

**Annexure II**

**Changes undertaken to be carried out in the Red Herring Prospectus and Prospectus**

<b>S. No.</b>	<b>Observations</b>	<b>Response</b>
1.	<p>However, in the event that estimated utilization out of the Net Proceeds in a scheduled Fiscal being not undertaken in its entirety, the remaining Net Proceeds shall be utilized in subsequent Fiscals, as may be decided by our Company, in accordance with applicable laws – Kindly define “Subsequent years”</p>	<p>The term ‘subsequent Fiscals’ in the said disclosure under “Objects of the Offer - Proposed schedule of implementation and deployment of Net Proceeds” in the DRHP refers to the utilization of the remaining Net Proceeds during Fiscal 2026, in the event that estimated utilization out of the Net Proceeds is not being undertaken in its entirety in Fiscal 2025.</p>
2.	<p>Under Government and other approvals chapter –</p> <p>a) on page number 385 of the DRHP- It has been stated that ‘Certain approvals may have lapsed in their normal course and we have either made applications to the appropriate authorities for renewal of such licenses and approvals or are in the process of making such applications’</p> <p>Kindly provide details of the lapsed approvals and applications made for/pending.</p> <p>b) on page number 385 of the DRHP- It has been stated that ‘Our Company has made applications to the relevant authorities, intimating them of the change in name, and accordingly we are in the process of seeking revised licenses or approvals in the new name of our company.’</p> <p>Kindly provide the current status of the same.</p>	<p>We undertake to incorporate the relevant updates clarifying the term ‘subsequent Fiscals’ in the Red Herring Prospectus and the Prospectus.</p> <p>Our Company has made applications to the relevant authorities intimating them regarding the change in name of our Company, and the revised licenses / approvals in the new name of our Company are currently awaited.</p> <p>We undertake to incorporate details of (i) material licenses / approvals for which applications have been made for renewal by our Company; and (ii) material licenses / approvals for which our Company is under process for making the renewal applications, as applicable as on the respective dates in the Red Herring Prospectus and the Prospectus.</p>
3.	<p>Under Outstanding litigation and other material developments chapter - On page number 380 of the DRHP- under litigation against director – Kindly elaborate the litigation and provide details regarding the same. You are also requested to define ‘work order’.</p>	<p>Noted for compliance.</p> <p>We undertake to update the disclosure in the section “Outstanding Litigation and Other Material Developments – Litigation proceedings involving our Directors – (a) Criminal Proceedings – (ii) Litigation against our Directors” on page 380 of the DRHP as follows:</p>



“Enhance Lifestyle Private Limited (the “**Complainant**”) has filed a complaint against Ncube Planning and Design Private Limited (the “**NCUBE**”) and others including Amit Ramani and Bhagwan Kewal Ramani (the “**Accused**”) bearing number CT Cases 196/2023 before Chief Metropolitan Magistrate, Saket Court Complex, New Delhi under Section 200 of CrPC for offences under Section 120B, 409, 420 and 506 of the IPC, along with an application under section 156(3) of CrPC seeking registration of FIR. The Complainant alleged with respect to failure of non-payment of ₹ 1.90 million by the Accused for purchase of modular furniture and installations as per the work orders / purchase orders, with no.21-22/858 and 21-22/899, dated December 28, 2021 and January 12, 2022, respectively, executed between the Complainant and the Accused Defendants, (the “**Work Order**”), causing wrongful gain to Accused and wrongful loss to Complainant. The matter is currently pending.”

We undertake to incorporate the updates above under the relevant disclosure in the Red Herring Prospectus and the Prospectus.

Noted for compliance.

We undertake that Risk factor 27 will be shifted to risk factor 24 in the Red Herring Prospectus and the Prospectus.

We undertake to incorporate the following details with respect to our Registered and Corporate Office, under section “Government and Other Approvals – II Material Approvals obtained for our Registered and Corporate Office” in the Red Herring Prospectus and the Prospectus:

Name of the approvals	Date of the approval	Date of expiry of approval
License issued by the Food Safety and Standards Authority of India under the Food Safety and Standards Authority Act, 2006 for sale, storage or distribution of food products at our Registered and Corporate Office.	September 9, 2022	September 8, 2025
License under Delhi Shops and Establishment Act, 1954 for registration of our Registered and Corporate Office as a commercial establishment.	May 10, 2018	Not applicable
Fire safety certificate under Delhi Fire Service Rules, 2010 for our Registered and Corporate Office issued by the deputy chief fire officer (south zone), Delhi Fire Service.	October 31, 2022	October 31, 2025



4. Under Risk factor chapter - Risk factor 27 – kindly shift to risk factor number 24 and confirm that the same will be updated in the RHP.

5. You are requested to provide validity of all the material approvals/consents as disclosed on page 385 of the DRHP.