIs AND IIs
Fresh Issue	Up to 55,50,000 Equity Shares aggregating up to [●] Lakhs.	N.A.	Up to 55,50,000 Equity Shares aggregating up to [●] Lakhs.	The Issue is being made in Terms of Regulation 229 (2) and 253 (1) & (2) of the SEBI ICDR Regulations. For details in relation to share reservation among QIBs, Non-Institutional Bidders and Individual Investor, see *"Issue Structure"* beginning on page 398 of the Draft Red Herring Prospectus.

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

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public issue of our Company, there has been no formal market for the Equity Shares. The face value of Equity Shares is ₹10/- each and the Issue Price is [●] times of the face value of the Equity Shares. The Issue Price (determined by our Company in consultation with the Book Running Lead Manager, as stated in *"Basis for Issue Price"* beginning on page 123 should not be taken 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 and/or sustained trading in the Equity Shares or 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 applicants 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 contents of the Draft Red Herring Prospectus. Specific attention of the investors is invited to "*Risk Factors*" on page 23 of the Draft Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Draft 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 Draft 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 Draft 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 offered through the Draft Red Herring Prospectus are proposed to be listed on SME Platform of BSE Limited ("BSE SME"). Our company has received "In Principle" approval from the BSE SME for using its name in the offer document for the listing of the Equity Shares, pursuant to letter dated [●]. For the purpose of the issue, the designated stock exchange shall be BSE Limited.

BOOK RUNNING LEAD MANAGER TO THE ISSUE

Name and Logo	Contact Person	Email & Telephone
SMART HORIZON CAPITAL ADVISORS PVT. LTD. **Smart Horizon Capital Advisors Private Limited**	Parth Shah	**E-mail:** director@shcapl.com **Telephone:** 022-28706822

REGISTRAR TO THE ISSUE

Name and Logo	Contact Person	Email & Telephone
Bigshare Services Pvt. Ltd. **Bigshare Services Private Limited**	Aniket Seebag	**E-mail:** ipo@bigshareonline.com **Telephone:** 022 - 6263 8200

ISSUE PROGRAMME

ANCHOR INVESTOR BID/ ISSUE PERIOD: [●] *	**BID/ISSUE OPENS ON: [●] ***	**BID/ ISSUE CLOSES ON: [●] ****

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

***Our Company in consultation with the BRLM, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations*

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

(Please scan this QR code to Draft Red Herring Prospectus and Draft Abridged Prospectus)	The following is a general summary of certain disclosures in the Draft 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 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 the Draft Red Herring Prospectus, which is available at the website of Securities and Exchange Board of India ("SEBI") at www.sebi.gov.in, at the websites of the BSE Limited ("BSE", "Stock Exchange") at www.bseindia.com, at the website of the Company at www.csmlgroup.com and the website of the Book Running Lead Manager at www.shcapl.com. References below are to the page numbers of the Draft Red Herring Prospectus dated June 30, 2026 Unless otherwise specified all capitalized terms used herein and not specifically defined bear the same meaning as ascribed to them in the Draft Red Herring Prospectus.

Summary of the Primary Business

Company Overview: Our company Complete Sports and Management India Limited (CSML), established in 2002, is engaged in the business of sourcing, trading, distribution, installation, commissioning, maintenance, and consulting services for amusement and leisure equipment. Our Company operates in India and Singapore through its wholly owned subsidiary, which supports cross-border operations. CSML supplies a range of products, including bowling systems, arcade games, trampoline parks, soft play areas, laser tag systems, bumper cars, go-karting systems, cashless gaming systems, and related spares and accessories, while providing solutions based on customer requirements. Its customer base includes family entertainment centres, clubs, hotels, residential complexes, resorts, and corporate clients. In April 2026, the Company launched its first sports bar under the brand name "All Sett Go" (ASG) at Infinity Mall, Andheri, combining sports viewing, food and beverage services, and interactive gaming. The Company is also setting up "Duckpin – The Bowling Bistro" at Malad, which will offer duckpin bowling, gaming, dining facilities. CSML is the authorized distributor of Brunswick Bowling products and solutions across India, Singapore, Malaysia, and Indonesia, and provides design, supply, installation, commissioning, maintenance, scoring systems integration, spare parts management, and technical support for traditional and duckpin bowling systems.

Product / Service Offering: Our wide array of services includes Bowling Solutions (Brunswick Bowling Systems), including traditional and duckpin bowling lanes, Arcade Games, including redemption games, video games, ticket-based games, and skill-based games, Soft Play Areas and Indoor Play Structures, Trampoline Parks, Laser Tag Systems, Bumper Cars, Go-Karting System, Debit Card & Cashless Gaming Systems, Spares, Consumables, and Accessories.

Description of industries served and typical customers: Our company provides sourcing, trading, distribution, installation, commissioning, maintenance, and consulting services for amusement and leisure equipment. Our typical customers include Family Entertainment Centres, Club Houses, Hotels, Corporates, Resort, Residentials.

Segment reporting details and their revenue contribution for the reporting periods in a tabular form: Our Company is engaged in providing sourcing, trading, distribution, installation, commissioning, maintenance, and consulting services for amusement and leisure equipment for Bowling, Arcade Games, Go-Karting, Laser Tag, Intercard, Soft Play Systems, Bumper Cars, Trampoline Parks and services including Management Contract, Consultancy Service. For further details, please see chapter titled "*Our Business-Revenue Break-Up'* on page 186.

Key Geographies: The Company's revenue from operations is geographically well diversified, with a presence in India, including Maharashtra, Karnataka, Telangana, Delhi, Assam, Gujarat, Punjab and other states. In addition, the Company generates revenue from international operations from countries, namely Indonesia, Nepal, Singapore and Sri Lanka, reflecting our broad geographic and diversified reach.

Revenue from Top 10 Customers: The revenue demonstrates a moderate concentration among the top ten customers across the reported periods. During the period ended December 31, 2025, the top ten customers contributed ₹ 4,468.10 Lakhs, representing 77.98 % of the revenue from operations for the period. Further, in Fiscal 2025, the top ten customers contributed ₹7,233.22 Lakhs (65.55 %) of the revenue, compared to ₹6,557.17 Lakhs (80.45%) in Fiscal 2024 and ₹2,538.48 Lakhs (82.22%) in Fiscal 2023.

Key Manufacturing Facilities: NA

Business strengths and strategies:

Our business strengths are:

- Exclusive Distributorship for Brunswick Bowling Products in India
- Comprehensive End-to-End Amusement and Entertainment Solutions Platform with Integrated Consultancy and Operations Management Capabilities
- Experience Across Diverse Leisure and Hospitality Segments
- Forward Integration through the Establishment of our Owned Entertainment Centres under the "Duckpin – The Bowling Bistro" and "All Sett Go" Brands
- Established Relationships with International Equipment Manufacturer
- Experienced Promoters and Management Team with Strong Execution Capabilities

Our business strategies are:

- Strengthening Core Distribution and Consulting Business
- Assembling of gaming equipments at our Bhiwandi Warehouse
- Expansion into establishing entertainment center under the "Duckpin- The Bowling Bistro" Brand.
- Leveraging Promoter Experience and Industry Relationships
- Capitalising on Industry Tailwinds

For further details, please refer to the chapter titled *"Our Business"* beginning on page 169 of the Draft Red Herring Prospectus.

Summary of the Industry

- The Indian indoor amusement center market is expected to enter a faster expansion phase over the medium term, supported by increasing formalization, wider geographic penetration, and deeper integration of entertainment formats within urban leisure infrastructure. The market is transitioning from a consolidation stage toward scale-driven growth, with operators focusing on network expansion, standardized formats, and improved unit-level economics across multiple city tiers.

- The market is projected to grow from INR 50.9 billion in FY 2025 to INR 93.7 billion by FY 2030, implying a CAGR of 13.0% over FY 2025–30. Annual market additions are expected to accelerate in absolute terms—from INR 6.6 billion between FY 2025 and FY 2026 to nearly INR 10.8 billion between FY 2029 and FY 2030 indicating increasing scale and momentum as the industry matures
- India's rising income levels and accelerating urbanisation are structurally reshaping consumer spending patterns, directly supporting demand for premium indoor entertainment formats. According to the International Monetary Fund (IMF), India's per capita income increased from USD ~1.91 thousand in CY 2020 to USD ~2.28 thousand till November 2025, and is projected to reach USD ~4.35 thousand by CY 2030, reflecting a sustained improvement in discretionary spending capacity. This income expansion is particularly pronounced in urban and semi-urban markets, which are the primary catchments for Indoor Amusement Centers.
- The Indian Indoor Amusement Center (IAC) market is witnessing a strategic shift as established operators increasingly expand beyond metro cities into Tier I and Tier II urban conglomerates. Saturation of premium mall spaces in metros, coupled with rising rentals and competitive intensity, is pushing operators to explore underserved but fast-growing consumption centers such as Jaipur, Indore, Surat, Coimbatore, Lucknow, Nagpur, Kochi, Bhubaneswar, and Chandigarh.
- The sports bars and restaurant industry in India revolves around creating a social and immersive dining experience centred on live sports. These venues go beyond traditional food and beverage services by offering large-screen match screenings, energetic atmospheres, and group-friendly environments where people can gather to watch games together. Unlike regular restaurants, the focus here is on combining entertainment with dining, making them popular among young consumers and working professionals seeking shared leisure experiences. This concept is gaining traction, particularly in urban centers such as Mumbai, Bangalore, Delhi, and Pune, where lifestyle changes, higher disposable incomes, and a vibrant nightlife culture are supporting its growth.

For further details, please refer to the chapter titled *"Industry Overview"* beginning on page 137 of the Draft Red Herring Prospectus.

Promoters of our Company

Sr. No.	Name of the Promoter	Individual/Corporate	Experience & Educational Qualification/ Corporate Information
1.	Rohit Rajesh Mathur	Individual	He holds a Bachelor's degree in Commerce from Devi Ahilya Vishwavidyalaya, Indore, obtained in 1989. He has over 23 years of experience in the amusement and leisure industry. He is responsible for providing strategic leadership and overseeing the overall management and business operations of our Company. His areas of responsibility include marketing, operations, procurement, customer relationship management, finance and accounts, and technical functions. His extensive industry experience, operational expertise and leadership have played a significant role in the growth, stability and expansion of our Company.
2.	Abha Rohit Mathur	Individual	She holds a Bachelor's degree in Arts (Honours) from the University of Delhi, obtained in 1994. She has approximately 20 years of experience in the amusement and leisure industry. She is responsible for overseeing the human resources and administration functions of our Company. Her key responsibilities include talent acquisition, employee relations, organizational development and administrative management. She plays an important role in fostering a productive work environment and ensuring efficient administrative operations across the organization.
3.	Rohan Rohit Mathur	Individual	He holds a Bachelor's degree in Management Studies from Thakur College of Science and Commerce, University of Mumbai, obtained in 2021. He has over 6 years of experience in the amusement and leisure industry. He is responsible for identifying and evaluating business opportunities across the sports, events and brand management sectors. His responsibilities include conducting market research, analysing industry trends, assessing competitive developments, and identifying potential clients and business partners.

For further details, please refer to the chapter titled "Our Promoters and Promoter Group" beginning on page 238 of the Draft Red Herring Prospectus.

Objects of the Issue

The Issue comprises of a fresh issue of up to 55,50,000 Equity Shares aggregating up to ₹ [●] Lakhs..

Our Company proposes to utilize the Net Proceeds from the Fresh Offer towards funding the following objects:

Sr. No.	Particulars of Object	Description
1.	Funding the capital expenditure requirements of our Company towards the purchase of gaming equipment and other capital equipment, including computers, printers and software, equipment and tools, and CCTV and safety equipment, for its existing warehouse located at Bhiwandi, Maharashtra.	Proceeds will be utilized for purchasing gaming equipment and other capital equipment at its existing warehouse in Bhiwandi, Maharashtra.
2.	Funding the capital expenditure requirements of our Company towards the setting up of the 'Duckpin – The Bowling Bistro' entertainment centre in Mumbai, Maharashtra	Proceeds will be utilized amount towards funding the capital expenditure requirements for the establishment of a "Duckpin – The Bowling Bistro" entertainment centre in Mumbai, Maharashtra.
3.	Repayment and/or prepayment, in full or in part, of certain outstanding borrowings availed by our Company from banks and financial institutions	Proceeds will be utilized towards repayment/ prepayment of all or a portion of certain outstanding borrowings availed by the Company, including accrued interest thereon.
4.	General corporate purposes;	The amount to be utilised for general corporate purposes will not exceed fifteen percent of the amount being raised by our company or ₹ 10 Crores, whichever is less in accordance with Regulation 230(2) of the SEBI ICDR Regulation, 2018. Our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for General Corporate Purposes.

For further details, please refer to the chapter titled *"Objects of the Issue"* beginning on page 102 of the Draft Red Herring Prospectus.

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

Sr. No.	Particulars	Pre-Issue as at the date of the Draft Red Herring Prospectus		Post- Issue shareholding as at Allotment*			
				At the lower end of the Price Band (₹[●])		At the upper end of the Price Band (₹[●])	
		Number of Equity Shares of face value ₹10 each	Percentage of total pre-Issue paid up Equity Share capital	Number of Equity Shares of face value ₹10 each	Percentage of total post -Issue paid up Equity Share capital	Number of Equity Shares of face value ₹10 each	Percentage of total post -Issue paid up Equity Share capital
(A) Promoters							
1.	Rohit Rajesh Mathur	75,05,000	50.00%	[●]	[●]	[●]	[●]
2.	Abha Rohit Mathur	51,48,430	34.30%	[●]	[●]	[●]	[●]
3.	Rohan Rohit Mathur	15,01,000	10.00%	[●]	[●]	[●]	[●]
Total (A)		**1,41,54,430**	**94.30%**	[●]	[●]	[●]	[●]
(B) Promoter Group (other than our Promoters)							
4.	Rajeshnarain Premnarain Mathur	1,50,100	1.00 %	[●]	[●]	[●]	[●]
5.	Ratanmala Mathur	1,50,100	1.00 %	[●]	[●]	[●]	[●]
6.	Rahul Mathur	75,050	0.50 %	[●]	[●]	[●]	[●]
Total (B)		**3,75,250**	**2.50%**		[●]	[●]	[●]
(C) Additional top 10 Shareholders							
7.	Deepak Gangji Savla	3,00,200	2.00%	[●]	[●]	[●]	[●]
8.	Tyna Valerian Dsilva	75,050	0.50%	[●]	[●]	[●]	[●]
9.	Amit Thapar	75,050	0.50%	[●]	[●]	[●]	[●]
10.	Amol Namdev Shelke	30,020	0.20%	[●]	[●]	[●]	[●]
Total (C)		**4,80,320**	**3.20%**	[●]	[●]	[●]	[●]
Total (A+B+C)		**1,50,10,000**	**100.00%**	[●]	[●]	[●]	[●]

Notes:
1) Based on the Issue Price of ₹ [●] and subject to finalization of the basis of allotment.
2) As on the date of the Draft Red Herring Prospectus, we have total 10 (Shareholders), out of which 4 are Public Shareholders.

For detailed information on the "*Capital Structure*", please refer on page 89 of the Draft Red Herring Prospectus.

Summary of Restated Standalone Financial Information

Following are the details as per the restated standalone financial statements for the period ended on December 31, 2025 and financial years ended on March 31, 2025, March 31, 2024 and March 31, 2023:

(₹ in Lakhs)

Particulars	As on December 31, 2025	For Fiscal Year		
		March 31, 2025	March 31, 2024	March 31, 2023
Share Capital	1,501.00	1.00	1.00	1.00
Net Worth#	3,041.65	2,457.99	1,317.05	305.30
Revenue from operations$	5,729.68	11,034.57	8,150.42	3,087.29
EBITDA	705.41	1,477.83	1,266.38	167.45
Profit after Tax	583.66	1,140.94	1,011.76	123.82
Basic Earnings Per Share@	3.89	7.60	6.74	0.82
Diluted Earnings Per Share@	3.89	7.60	6.74	0.82
Return on Equity / Net Worth	19.19	46.42	76.82	40.56
*Net Asset Value per Equity Shares (Post Bonus)	20.26	16.38	8.77	2.03
^Total Borrowings (as per Restated)	815.06	219.22	213.84	148.20
Cash flow from operating activities	(439.88)	(332.77)	883.28	14.39
Cash flow from investing activities	(79.67)	391.57	(899.66)	(20.93)
Cash flow from financing activities	518.68	(49.87)	45.68	(112.93)

Notes:
Net Worth = Restated Equity Share Capital plus Restated Reserves & Surplus
$ Revenue = Restated Revenue from operations
@ Earnings per share (Basic & diluted) = Restated profit after tax for the period divided by Restated weighted average number of Equity Shares outstanding during the period
**Net Asset Value per Equity Share = Restated Net worth divided by Restated weighted average number of Equity Shares outstanding during the period*
^Total Borrowings = Restated Long-Term Borrowings Plus Restated Short-Term Borrowings

For details, see "Restated Financial Information", "Other Financial Information" and "Management's Discussion and Analysis of Financial Conditions and Results of Operations" on pages 243, 323 and 326, respectively.

Summary of Key Performance Indicators

The table below sets forth certain of our Key Performance Indicators as of and for the period ended December 31, 2025 and for Fiscal 2025, Fiscal 2024 and Fiscal 2023, based on our Restated Standalone Financial Statements:

Particulars^	For the period ended/ For the year ended			
	December 31, 2025*	2025	2024	2023
Financial KPIs				

Particulars^	For the period ended/ For the year ended			
	December 31, 2025*	2025	2024	2023
Revenue From operations (₹ in lakhs) (1)	5,729.68	11,034.57	8,150.42	3,087.29
PBT (₹ in lakhs) (2)	803.32	1,562.28	1,355.21	165.48
PAT (₹ in lakhs) (3)	583.66	1,140.94	1,011.76	123.82
EBIT (₹ in lakhs) (4)	835.20	1582.51	1369.93	180.02
EBIT Margin (in %) (5)	0.15	0.14	0.17	0.06
Adjusted EBITDA (₹ in lakhs) (6)	705.41	1477.83	1266.38	167.45
Adjusted EBITDA Margin (in %) (7)	12.31	13.39	15.54	5.42
PBT Margin (in %) (8)	14.02	14.16	16.63	5.36
PAT Margin (in %) (9)	10.19	10.34	12.41	4.01
Return on Equity (RoE) (in %) (10)	21.23	60.45	124.73	50.97
Return on Capital Employed (in %) (11)	21.66	59.11	89.49	39.70
Debt to Equity Ratio (in Times) (12)	0.27	0.09	0.16	0.49
Debt Service Coverage Ratio (in Times) (13)	7.86	15.52	16.86	3.64
Current Ratio (in Times) (14)	1.63	1.31	1.00	0.98

**Figures for period ended December 31, 2025 are not annualised*

^The above details have been certified by R H Nisar & Co., Chartered Accountants, pursuant to their certificate dated June 30, 2026 and has been included in "Material Contracts and Documents for Inspection – Material Documents" on page 463

Notes:

(1) *Revenue from operation means revenue from operating activities*

(2) *PBT means Profit before taxes expense*

(3) *PAT represents total net profit after tax for the year.*

(4) *EBIT means Earnings before interest and taxes expense, arrived at by obtaining the profit before tax for the year and adding back finance costs.*

(5) *EBIT Margin is calculated as EBIT as a percentage of revenue from operations.*

(6) *Adjusted EBITDA means Earnings before interest, taxes, depreciation and amortisation expense, arrived at by obtaining the profit before tax for the year and adding back finance costs and depreciation and amortisation expenses and adjusted by other income*

(7) *Adjusted EBITDA Margin is calculated as Adjusted EBITDA as a percentage of revenue from operations.*

(8) *PBT Margin is calculated as PBT as a percentage of revenue from operations.*

(9) *PAT Margin is calculated as PAT as a percentage of revenue from operations.*

(10) *Return on Equity (ROE) is calculated as PAT divided by average of net worth;*

(11) *Return on Capital Employed (ROCE) is calculated as EBIT divided by capital employed where (i) EBIT means Earnings before interest and taxes expense, arrived at by obtaining the profit before tax for the year and adding back finance costs and (ii) Capital employed means Net worth + Total debt + Deferred tax liability;*

(12) *Debt to Equity Ratio is defined as total debt divided by total equity. Total debt is the sum of total non-current & current borrowings; total equity means sum of equity share capital and other equity;*

(13) *Debt Service Coverage Ratio is calculated as earning before interest and tax expenses as divided by finance cost and principal repayments.*

(14) *Current Ratio is calculated by dividing total current assets by total current liability.*

For further details, please refer to the chapter titled *"Basis for Issue Price"* beginning on page 123 of the Draft Red Herring Prospectus.

Risk Factors

The following are the top 10 internal risk factors as disclosed in the DP:

1. *We derived 77.98% and 65.55%, 80.45% and 82.22% of our revenue from our top ten customers for period ended December 31, 2025, and for the Fiscals 2025, 2024 and 2023, respectively. The loss of any of these customers or reduction in business from such will have a material adverse effect on our business, financial condition, results of operations and cash flows*
2. *Our revenues are substantially dependent on demand for our amusement and entertainment solutions portfolio and related services. Any decline in demand for such offerings, changes in customer preferences, loss of significant customers, or adverse developments in the entertainment and leisure industry could materially and adversely affect our business, financial condition, results of operations and cash flows.*
3. *Our purchases are substantially concentrated among a limited number of international manufacturers and suppliers, with our top ten suppliers accounting for 83.44%, 73.20%, 81.07% and 82.36% of our total purchases for the nine months ended December 31, 2025 and Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any disruption in our relationships with such manufacturers and suppliers could materially and adversely affect our business, financial condition, results of operations and cash flows.*
4. *We are the exclusive distributor of Brunswick bowling products and solutions in certain jurisdictions, and revenues generated from Brunswick bowling equipment accounted for 40.54%, 34.42%, 50.67% and 47.69% of our revenue from operations for the nine months ended December 31, 2025 and Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any loss of exclusivity, deterioration in our relationship with Brunswick, or disruption in the supply of Brunswick products could materially and adversely affect our business, financial condition, results of operations and cash flows.*
5. *Our business is substantially dependent on demand from family entertainment centres, which accounted for 83.06%, 73.77%, 78.34% and 77.52% of our revenue from operations for the nine months ended December 31, 2025 and Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, and on our ability to maintain long-term relationships with customers in our key end-user segments. Any adverse developments affecting such customer segments or relationships could materially and adversely affect our business, financial condition, results of operations and cash flows.*
6. *We have experienced negative cash flows in the past operating, investing and financing activities and may continue to do so in the future, which could materially and adversely affect our liquidity, financial condition, results of operations and ability to implement our growth plans.*
7. *A substantial portion of our revenue from operations is geographically concentrated in Maharashtra, Karnataka and Telangana, which collectively contributed 81.49%, 60.95%, 55.44% and 67.86% of our revenue from operations for the nine months ended December 31, 2025 and Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. We also derive a portion of our revenue from export sales to a limited number of international jurisdictions. Any adverse developments affecting these geographies could materially and adversely affect our business, financial condition, results of operations and cash flows.*
8. *Our business depends, in part, on discretionary consumer spending, customer footfall at entertainment venues and general economic conditions that are beyond our control. Any adverse changes in such factors could adversely affect demand for our products and services and materially and adversely affect our business, financial condition, results of operations and cash flows.*

9. *Our business is significantly dependent on the competence, experience, and reliability of our technicians, who are responsible for the on-site assembly, installation, testing, and commissioning of amusement equipment at customer locations. The nature of our products requires strict adherence to technical specifications, safety standards, and site-specific requirements, making the role of these technicians critical to ensuring safe and effective operation.*
10. *Our business is dependent on consumer preferences, discretionary spending patterns and capital expenditure by operators of entertainment and leisure destinations, and any adverse changes in such factors could materially and adversely affect our business, financial condition, results of operations and cash flows.*

For further details, please refer to the chapter titled *"Risk Factor"* beginning on page 23 of the Draft Red Herring Prospectus. Investors are advised to read the risk factors carefully before making an investment decision in the Issue.

The details of weighted average cost of acquisition of shares for Promoters

The weighted average cost of acquisition of Equity Shares of our Promoters, are as follows:

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share) *	No. of times at Floor Price (i.e., ₹ [●])*	No. of times at Cap Price (i.e., ₹ [●])*
Weighted average cost of acquisition of primary issuances	Nil	[●] times	[●] times
Weighted average cost of acquisition for secondary transactions	NA	[●] times	[●] times
Weighted average cost of acquisition for past 5 primary issuances, as disclosed above	Nil	[●] times	[●] times
Weighted average cost of acquisition for past 5 secondary transactions, as disclosed above	5,154.73	[●] times	[●] times

**To be updated in the Prospectus prior to filing with RoC.*
As certified by R H Nisar & Co., Chartered Accountants, by way of their certificate dated June 30, 2026.

For further details, please refer to the chapter titled *"Basis for Issue Price"* beginning on page 123 of the Draft Red Herring Prospectus.

Board of Directors and Key Managerial Personnel

S. No.	Name	Designation
Board of Directors		
1.	Rohit Rajesh Mathur	Chairman & Managing Director
2.	Abha Rohit Mathur	Executive Director
3.	Rohan Rohit Mathur	Executive Director
4.	Vijay Mukesh Thakkar	Independent Director
5.	Pooja Mehta	Independent Director
6.	Shashank Babel	Independent Director
Key Managerial Personnel		
7.	Amol Namdev Shelke	Company Secretary and Compliance Officer
8.	Manali Jain	Chief Financial Officer (CFO)

For further details, please refer to the chapter titled *"Our Management"* beginning on page 221 of the Draft Red Herring Prospectus

Auditor Qualifications

The Statutory Auditors of our Company have not expressed any qualification, reservation, adverse remark, matter of emphasis, or other observation on our financial statements for the periods covered in the Draft Red Herring Prospectus.

Summary table of Outstanding Litigations

Name of Entity	Criminal proceedings	Tax proceedings	Actions by statutory or regulatory authorities	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Other material litigation#	Aggregate amount involved (₹ lakhs, to the extent quantifiable)#
Company						
By the Company	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	Nil	04	Nil	Nil	Nil	0.68
Directors*						
By our Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Promoters						
By Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Against Promoters	Nil	03	Nil	Nil	Nil	9.60
Our Subsidiary						
Direct Tax	Nil	NA^	Nil	Nil	Nil	Nil
Indirect Tax	Nil	NA^	Nil	Nil	Nil	Nil
Group Companies						
By Group Companies	Nil	Nil	Nil	Nil	Nil	Nil
Against Group Companies	Nil	Nil	Nil	Nil	Nil	Nil

For further details, please refer to the chapter titled *"Outstanding Litigation and Material Developments"* beginning on page 358 of the Draft Red Herring Prospectus.

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.