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(Formerly known as Avi Ansh Textile Private Limited)

(Please scan this QR Code to view the DP)

CIN: U17110DL2005PLC260403

The Company was originally incorporated as Rajneesh Spinners Private Limited on 27th April, 2005 as a Private Limited Company under Companies Act, 1956 with the Registrar of Companies Punjab, H.P. & Chandigarh. Furtherly, pursuant to the Special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on 28th November 2013, the name of our company was changed to "Avi Ansh Textile Private Limited" and a fresh certificate of Incorporation dated 16th December, 2013 with the Registrar of Companies, Delhi. In 2023, pursuant to a special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on 30th November, 2023, our company was converted from a private limited company to a public limited company and consequently, the name of our company was changed to "Avi Ansh Textile Limited" and a fresh certificate of Incorporation dated 3rd January, 2024 by the Registrar of Companies, Delhi. The Corporate Identification number of our Company is U17110DL2005PLC260403.

Registered Office: 402,4th Floor, Aggarwal Cyber Plaza-I Netaji Subhash Place, Pitampura, North West, Delhi, India-110034

Contact Person: Isha, Company Secretary and Compliance Officer, Tel No: +91-11-4142-5247; E-mail: avianshanil@rediffmail.com; Website: www.avianshgroup.com

Promoters of our Company: Anil Kumar Jain, Geeta Jain, Avi Jain, Akanksha Jain, Ansh Jain, G A Alloys Private Limited, S J Metals Private Limited, A K Jain (HUF), Sanjeev Mittal HUF., Ramesh Mittal HUF., S C Jain. (HUF), Arihant Yarn Fab Private Limited

PUBLIC ISSUE OF 41,93,541 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF AVI ANSH TEXTILE LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY (THE "ISSUE PRICE") AGGREGATING TO ₹ [•] LAKH ("THE ISSUE") COMPRISING OF A FRESH ISSUE OF 41,93,541 EQUITY SHARES AGGREGATING TO ₹ [•] LAKH (THE "FRESH ISSUE") OF WHICH 2,13,871 EQUITY SHARES AGGREGATING TO ₹ [•] LAKH WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 39,79,670 EQUITY SHARES AGGREGATING TO ₹ [•] LAKH (THE "NET ISSUE"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 30% AND 28.47% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

FOR FURTHER DETAILS, PLEASE REFER TO CHAPTER TITLED "TERMS OF THE OFFER" BEGINNING ON PAGE 216 OF THIS DRAFT PROSPECTUS.

ADDENDUM TO DRAFT PROSPECTUS: NOTICE TO THE INVESTORS ("THE ADDENDUM")

Potential Bidders may note the following:

- 1. The Section I titled "General" beginning on Page 1 of the Draft Prospectus has been revised and updated as some new definitions are added as suggested by the NSE.
- 2. The Section II titled "Summary of Issue Document" beginning on page 17 has been revised and updated as suggested by the NSE.
- 3. The Section III titled "Risk Factors" beginning on page 23 of the Draft Prospectus in internal risk factor. Some risk factors have been added, accordingly revised, and update exiting Section as suggested by the NSE.
- 4. The Chapter titled "**Objects of the Offer**" beginning on page 74 of the Draft Prospectus has been updated with some additions as suggested by the NSE.
- 5. The Chapter titled "Our Business" beginning on page 94 of the Draft Prospectus has been revised and updated exiting Section as suggested by the NSE.
- 6. The Chapter titled "Our Management" beginning on page 134 of the Draft Prospectus has been revised and updated whole exiting Section as suggested by the NSE.
- 7.. The Chapter titled "Our Promoter & Promoter Group" beginning on page 145 of the Draft Prospectus has been revised and updated whole exiting Chapter as suggested by the NSE.
- 8. The Chapter titled "Management Discussion and Analysis of Financial Conditions and Results of Operations" beginning on page 186 of the Draft Prospectus has been revised and updated whole exiting Chapter as suggested by the NSE.
- 9. The Chapter titled "Outstanding Litigation and Material Development" and "Government and Other Approvals" beginning on page 196 and on page 201 of the Draft Prospectus has been revised and updated whole exiting Chapter as suggested by the NSE.

The above is to be read in conjunction with the Draft Prospectus and accordingly their references in the Draft Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Prospectus.

Date: July 15'2024 Place: New Delhi On Behalf of Avi Ansh Textile Limited Sd/-Mr. Anil Kumar Jain (Managing Director)

Fixed Price Issue

Skyline Financial Services Private Limited 3DIMENSION CAPITAL SERVICES LIMITED Address: D-153 A. 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 K-37A, Basement, Kailash Colony, Near Kailash Colony Metro Tel No.: 011-40450193-197; Fax: 011-26812683, Station, New Delhi-110048 Email: ipo@skylinerta.com Tele No.- +91-11-40196737 **Investor Grievance E-mail:** Email: info@3dcsl.com grievances@skylinerta.com Investor Grievance Email: grievance@3dcsl.com, Contact Person: Mr. Anuj Rana Website: www.3dcsl.com Website: www.skylinerta.com Contact Person: Pankaj Khetan **SEBI Registration Number:** INR000003241 SEBI Registration Number:INM000012528

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SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

Company Related Terms

Terms	Description
Promoter(s)	Shall mean promoters of our Company i.e. Anil Kumar Jain, Geeta Jain, Avi Jain, Akanksha
	Jain, Ansh Jain, G A Alloys Private Limited, S J Metals Private Limited, A K Jain . (HUF) ,
	Sanjeev Mittal HUF., Ramesh Mittal HUF., S C Jain. (HUF), Arihant Yarnfab Private Limited
	For further details, please refer to section titled "Our Promoter & Promoter Group" beginning
	on page 145 of this Draft Prospectus.

Issue Related Terms

Terms	Description
	The Addendum dated 15 th July'2024 to the Draft Prospectus dated April 4, 2024 filed by our Company with NSE.

SECTION II – SUMMARY OF ISSUE DOCUMENT

B. SUMMARY OF BUSINESS

Our company has been operating in the yarn sector since 2005. We manufacture and export cotton yarn, including combed, carded cotton yarn in various counts. Our annual production capacity is approximately 4,700MT of cotton yarn (Spinning unit). Our company adheres to quality standards and complies with international norms. Our yarn products are sold under the brand name Pooja Gold. Additionally, our company has a knitting division that produces a wide range of fabrics in dyed and greige variants, with a fabric production capacity of approximately 1800 metric tons per annum

C. PROMOTERS

Anil Kumar Jain, Geeta Jain, Avi Jain, Akanksha Jain, Ansh Jain, G A Alloys Private Limited, S J Metals Private Limited, A K Jain. (HUF), Sanjeev Mittal HUF., Ramesh Mittal HUF., S C Jain. (HUF), Arihant Yarn fab Private Limited are the Promoters of the Company. For further details, please refer to the chapter titled "Our Promoter and Promoter Group" beginning on Page No. 145 of this Draft Prospectus.

SECTION III- RISK FACTORS

An investment in the Equity Shares involves a high degree of risk. You should carefully consider all the information in this Draft Prospectus, including the risks and uncertainties summarised below, before making an investment in our Equity Shares. The risks described below are relevant to, the industries our Company is engaged in, our Company and our Equity Shares. To obtain a complete understanding of our Company, you should read this section in conjunction with 'Our Business' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' on page 106 and 186 respectively, of this Draft Prospectus as well as the other financial and statistical information contained in this Draft Prospectus. Prior to making an investment decision, prospective investors should carefully consider all of the information contained in 'Financial Statements' on page 153 of this Draft Prospectus. Unless stated otherwise, the financial data in this section is as per our financial statements prepared in accordance with Indian GAAP, as restated.

If any one or more of the following risks as well as other risks and uncertainties discussed in this Draft Prospectus were to occur, our business, financial condition and results of our operation could suffer material adverse effects, and could cause the trading price of our Equity Shares and the value of investment in the Equity Shares to materially decline which could result in the loss of all or part of your investment.

This Draft Prospectus also contains forward looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of many factors, including the considerations described below and elsewhere in this Draft Prospectus.

These risks are not the only ones that our Company face. Our business operations could also be affected by additional factors that are not presently known to us or that we currently consider to be immaterial to our operations. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify financial or other implication of any risks mentioned herein

Materiality

The Risk factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality.

- 1. Some events may not be material individually but may be material when considered collectively.
- 2. Some events may have an impact which is qualitative though not quantitative.
- 3. Some events may not be material at present but may have a material impact in the future.

INTERNAL RISK FACTORS

6. We have entered into, and will continue to enter into, related party transactions.

our company has engaged in various transactions with our Directors, Promoters, Promoter Group members, and Group Companies. These transactions encompass a range of activities, including salary/remuneration, loans and advances, reimbursement of expenses, among others. As of the period ended December 31, 2023, the total value of related party transactions is Rs. 2369.18 Lakh.

All the related party transactions in the past were done in compliance with the Companies Act 2013 and applicable laws. Although all related-party transactions that we may enter into in the future are subject to approval by our Audit Committee, Board or shareholders, as required under the Companies Act, we cannot assure you that such future transactions or any other future transactions, individually or in aggregate, will not have an adverse effect on our financial condition and results of operations or that we could not have achieved more favourable terms if such transactions are not entered into with related parties.

Furthermore, it is likely that we may enter into related party transactions in the future. Any future transactions with our related parties could potentially involve conflicts of interest. Accordingly, there can be no assurance that such transactions, individually or in the aggregate, will not have a material adverse effect on our business, financial condition, cash flows, results of operations and prospects. For further details, please refer to the *Note-30–Related Party Disclosures* on page 175 of chapter titled "Financial Information of the Company" beginning on page 153 of this Draft Prospectus.

17. If we are subject to any frauds, theft, or embezzlement by our employees, suppliers, contractors or distributors, customers it could adversely affect our reputation, results of operations, financial condition and cash flows.

Our operations may be subject to incidents of theft. We may also encounter some inventory loss on account of employee/contractor/ distributor/ vendor fraud, theft, or embezzlement. Although we have set up various security measures in our manufacturing facility such as deployment of security guards and operational processes such as periodic stock taking, there can be no assurance that we will not experience any fraud, theft, employee negligence, loss in transit or similar incidents in the future, which could adversely affect our reputation, results of operations, financial condition, and cash flows. In the past, we have been subject to act of fraud, cheating and misappropriation. For details in relation to criminal cases filed by us, please refer "Outstanding Litigation and Material Developments" – Litigation involving our Company – Litigation filed by our Company – Criminal Litigations on page 196 of the draft prospectus.

20. No independent agency has been appointed by our company to monitor the utilization of the issue proceeds.

As per SEBI (ICDR) Regulations, 2018, as amended, the appointment of a monitoring agency is required only for issue sizes exceeding ₹10,000.00 Lakhs. Therefore, we have not appointed any monitoring agency to monitor the utilization of issue proceeds. Instead, the audit committee of our Board will monitor the utilization of issue proceeds in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Additionally, the audit committee of the company will monitor the utilization of issue proceeds at regular intervals. Furthermore, our Company will promptly inform the stock exchange about any material deviations in the utilization of issue proceeds and will simultaneously disclose any material deviations or adverse comments from the audit committee to the public.

27. The discrepancy in ROC filed documents, which cannot be rectified at present, poses a risk of accruing penalties in the future. This could potentially impact the financial standing of our company.

Mr. Avinash Pandey & Associates, Practicing Company Secretary, engaged to conduct ROC due diligence, that certain discrepancies have been identified in our ROC filings.

S.	Date	Form	Particulars	Our Remark
1	2015-16	MGT 7	Resignation of Director meeting date not mentioned in MGT-7	During our review we have found that this Board meeting is not reported in MGT-7, although the proper records of this meeting are found at the company's registered office.
2	2019-20	MGT-7	 Board Meeting date of 1st April 2019 is not mentioned in MGT-7 in this meeting for resolution for appointment of MGT-7 is filled. (cs appt) Board Meeting date of 8th June 2019 is not mentioned in MGT-7 in this meeting for resolution for authorisation to file DPT-3 is given. Board Meeting date of 2nd July 2019 is not mentioned in MGT-7 in this meeting for resolution for authorisation to file Ben 1 and ben 2 is given 	During our review we have found that these 3 Board meetings are not reported in MGT-7, although the proper records of these missing meetings are found at the company's registered office.

ന	2020-21	MGT-7	 Board Meeting date of 28 July 2020 is not mentioned in MGT-7 in this meeting for transfer of shares of the company Authorisation to file form for creation of charge is 15th Oct 2020 but no such date is mentioned in MGT-7. Authorisation to file form for creation of charge is 30th nov 2020 but no such date is mentioned in MGT-7 	During our review we have found that these 3 Board meetings are not reported in MGT-7, although the proper records of these missing meetings are found at the company's registered office.
4	2022-23	MGT 7	1. Authorisation to file form for creation of charge in chg-1 is 01.07.2022 but there is no such meeting mentioned in mgt-7.	During our review we have found that this Board meeting is not reported in MGT-7, although the proper records of this meeting are found at the company's registered office.

41. Company has high debt-to-equity ratio.

Our Company has a high debt-to-equity ratio, which stood at 2.16, 2.54, and 2.34 for the financial years ended March 31, 2022, March 31, 2023, and the stub period from April 1, 2023, to December 31, 2023, respectively. A high debt-to-equity ratio could increase our interest costs, making it difficult for us to service our debt obligations, which could adversely affect our financial condition and results of operations. Our ability to meet our debt obligations and repay our outstanding borrowings when due depends on the successful implementation of our business strategy and our ability to generate sufficient funds from internal accruals, refinancing from external sources on acceptable terms, or the proceeds from this Initial Public Offer.

42. Our entry into the garments manufacturing sector is a new and untested area of business for us, and as such, we may face unforeseen challenges and uncertainties that could impact our ability to operate successfully in this sector.

We have recently entered the garments manufacturing sector, which is a new area of business for us. While we believe this expansion offers opportunities for growth, it also presents some risks. This new business line may subject to many risks i.e. Difficulty in adapting to new markets, customers, and suppliers, Increased competition from established players in the garments industry, Difficulty in attracting and retaining skilled personnel etc. If we are unable to successfully manage these risks, our business, financial condition, and results of operations may be materially affected. However, we have conducted thorough research and due diligence, and we are confident in our ability to manage these risks and deliver value to our investors."

SECTION IV-INTRODUCTION

OBJECTS OF THE OFFER

The Issue comprises of fresh Issue of Equity Shares by our Company.

We believe that listing will enhance our corporate image and visibility of brand name of our Company. We also believe that our Company will receive the benefits from listing of Equity Shares on the NSE SME Platform. It will also provide liquidity to the existing shareholders and will also create a public trading market for the Equity Shares of our Company.

The main objects clause of our Memorandum enables our Company to undertake its existing activities.

Appraising Agency

None of the objects of the Issue for which the Net Proceeds will be utilized have been appraised by any external agency or any bank/financial institution.

Offer for Sale

There is no offer for sale in our Company.

Requirement of Funds

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

- 1. To meet Working Capital requirements
- 2. Term Loan Repayment
- 3. General Corporate Purpose

(Collectively Known as Objects)

The main objects and objects incidental and ancillary to the main objects, as set out in our Memorandum of Association, enable our Company to undertake our existing business activities and the activities for which funds are being raised by us through the Issue. In addition, our Company expects to receive the benefits of listing of Equity Shares on the NSE Emerge including enhancing our visibility and our brand image among our existing and potential customers and creating a public market for our Equity Shares in India.

Details of the Objects of the Issue

The details in relation to the objects of the Issue are set forth herein below.

1. Repayment of Term Loan

Our Company proposes to utilise an estimated amount of up to Rs. 394.76 lakhs from the Net Proceeds towards repayment of certain existing fund-based borrowings, in full or in partial manner, availed by our company from scheduled commercial banks.

Total Fund-based secured and unsecured borrowings availed by our company are set forth in table below:

S. No.	Name of the Lender	Date of Sanction	Nature of Loan	Interest Rate p.a.	Amount Sanctioned	As on 31-12-2023	Repayment of Schedule/Tenor	Purpose of Loan#		
A- S	A- SECURED BORROWINGS									
1.	IndusInd Bank Ltd	23-10- 2023*	Term Loan	EBLR +1%, subject to max 9.25% p.a	149.33	29.04	Loan sanctioned under GECL Scheme sanctioned for the period of 48 months.	Term Loan to Meet Working Capital		

								requirement
2.	IndusInd Bank Ltd	23-10- 2023*	Term Loan	EBLR +1%, subject To max 9.25% p.a	273.00	273.00	Loan sanctioned under GECL Scheme sanctioned for the period of 60. Repayment of the Loan starts from February 2024, after moratorium period.	Term Loan to meet Working Capital requirement.
3.	Sundaram Finance Ltd	22-05-2023	Term Loan (for vehicle)	10.22% p.a	16.00	12.43	Repayable in 60 instalments of Rs 0.33 lakhs each	Term Loan for Purchase of Commercial Vehicle
4.	IndusInd Bank Ltd	23-10- 2023*	Cash Credit	6 month CD rate 6.75%+ 1.91%	1000.00	365.23	Repayable on demand subject to review at annual intervals or as may be decided by the bank.	To Meet Working Capital requirement
5.	IndusInd Bank Ltd	23-10- 2023*	Cash Credit	Floating Rate of CD- Six Month+ 1.26% p.a, currently 8.60% p.a	2000.00	1658.87	Repayable on demand subject to review at annual intervals or as may be decided by the bank.	To Meet working capital requirement

^{*} Loan are yearly renewal by the bank and date are as stated above as per latest renewal letter.

S.No.	Secured Borrowing Name of the	Date of	Nature of	Interest	Amount	As on	Danazmant of	Durnoss of
5.INO.	Lender	Sanction		Rate p.a.		31-12-2023	Repayment of Schedule/Tenor	Purpose of Loan#
	S J Metals Pvt Ltd	-	Business Loan*	8% p.a	-	22.18	_	Business Loan
2	Hichoice Real Estate Pvt Ltd	-	Business Loan *	8% p.a	-	184.79	-	Business Loan
3	G A Alloys Pvt Ltd	-	Business Loan *	8% p.a	-	7.64	-	Business Loan
1	Arihant Yarn Fab Pvt Ltd	-	Business Loan *	8% p.a	-	37.71	-	Business Loan
5	Anil Kumar Jain	-	Business Loan **	Loan not bearing any Interest Rate	-	135.85	-	Business Loan
5	Geeta Jain	-	Business Loan **	Loan not bearing any Interest Rate	-	193.01	-	Business Loan
7	Avi Jain	-	Business Loan **	Loan not bearing any Interest Rate	-	366.35	-	Business Loan
3	Ansh Jain	_	Business Loan **	Loan not bearing any Interest Rate	-	142.37	_	Business Loan
)	Aanchal Jain	-	Business Loan **	Loan not bearing any Interest Rate	-	7.50	-	Business Loan

^{*} Note-1: Un-secured Business loan given by above companies bearing Interest rate of 8.00% p.a. Such are taken without any

preconditions attached towards repayments.

** Note-2: Un-secured Loans from Directors and their relatives are interest free and all are taken without any preconditions attached towards repayment.

The details of borrowings proposed to be repaid are given as under:

(INR in Lakhs)

	(IIX III Lar								
S. No	Name of the Lender	Date of Sanction	Nature of Loan	Interest Rate p.a.	Amount Sanctioned	Ason 30-09- 2024	Repayment of Schedule/Tenor	Purpose of Loan#	Prep ayme nt Pena lty
1	IndusInd Bank Ltd	23-10- 2023*	Term Loan	Rate of CD-Six month- Loans + 1.26% (presently 8.60%)	200.00**	170.00	60 equal monthly installment of Rs 3.33 lakhs each starting from January 2024	Term Loan to meet Working Capital requirement	
2	IndusInd Bank Ltd	23-10- 2023*	Term Loan	EBLR +1%, subject to max 9.25% p.a	273.00	212.33	Loan sanctioned under GECL Scheme sanctioned for the period of 60 Repayment of the Loan starts from February 2024, after moratorium period.	Term Loan to meet Working Capital requirement	
3	Sundaram Finance Ltd	22-05- 2023	Term Loan (for vehicle)	10.22% p.a	16.00	12.43	Repayable in 60 instalments of Rs 0.33 lakhs each	Term Loan for Purchase of Commercial Vehicle	

[#] The utilisation of the term loan for the purposes availed has been certified by statutory auditor, Kuldeep Sharma and Associates, Chartered Accountants (FRN: 024838N), vide certificate dated May 17, 2024.

Borrowings structure of the Company after repayment of bank borrowings in accordance with the objects of issue shall be as under:

Details of Borrowings	Type of Loan	Outstanding balance as on 31.08.2023	Outstanding balance after proposed repayment of loans
IndusInd Bank Ltd	Term Loan	212.33	Nil
IndusInd Bank Ltd	Term Loan	170.00	Nil
Sundaram Finance Ltd	Term Loan (for vehicle)	12.43	Nil
IndusInd Bank Ltd*	Cash Credit	465.45	465.45
IndusInd Bank Ltd*	Cash Credit	1615.85	1615.85
S J Metals Pvt Ltd*	Un-Secured Borrowings	23.42	23.42
Hichoice Real Estate Pvt Ltd*	Un-Secured Borrowings	185.85	185.85
G A Alloys Pvt Ltd*	Un-Secured Borrowings	8.62	8.62
Arihant Yarn Fab Pvt Ltd*	Un-Secured Borrowings	38.42	38.42
Anil Kumar Jain*	Un-Secured Borrowings	136.88	136.88
Geeta Jain*	Un-Secured Borrowings	194.25	194.25
Avi Jain*	Un-Secured Borrowings	367.47	367.47
Ansh Jain*	Un-Secured Borrowings	142.65	142.65

Aanchal Jain*	Un-Secured Borrowings	7.50	7.50
Total		3581.12	3186.36

^{*}The above marked (*) loan balances are on estimated basis.

2. Funding Working Capital Requirements of our Company

Our business requires working capital majorly for investment in trade receivables, inventories and payment to trade payables and Funding day to day operations. The Company will meet the requirement to the extent of 2011. 94 Lakhs from the Net Proceeds of the Offer.

Based on the Restated Summary Statement of Assets and Liabilities as at March 31, 2021, 2022, 2023 and December 31, 2023 respectively from the Restated Audited Financial Statements

(INR In Lakhs)

					(II (II III Ettillis)
S.	Particulars		Rest	ated	
No.		March 31,2021	March 31,2022	March 31,2023	Dec 31,2023
I	Current Assets				
	Inventories	1191.09	1382.05	1349.78	2032.48
	Trade receivables	711.48	429.84	450.53	825.44
	Advance to Supplier	11.81	16.94	18.71	59.22
	Other Current Assets	891.38	662.25	784.05	253.55
	Total (A)	2805.76	2491.08	2603.07	3170.69
II	Current Liabilities				
	Trade payables	78.86	231.01	30.54	281.84
	Provisions	52.10	81.30	60.80	112.10
	Other current liabilities	2145.99	1305.53	1900.59	2232.01
	Total (B)	2276.95	1617.84	1991.94	2625.94
III	Total Working Capital Gap (A-B)	528.81	873.24	611.13	544.75

Rationale for Fluctuating Working Capital for past 3 Financial Years and Stub Period

Avi Ansh Textile Limited is manufacturing cotton yarn (a product of Spinning unit) and having the Cotton as the main raw material. Since cotton is agricultural produce therefore its rates varies depending on the supply. Every year new Cotton crop comes into the market starting from October – November of each year and its rates are lowest up to march as supplies of cotton produce is easily available in the market. However, from April onward its rates start rising and goes up to maximum in the month of August – September of each year. In addition, the cotton rates also depend on international demand and supply of cotton.

Our company usually starts purchasing and holding the stock of cotton till march of each year so that during April onwards higher rate of cotton does not affect the profitability of the company. Company also taken some pledge limit from the bank to purchase cotton during September onward and usually this pledge limit is squared-off in month March onward.

For the year period 2020-21/2021-22:

During the said period net working capital has increased from 528.81 in Year ending 31st march 2021 to 873.24 lakhs in Year ending 31st march 2022. The above increase is mainly due to repayment of short-term pledge limit of approx. Rs 6.55 crores (**sanctioned by HDFC Bank**) in the month of April which directly reduced the current liabilities for FY 2021-22. All other stock holdings are more or less same except the cotton which was purchased due to new cotton crop season. In the year ending 2020-21 due to COVID trade receivables was on higher side i.e., 711.48 lakhs however this amount reduced substantially to 429.84 Lakhs in the FY 2021-22.

Financial year 2021-22 and 2022-23:

During this period company decided to vertically integrate itself into knitting sector and completed the construction of knitting plant as well as started the production in knitting unit by February 2023 from 10 Knitting machines. The amount spends in setting up Knitting unit upto 31st March 2023 is approximately Rs. 400 lakhs. Below is the details of product and product ranges before and after setting up of Knitting division.

Before setup of Knitting Unit	After Setup of Knitting unit
1. Yarn (Spinning Unit)	 Yarn (Spinning Unit) Fabric (Knitting Unit)
 Yarn: 100% carded 100% Combed Slub yarn 	 Yarn: 100% carded 100% Combed Slub yarn Fabric Single Jersey Rib Knit Interlock Terry Diagonal Terry Nirmal Knit Dry Fit etc.
FY 2021-22	FY 2022-23
Yarn (Spinning Unit)- 11951.32 Lakhs	Yarn (Spinning Unit)- 11825.25 Lakhs Fabric (Knitting Unit)- 245.38 Lakhs
	1. Yarn (Spinning Unit) 1. Yarn: • 100% carded • 100% Combed • Slub yarn FY 2021-22

During the above said period stock holding was more or less same however other current assets have increased due to increase in bank balance. The company has also reduced their trade payable by approximately Rs 200 lakhs in FY 2022-23 as during this period the rate of cotton was very high as compared to cotton yarn, therefore the company was purchasing cotton against cash payment to get maximum cash discount. Due to cash purchases the company has taken additional loan facilities from bank which increased the short-term borrowings along with other current liabilities by Rs. 595 Lakhs affecting the net working capital for the year ended 31st March 2023.

For Stub period ending 31st Dec 2023:

Textile Industry value Chain

Spinning Unit set up since year 2005 (The product of this unit is "YARN" and the company produes 3 ranges of yarn i.e. 100% carded, 100% Combed and slub yarn. Set up since year 2005 (The product of this unit is "YARN" and the company produes 3 ranges of yarn i.e. 100% carded, 100% Combed and slub yarn. Set up in FY 2022-223, production started from February 2023, Installed capacity increased in FY 2023-2024 (The product of this unit is "Ready to wear Garment" and the company will produce all range of garments as demanded by the client.

During the stub period the company added more 10 more Knitting machines and have incurred approximately Rs 200 lakhs during this period in Knitting Division. This lead to the increase in the production capacity in its Knitting unit, for which company has to store Polyester yarn, Spun yarn, WIP of fabrics which is approximately 30-40 days due to dying process and also finished goods of fabrics. Due to the said reason the inventory of total stock increased by approximately 682 lakhs. As the fabrics is being sold on credit period of 30 days therefore Trade Receivable has also increased as on 31st December 2023.

Net Working capital gap has slightly reduced form 611.13 lakhs for year ending 31st march 2023 to 544.75 lakhs for stub period ending 31st dec 2023 mainly due to slightly increase in bank working capital limit. An amount of Rs 90 lakh approximately has increased in current liability due to repayment of GECL working capital loan which was sanctioned and disbursed in year 2021-22 (COVID Period) with moratorium period of 2 years. Installment of said loan (Rs 273 Lakhs) starts from Feb-2024, thus become part of current liabilities of repayment amount of next 12 months installments (Approx. Rs 90 lakhs).

Basis of Estimation of Working Capital Requirement

On the basis of existing and estimated working capital requirement of our Company and assumptions for such working capital requirements, our Board pursuant to its resolution dated March 29, 2024 has approved the projected working capital requirements for FY 2023-24 and FY 2024-25 and the proposed funding of such working capital requirements as set forth below:

(INR in Lakhs)

			(II III Lakiis)
S.	Particulars	March 31, 2024	March 31, 2025
No.		(Projected)	(Projected)
I.	Current Assets		
	Inventories	2638.30	3583.56
	Trade receivables	1356.83	2967.20
	Advance to Supplier (for Stores, Spare Parts etc.)	35.75	52.50
	Other Current Assets	325.95	441.32
	Total (A)	4356.83	7044.58
II	Current Liabilities		
	Trade payables	241.23	333.39
	Provisions	153.46	274.42
	Other current liabilities (Including Short Term Borrowings)	3097.48	2510.56
	Total (B)	3492.17	3118.37
III	Total Working Capital Gap (A-B)	864.66	3926.21
IV	Funding Pattern		
	Short Term Borrowings	-	-
	Internal Accruals	864.66	1914.27
	IPO Proceeds	-	2011.94

Assumptions of Working Capital requirement

Holding levels and justifications for holding period levels on the basis of Restated Financial Statements.

(Approximately holding Period in months)

Particulars	Basis	Actual	Actual	Actual	Projected	Projected
Current Assets:		FY 2020- 21	FY 2021- 22	FY 2022-23	FY 2023-24	FY 2024-25
Current Assets						
Inventory Days	Cost of Material Consumed	80	51	52	64	70
Advance to Supplier Days*	Cost of Goods Sold	-	-	-	-	-
Trade Receivables Days	Revenue from Operations	45	17	13	22	37
Current Liabilities						
Trade Payables Days	Cost of Material Consumed	9	6	5	4	6

Justification for holding Period Levels:

Justifications for holding period level mentioned in the table above are provided below:

S. No.	Particulars
Current Assets	
Inventory Days	Inventory days based on restated financial statement were 80, 51,52 and 78 days for the years ended March 31, 2021, 2022 and 2023 and stub period ending December 31, 2023. respectively. For the stub period the Fabrics manufactured by the Company is sold to the customer after dying (on job work basis). in the stub Period as stock was lying with the dying house for dying as per the customer requirement therefore the fabric was held for longer period as on 31 st December 2023, However the whole stock has already been sold out the next quarter ending 31 st March 2024.
	Company with proposed ventures into the Garmenting Sector and to maintaining their existing holding period with the existing vendors/customers they have estimated slightly higher raw material inventory level and hence, a higher inventory holding period of 64 & 70 days (average across all units of the company i.e. spinning, Knitting and garmenting) and for coming years March 2024 & March 2025, as they aim to increase revenue from operations by getting into the new sector of Garmenting in Coming Years.
Advance to Supplier Days*	In day-to-day business activities company does not gave advance to supplier for purchase of Raw Material or any consumables. However, the advance as shown in Restated Financial Statements are related to advances for Loose tools and spares parts of Plant and Machineries installed in factory premises.
Trade Receivables Days	Trade receivables days based on restated financial statements were 45, 17, 13 & 22 days for the years ended March 31, 2021, 2022 and 2023 and stub period ending 31 st December'2023 respectively. The Company is Venturing into the Garmenting Sector and receivable period against sales of Garments are 90-120 days in the industry therefore Combined Average Period of trade receivables is being estimated as 22 & 37 days in coming Financial Years ending March 2024 and March 2025.
Current Liabilities	
Trade Payables	Trade Payable days on restated financial statements were 9, 6,5 and 6 days for the years ended March 31, 2021, 2022 and 2023 and stub period ending 31 st December'2024 respectively. Going forward, we have estimated Trade payable days to reduce to 4 and 6 in coming years for (average across all units of the company i.e. Spinning, Knitting and Garmenting.

Further, we hereby clarify the reasons for exponential increase in Company's working capital in FY 25 as Compared to FY 24

For FY 2023-24 and FY 2024-25:

Please refer below the Working Capital requirement chart for year ending 31st march 2024 and 31st March 2025 along with the explanation:

(Amount in Lakhs)

S. No.	Particulars	March 31, 2024 (Projected)	March 31, 2025 (Projected)	Difference (in Lacs)	Explanation
I.	Current Assets				

	Tanantanian	2629.2	3583.56	045.26	The Verieties is the steel to be held by the
	Inventories	2638.3	3383.30	945.26	The Variation in the stock to be held by the Company as on 31-03-2025 as compared to 31-03-2024 approximately 945 lakhs. The above variation is mainly due to extra stock of Garmenting unit (Unit newly set up in FY 2024-25) including Raw/dyed Fabrics and Finished garments are approximately 822 lakhs. In addition the Knitting unit has increased stock approx 166 Lacs because In Year ending 31st March 2025 knitting unit is working at its full capacity thus, the whole process of knitting requires the company to stock the fabric for the continuous supply in their knitting unit to manufacture at full capacity.
	Trade receivables	1356.83	2967.2	1610.37	The projected receivables as of 31st March 2025 have increased by approximately Rs 1610 lakhs compared to 31st March 2024. The Garmenting Unit's sales, with a credit period of 110-120 days, have contributed to an increase in receivables of Rs 14.31 crores. Additionally, the Knitting Division's fabric sales have increased receivables by approximately Rs 2.13 crores, with a credit period of 60-75 days. The Spinning Unit's yarn sales have also increased receivables by approximately Rs 0.33 crores, with a credit period of 12-15 days.
X	Advance to Supplier (for Stores, Spare Parts etc.)	35.75	52.5	16.75	The increase of 16.75 Lacs in Advance to supplier is considered nominal taking into consideration that a new line of product i.e. garments via Spinning unit is introduced in year ending 31st march 2025.
	Other Current Assets	325.95	441.32	115.37	These mainly represent the financial assets and difference in on account of increase of ITC in GST due to fabric, as GST on cotton is 12% and Fabric is 5%
	Total (A)	4356.83	7044.58	2687.75	
II	Current Liabilities				
	Trade payables	241.23	333.39	92.16	Increase in Trade payable account due to increase in Purchase due to enhanced production of finished goods mainly garments.
	Provisions	153.46	274.42	120.96	Due to Increase in tax provisions.
	Other current liabilities (Including Short Term	3097.48	2510.56	-586.92	The current liabilities of the company which includes secured loans from bank and the same has been projected as the amount will be repaid from the proceeds of the IPO therefore reducing the current liability by Rs 5.86 Cr The schedule for the same has been shared in DP.
	Borrowings) Total (B)	3492.17	3118.37	-373.80	
	Total (B)	3472.17	3110.3/	-3/3.00	
III	Total Working Capital Gap (A-B)	864.66	3926.21	3061.55	Total increase in net working capital as compared to 31-03-24 has been projected to be Rs. 3061.55 lakhs. The above increase is mainly due to increase in Stock of Fabrics and Garments as explained above by an amount of

	Rs 8.65 crores, Receivables by an amount of Rs 16.11 crores and decrease in current liabilities (including bank secured loan) by and amount of Rs 5.86 crores. The total variation in working capital as on 31-03-2025 as compared to 31-03-
	2024 is only on account of above explained
	three reasons. All other variations in the working capital are nominal.

^{**}To explain the above point we hereby further giving the segment wise projected closing stock to be held (as per projected Financial Statement) by the company as on 31^{st} march 2024 and 31st March 2025:

(Amount In Lakhs)

Closing stock	Projected March 31,2024	Projected March 31,2025
Stock of Spinning Unit	1960.23	1915.76
Stock of knitting Unit	678.07	844.91
Stock of Garmenting Unit	-	822.89

SECTION-V

OUR BUSINESS

BUSINESS OVERVIEW:

Our company has been operating in the yarn sector since 2005. By 2012, we had established a presence as a manufacturer and exporter of 100% cotton yarn, including combed and carded cotton yarn in various counts. Our production capacity at that time was approximately 4,500MT of cotton yarn per year, with 26,314 spindles. Our unwavering commitment to quality and adherence to international standards have garnered trust from both domestic and international buyers. Branded as Pooja Gold, our yarn reflects meticulous craftsmanship, offering unparalleled softness, strength, and versatility. Additionally, we've vertically integrated into the knitting division, producing superior quality fabrics in dyed and greige variants, delivered within promised timelines. Equipped with high-speed automatic circular knitting machines, our fabric division can knit 1800 MT per annum of various fabric types. Avi Ansh Textile Limited is a Punjab based manufacturing house engaged in the business of manufacturing of:

- ❖ Yarns −1. 100 % Carded cotton
 - 2. 100% Combed cotton
 - 3. Short, medium, long slub yarn produced with specific patterns
- ❖ Fabric- 1. Single Jersey, Rib Knit, Interlock Fabric, Terry
 - 2. Diagonal Terry, waffle, Thermal, Fleece
 - 3. Pique, Rice Knit, Dot Knit, Nirmal Knit, Lycra Blended Fabrics
 - 4. Dry Fit, Honeycomb Mat, Spun Matte

Avi Ansh Textile Limited holds ISO 14001:2015 and ISO 9001:2015 certifications, demonstrating its commitment to environmental management and quality assurance. The company pays taxes at a rate of 25.168% in accordance with section 115BAA of the Income Tax Act of 1961, comprising tax at 22%, surcharge at 10%, and cess at 4%. With successful sales operations in multiple states such as Punjab, Haryana, Uttar Pradesh and Delhi, as well as countries like Nepal, Bangladesh, Philippines and Hong Kong. Avi Ansh has expanded its presence and built strong client relationships through strategic initiatives and aggressive market penetration techniques.

Avi Ansh Group is a textile company that operates in the domestic as well as global market. The company manufactures and supplies a range of Yarns and Fabrics to meet customer needs. It utilizes technology and human resources to achieve its goals. The company has installed heavy machines of German and European technology in their manufacturing units as well as adequate labour is employed to maintain 24-hour non-stop production at the unit. The company is focused on continuous updation of machines as per the latest technology and adopts a sustainable business strategy for its organization.

The Manufacturing Facility is installed in the following Capacity:

Name	Purpose	No. of Machines	Installed Capacity (Per day)	Capacity utilization
Blow-room	It is used for the process of opening, cleaning, and blending of cotton fibre tufts without overstressing of fibres.	1	7300 Ton annually	80%
Card	It is used to individualize the fibres and convert the fibres into a strand called the sliver.	17	6200 Ton annually	92%
Comber	It used to produce smoother,			

	finer, stronger and more uniform	7	2200 Ton annually	92%
	yarns.			
Simplex	It minimizes the sliver weight to a suitable size for spinning into yarn and inserting twist, which maintains the integrity of the draft strands.	9	5800 Ton annually	92%
Ring Frames	The machine which converts the roving into desired yarn count.	25	4700 Ton Yarn	94%
Auto Corners	It is used to remove the defects of the Yarn and the final product is prepared.	10	5400 Ton Yarn	94%
Circular Knitting Machine	This machine knits yarn into desired fabric.	20	1400 Ton Fabric	92%

^{**} The machinery used by the company in its operations for both of its units i.e. Spinning and Knitting are fully owned by the company. No machinery is taken on lease by the Company.

The primary objective of the business is to provide a wide range of high-quality yarn products at competitive prices, leveraging over 30 years of experience in the field. Based in DeraBassi, Punjab, Avi Ansh Group operates a spinning mill that produces cotton yarns. The mill supplies its products to dealers or directly to knitting mills in India and internationally. The company aims to meet customer needs by providing varns of various counts. The mill's operations are centered on producing yarns at competitive prices, with an emphasis on meeting customer expectations. The company's activities are not just limited to operating the spinning mill and supplying cotton yarns to customers, It has also vertically integrated itself into knitting sector, Its operations encompass buying different types Yarn as their raw material such as Cotton yarn, Polyster yarn, Polyster cotton Yarn, Texturised Yarn, Yarn Filaments etc. and knit them as per the type and particulars of fabric demanded by their customers, They sell greige fabric as well as Dyed fabric, as their final products to their garmenting customers.

Furthermore, The Avi Ansh group has expanded into the knitting sector in response to the growing market and evolving fashion preferences. As a producer, supplier, and exporter fashion preferences. As a producer, supplier, and exporter, we tailor our textiles to align with customer preferences and current industry trends. Our well-established infrastructure unit plays a crucial role in supporting the expansion of our business operations.

OUR PRODUCTS ARE DIVIDED INTO TWO MAJOR CATEGORIES AND FURTHER SUB-CATEGORIES

- Yarns -1. 100 % Carded cotton
 - 2. 100% Combed cotton
 - 3. Short, medium, long slub yarn produced with specific patterns
- Fabric- 1. Single Jersey, Rib Knit, Interlock Fabric, Terry
 - 2. Diagonal Terry, waffle, Thermal, Fleece
 - 3. Pique, Rice Knit, Dot Knit, Nirmal Knit, Lycra Blended Fabrics
 - 4. Dry Fit, Honeycomb Mat, Spun Matte

Below the revenue bifurcation based on yarns and fabric for the last 3 financial years

(Amount in Lakhs)

Products:	Turnover 1.04.2020 to 31.03.2021	%ge to total Turnover	Turnover 1.04.2021 to 31.03.2022	%-geto total Turnover	Turnover 1.04.2022 to 31.03.2023	%ge to total Turnover	Turnover 1.04.2023 to 31.12.2023	%ge to total Turnover
Yarn	7114.63	98%	11951.32	100%	11825.25	98%	8261.46	78%
Fabric	142.12 (This was fabric traded)	2%	0	0%	245.38	2%	2318.13	22%
Total	7,256.75	100%	11,951.32	100%	12,070.63	100%	10,579.59	100%

MANUFACTURING OF FABRICS

Avi Ansh Group has expanded its scope of operations by entering into knitting industry. The project comes in response to the growing demand and ever-changing tastes as far as fashion is concerned. We use latest technology, quality raw material, lower cost and quick delivery to ensure top quality knitted fabric. Fabric division is equipped with high speed automatic circular knitting machines that can knit 1200 MT per annum of different kinds of fabric. We offer wide Range of fabrics such as:

Product Name	Product Picture	Product Description
Interlock		The interlock fabric is a Knitted fabric that is created by a series of stainless-steel needles crossing each other and working alternately; this type of production produces a double knit fabric that is very soft and visually resembles a honeycomb; the back and front of this fabric are identical

CAPACITY AND CAPACITY UTILISATION

YEAR	INSTALLED CAPACITY(ANNUAL)	CAPACITY UTILISATION(ANNUAL)	% OF CAPACITY UTILISATION
FY20-21	4700 TON	3400TON	*74%
FY21-22	4700 TON	4400 TON	94%
FY22-23	4700 TON	4400 TON	94%
Stub period ending dec 2023 (This includes capacity for both Knitting and Spinning)	4550 TON	4165 TON	91.5%

^{**} FY 2020-21 due to COVID pandemic the spinning mills were shut down for two months as per the government orders during that time.

SEGMENT WISE REVENUE BREAK UP

(Amount in Lakhs)

Products:	Turnover 1.04.2020 to 31.03.2021	%ge to total Turnover	Turnover 1.04.2021 to 31.03.2022	%-ge to total Turnover	Turnover 1.04.2022 to 31.03.2023	%ge to total Turnover	Turnover 1.04.2023 to 31.12.2023	%ge to total Turnove r
Cotton Scrap	394.01	5.43	659.83	5.52	679.09	5.63	750.76	7.10
Cotton Yarn	5012.85	69.08	11249.60	94.13	11063.21	91.65	7,413.89	70.08
Yarn Traded	1652.56	22.77	41.89	0.35	-	-	-	-
Cotton Traded	-	-	-	-	82.95	0.69	-	-
Synthetic Yarn Traded	55.21	0.76	-	-	-	-	96.81	.0.92
Fabric Traded	142.12	1.96	-	-	-	-	-	-
Fabric	-	-	-	-	245.38	2.03	2,318.13	21.91
Total	7,256.73	100.00	11,951.3 2	100.00	12,070.6 4	100.00	10,579.6 0	100.0

OUR STRATEGIES

4. Raising Additional Working Capital

After establishing a presence in the spinning and knitting sectors, we have expanded into the garmenting sector, utilizing our connections in the corporate sector and with experienced dealers in this trade. This expansion requires funding for setting up the unit and securing working capital, considering the industry's credit period of 90-120 days.

In our spinning unit, our strategy involves stocking raw cotton, which makes up 80% of our raw material needs, primarily during January to March when supply is high and prices are low. This approach allows us to produce yarn cost-effectively during non-seasonal months. With the addition of knitting and garmenting units, our inventory investment requirements have increased. Therefore, we seek funds to support these initiatives.

5. Expansion into Garmenting Sector

As part of our strategic growth plan, we are diversifying ourselves into the garmenting sector as a part of strategic growth plan. By integrating garmenting operations, we aim to increase efficiency, and strengthen our position in the industry. This strategic expansion will also enable us to capitalize on new market opportunities, further solidifying our presence in the textile industry.

HUMAN RESOURCE

S.No.	Departments	No. of employees
1	Director	4
2	Production (including labour)	220
3	Accounts	5
4	Maintenance	40
5	Stores	6
6	Sales	6

Note: The company employs only a few individuals as contractual labour for loading, unloading, and packaging purposes, as and when required. Apart from these specific roles, the company does not engage any contractual labour in its production or factory area.

GEOGRAPHICAL WISE REVENUE BREAK UP

(Amount in Lakhs)

Indian States:	Turnover 1.04.2020 to 31.03.2021	%ge to total Turnover	Turnover 1.04.2021 to 31.03.202 2	%-ge to total Turnover	Turnover 1.04.2022 to 31.03.2023	%ge to total Turnove r	Turnover 1.04.2023 to 31.12.2023	%ge to total Turnover
Himachal Pradesh	66.70	0.92	-	-	-	-	-	-
Punjab	811.54	11.18	2263.29	18.94	1856.34	15.38	799.81	7.56
Chandigar h	31.84	0.44	-	-	-	-	-	-
Haryana	471.68	6.50	668.50	5.59	1518.22	12.58	1490.38	14.09
Delhi	2,384.68	32.86	3,613.91	30.24	2,655.31	22.00	3560.79	33.66
Uttar Pradesh	3,022.82	41.66	4,029.56	33.72	4,086.56	33.86	1789.82	16.92
Bihar	59.47	0.82	-	-	-	-	-	-
Maharasht ra	139.15	1.92	-	-	-	-	12.93	0.12
Telangana	71.65	0.99	-	-	-	-	-	-
West Bengal	-	-	188.69	1.58	1,227.02	10.17	2851.76	26.96
Tamil Nadu	-	-	209.07	1.75	-	-	3.01	0.03
Jammu & Kashmir	-	-	-	-	63.32	0.52		
Gujarat	-	-	-	-	133.42	1.11	18.02	0.17
Foreign Countries								
Nepal	197.21	2.72	355.01	2.97	254.12	2.11	53.08	0.50
Banglades h	-	-	165.51	1.38	276.33	2.29	-	-
Honk Kong	-	-	315.97	2.64	-	-	-	-
Philippine s	-	-	141.80	1.19	-	-	-	-
Total	7,256.73	100.00	11,951.32	100.00	12,070.64	100.00	10,579.60	100.00

TOP 10 CUSTOMERS

Our Top 10 customers in terms of revenue generated as on 31st December 2023 and during last 3 Financial Years i.e. March 31, 2023, 2022, and 2021 are as follows:

		December 31, 2023 (Amount in	
S.no.	Particulars	Lakhs)	% In Total
1	A.s.yarn tex pvt ltd.	1,965.58	24.37%
2	Avi Ansh Enterprises Pvt Ltd	1,838.58	22.80%
3	shivalik prints ltd.	897.34	11.13%
4	Kundan Mal Govind Narain	780.86	9.68%
5	Peace realty pvt. Ltd.	710.57	8.81%
6	Kishan Trading Company	551.75	6.84%
7	Suvrata Yarn Agencies	395.37	4.90%
8	Eastern Clothing	359.58	4.46%
9	Tulsyan Textile Company	309.60	3.84%
10	Jhumarmal Satyanarain	255.12	3.16%
	TOTAL	8,064.35	100.00%

		March 31, 2023 (Amount in		
S.no.	Particulars	Lakhs)	% In Total	
1	Avi Ansh Enterprises Pvt Ltd	1,424.89	20.09%	
2	Shivalik Prints Ltd	1,200.66	16.92%	
3	Tulsyan Textile Company	844.04	11.89%	
4	Jayanti Traders	683.34	9.60%	
5	A.S Yarn Textile Pvt Ltd	649.39	9.10%	
6	Pashupati Incorporation	512.76	7.30%	
7	Minar export India	511.30	7.20%	
8	Oswal India	449.85	6.30%	
9	Shri Bankey Bihari Yarns	416.23	5.90%	
10	M.D Sons	401.52	5.70%	
	TOTAL	7,093.99	100.00%	

S.no.	Particulars	March 31, 2022(Amount in Lakhs)	% In Total
1	Avi Ansh Enterprises Pvt Ltd	1,432.95	23.40%
2	Ganpati Textiles	1,092.55	17.90%
3	T.T. Limited	621.42	10.10%
4	Tulsyan Textile Company	573.35	9.40%
5	B.B. Rampal and Company	441.61	7.20%
6	Minar export	434.97	7.10%
7	Apoorv Textiles	434.19	7.10%
8	Kundan Mal Govind Narain	427.80	7.00%
9	Bawa Yarn House	355.57	5.80%
10	New Time Trading Limited	315.97	5%
	TOTAL	6,130.37	100.00%

		March 31, 2021(Amount in	
S.NO.	Particulars	Lakhs)	% In Total
1	Tulsyan Textile Company	700.24	18.49%
2	Apoorv Textiles	562.60	14.85%
3	Bawa Yarn House	544.97	14.39%
4	Jayanti Traders	483.25	12.76%
5	Ganpati Textiles	403.74	10.66%

6	Minar Export India	261.40	6.90%
7	MD Sons	220.42	5.82%
8	Mittal Enterprises	214.75	5.67%
9	Jai Jagdembey Enterprises	206.73	5.46%
10	Jagdish Traders	189.60	5.01%
	TOTAL	3.787.72	100.00%

TOP 10 SUPPLIERS

Our Top 10 Suppliers in terms of revenue generated as on 31st December 2023 and during last 3 Financial Years i.e. March 31, 2023, 2022, and 2021 are as follows:

		December 31, 2023 (Amount in		
S.NO.	Particulars	Lakhs)	% In Total	
1	Cnaeon Cotton Pvt Ltd	3,383.16	50.26%	
2	Vishal Cotton Company	514.88	7.65%	
3	M/S Telu Ram Mange Ram	492.58	7.32%	
4	Avi Ansh Enterprises Pvt Ltd	414.50	6.16%	
5	Laxmi Oil & Ginning Factory	391.48	5.82%	
6	Mittal Agro	346.09	5.14%	
7	Aalishan Agro	332.92	4.95%	
8	Goyal Yarn Agency	312.82	4.65%	
9	Mahavir cotton pvt. Ltd.	297.80	4.42%	
10	Ganga spintex pvt. Ltd.	244.51	3.63%	
	TOTAL	6,730.73	100.00%	

S.NO.	Particulars	March 31, 2023 (Amount in Lakhs)	% In Total
1	Cnaeon Cotton Private Limited	2,952.10	35%
2	Ganga Spintex Private Limited	1,386.36	16%
3	RKS Cotton Private Limited-Rajasthan	932.12	11%
4	Vishal Cotton Company	817.60	10%
5	RKS Cotton Private Limited-Haryana	720.48	8%
6	Amit and Company	423.61	5%
7	Kamal Agro Industries	375.58	4%
8	Abhishek Agro Industries	303.18	4%
9	Balaji Enterprises	295.38	3%
10	Shree Shyam Enterprises	273.71	3%
	TOTAL	8,480.13	100.00%

S.NO.	Particulars	March 31, 2022 (Amount in Lakhs)	% In Total
1	Neelkamal Industries	1,244.58	24.25%
2	Ganga Spintex Limited	722.87	14.08%
3	Kamal Agro Industries	553.14	10.78%
4	Vishal Cotton Company	486.78	9.48%
5	RKS Cotton Pvt Ltf-Rajasthan	465.92	9.08%
6	Shiva Industries	438.28	8.54%
7	Shree Shyam Agro Crop Pvt Ltd	416.18	8.11%
8	Laxmi Gaur Gum Industries	309.59	6.03%
9	Abhishek Agro Industries	251.87	4.91%
10	M L Nagpal Industries	243.67	4.75%
	TOTAL	5,132.88	100.00%

S.NO.	Particulars	March 31, 2021(Amount in Lakhs)	% In Total
1	RKS Cotton Pvt Ltd- Rajasthan	674.23	26.93%
2	SRM Ginning Mills	346.44	13.84%
3	Balaji Enterprises	334.21	13.35%
4	Shree Shyam Agro Industries	199.35	7.96%
5	Shree Shyam Enterprises	183.33	7.32%
6	Krishna Cotton Mills	163.89	6.55%
7	RKS Cotton Pvt Ltd-Haryana	158.42	6.33%
8	Shree Shyan Agro Crop Pvt ltd	155.40	6.21%
9	Gupta Agro Industries	148.64	5.94%
10	RK & Sons	139.60	5.58%
	TOTAL	2,503.52	100.00%

Avi Ansh Enterprise Private Limited is a both a Customer and Supplier of Avi Ansh Textile Limited.

Avi Ansh Enterprises Private Limited: The Company was Incorporated in August 04,2005. The Company deals in trading of all varieties of Yarn (i.e. Cotton Yarn, Polyster Yarn, Spun Yarn, PC Yarn etc.) and All types of dyed and non-dyed fabrics. This Company is one of the group companies of Avi Ansh Textile Limited.

Avi Ansh Enterprises Private Limited as a "CUSTOMER" to Avi Ansh Textile Limited.

For FY March 2021, 2022, 2023:

Avi Ansh Textile Limited (referred as "The company") has been been manufacturing cotton yarn since last 15 years under the brand name of **Pooja Gold.** Our brand has both retail as well as wholesale customers, since the company is not able to sell its product directly to retail customers due to heavy transportation cost, hence all the retail customers buy the product of the company from dealers/distributors, one of which is Avi Ansh Enterprises Private Limited. In state of Delhi Avi Ansh Enterprises Private Limited is the major retail dealer of the company. The rate at which the company sells its products to Avi Ansh Enterprises Private Limited is similar to the rate at which it sells its products to other dealers of the company.

For Stub Period 31st December 2023:

From 1st April 2023 Avi Ansh Textile Limited started its Knitting division full-fledged, hence they started producing various types of Fabric. The company sells the fabric to both dealers as well as directly to garment manufacturers. The company is selling fabric to M/s Avi Ansh Enterprises Pvt Ltd for the retail customers only as most of retail customers requires the material to be supplied directly to the dying house. The rate at which the company sells its products to Avi Ansh Enterprises Private Limited is similar to the rate at which it sells its products to other dealers of the company.

Avi Ansh Enterprises Private Limited as a "SUPPLIER" to Avi Ansh Textile Limited.

For FY March 2021, 2022 and 2023:

The company produces only cotton yarn in its spinning department, if any customer requires other type of yarn like polyester, spun or PC yarn etc. as well, the company buys that yarn from dealers one of which is Avi Ansh Enterprise Private Limited and provide it to the customer.

For Stub Period 31st December 2023:

Starting from FY 1st April 2023, Avi Ansh Textile Limited started producing fabric in its Knitting Division and for production of fabric variety of yarn are required such as Polyster yarn, Spun Yarn which the company buys from different dealers, one of the dealers for supply of Yarn is AviAnsh Enterprise Private Limited. Its because the company produces only cotton yarn and other type of yarn are bought from different dealers.

We are giving hereby year wise details of sales and purchases of material to/from M/s Avi Ansh Enterprises Pvt ltd. All Sales made to Avi Ansh Enterprises Pvt ltd are at the same rate at which we are supplying to other customers (Arm Length Price):

(Rs in Lakhs)

Period	Sales to Avi Ansh Enterprises Pvt. Ltd.:			
Ending	Yarn Qty	Yarn Value	Fabric Qty	Fabric Value
31-Mar- 21	62986.1 Kgs	112.48	NIL	NIL
31-Mar- 22	539828.76 Kgs	1,367.46	NIL	NIL
31-Mar- 23	411821.2 Kgs	1,168.67	69968.83 Kgs	188.37
31-Dec- 23	242199.8 Kgs	563.56	503060.53 Kgs	1,259.76

(Rs in Lakhs)

Period	Purchase from Avi Ansh Enterprises Pvt. Ltd.:			
Ending	Yarn Qty	Yarn Value	Fabric Qty	Fabric Value
31-Mar- 21	1950.480 Kgs	2.98	NIL	NIL
31-Mar- 22	23065.2 Kgs.	51.17	NIL	NIL
31-Mar- 23	30379.46 Kgs.	52	436 Kgs.	1.35
31-Dec- 23	219461.35Kgs.	399.6	6639.76Kgs.	14.53

Marketing Strategies of the Company to acquire new clients and retains its clients

M/s Avi Ansh Textile Limited has earned a distinguished reputation over time for delivering superior quality products within the industry. Through word of mouth, we offer competitive pricing and demonstrate a steadfast commitment to fulfilling our promises, which consistently attracts new clients. Additionally, our Managing Director, Anil Kumar Jain, with 37 years of experience in this sector, has cultivated significant goodwill within the industry.

By consistently meeting deadlines and offering competitive pricing, we ensure the retention of existing clients. Below are the marketing strategies adopted by the company to attract new clients:

- 1. <u>Market Research</u>: We conduct continuous market research to understand evolving consumer preferences, industry trends, and competitor strategies. This enables us to adjust our marketing efforts effectively.
- 2. **Quality Assurance**: Quality assurance is paramount in our industry. At Avi Ansh Textile Limited, we ensure the consistent quality of our yarn and fabric. We also provide exceptional customer service to build trust and enhance our reputation in the market.
- 3. <u>Showcasing Products</u>: We have established online presence through our website, showcasing our entire range of products. This approach expands our reach to a global audience, breaking geographical barriers and accessing otherwise inaccessible markets. Consequently, it enhances brand visibility and recognition.

4.	<u>Targeted Advertising:</u> We identify specific demographics and industries that extensively utilize cotton yarn and fabric. Subsequently, we direct our advertising efforts towards them to maximize our marketing impact.
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OUR MANAGEMENT

Brief Profile of Directors

- a) Anil Kumar Jain: Anil Kumar Jain is the Managing Director of Avi Ansh Textile Limited, with over 37 years of experience in the yarn and hosiery sector. He began his career in 1986 as a partner at Arihant Hosiery, and later established his own proprietorship firm, Arihant Yarn Agency, in 1993. In 2005, he co-founded Avi Ansh Enterprise Private Limited with his wife. In 2012, he acquired a manufacturing unit for spinning and knitting in Derabassi, Punjab, and established Avi Ansh Textile Limited. Additionally, Anil Kumar Jain is a co-founder of G.A. Alloys Private Limited (established in 2008), S. J Metals Private Limited (established in 2008), and Arihant Yarn Fab Private Limited (established in 2010).
- b) Geeta Jain: Geeta Jain is a Director at Avi Ansh Textile Limited, with over 10 years of experience in the cotton yarn industry. She cofounded Avi Ansh Enterprises Private Limited in 2005. In 2012, she helped her husband Mr. Anil Kumar Jain in their acquired Company i.e. Avi Ansh Textile Limited alongside her husband. Geeta Jain is also a co-founder of G.A. Alloys Private Limited (established in 2008), S. J Metals Private Limited (established in 2008), Arihant Yarn Fab Private Limited (established in 2010), and Hi-choice Real Estate Private Limited (established in 2009).
- c) Vinay Bansal: Vinay Bansal Independent Director at Avi Ansh Textile Limited. A fellow member of Institute of Chartered Accountants of India and commerce graduate from Shri Ram College Delhi University. Certified Internal Auditor & Certified Financial Services auditor from Institute of Internal Auditors USA and also a certified Information systems auditor from ISACA USA, Master in Business Finance from Institute of Chartered Accountants of India. Also, an insolvency professional duly registered with Insolvency and bankruptcy Code of India and registered Independent Director with ROC. Having more than 19 years of experience in the fields of Audits, assurance, Risk Advisory Services, corporate restructuring across various industries.

"Payments or benefits to Directors:

No remuneration was paid to any directors until the year ending March 31, 2023.

As of December 31, 2023, remuneration paid to directors is as follows:

NAME OF DIRECTOR	REMUNERATION PAID	
ANIL KUMAR JAIN	2,50,000 PER MONTH	

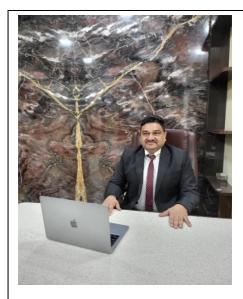
Anil Kumar Jain, the Managing Director of the company, is the sole recipient of remuneration amounting to ₹2,50,000 per month as of December 31, 2023. Other directors did not receive any remuneration from the company as of December 31, 2023."

OUR PROMOTERS & PROMOTER GROUP

OUR PROMOTERS:

The Promoters of our Company are Anil Kumar Jain, Geeta Jain, Avi Jain, Akanksha Jain, Ansh Jain, G A Alloys Private Limited, S J Metals Private Limited, A K Jain .(HUF), Sanjeev Mittal HUF., Ramesh Mittal HUF., S C Jain . (HUF), Arihant Yarn Fab Private Limited As on date of this Draft Prospectus, the Promoters, in aggregate, hold 54,88,210 Equity shares of our Company, Anil Kumar Jain holds 38,41,010 shares, Geeta Jain holds 15,87,200 shares and Avi Jain holds 60,000 equity shares. For details of the build-up of the Promoters' shareholding in our Company, see "Capital Structure – History of the Equity Share Capital held by our Promoters", on pages 52 of this Draft Prospectus.

Individual Promoters



1. Anil Kumar Jain- Managing Director:

Anil Kumar Jain is a business leader, started working from the age of 21 and established an empire with dedication, hard work and extensive experience in strategy formulation and implementation. A Managing Director with over 37 years of experience in the yarn/hosiery sector, along with the exposure to deal with complex macro issues of the company. A visionary with a futuristic and innovative approach of leadership, and combines business acumen with operational expertise.

Qualification: B.COM Pass, Delhi University

Age: 58 years

Date of Birth: October 16,1965

Address: Flat No- 742 Guru Apartment Sec-14 Rohini-110085

Experience: 37 years **Occupation:** Business

PAN: AADPJ8583A

No. of Equity Shares &%of Shareholding (Pre Offer)

38,41,010 equity shares aggregating to 39.25%% of Pre-Offer Paid up Share Capital of the Company.

Other Ventures <u>Directorship in Companies:</u>-

1. Arihant Yarn fab Private Limited

2. S.J Metals Private Limited

3. G A Alloys Private Limited

4. Avi Ansh Enterprises Private Limited



2. Geeta Jain - Woman Director

Geeta Jain is also a Co-Founder at Avi Ansh Enterprises Private Limited having a experience over 10 years. Holds an exceptional ability to prioritize, manage time efficiently, work under stress in a fast-spaced environment while delivering the highest quality results with accuracy.

Qualification: B.A. Pass (Lakshmibai College), Delhi University

Age: 56

Date of Birth: November 23'1967

Address: Flat No.742, Guru Apartments, sector-14, Rohini, Delhi-110085

Experience : 10 years **Occupation :** Business

PAN: AADPJ6644C

No. of Equity Shares &% of Shareholding (Pre Offer):

15,87,200 equity shares aggregating to 16.22% of Pre Offer Paid up Share Capital of the Company.

Other Ventures

Directorship in Companies:-

- 1. Arihant Yarnfab Private Limited
- 2. S.J Metals Private Limited
- 3. G A Alloys Private Limited
- 4. Avi Ansh Enterprises Private Limited
- 5. Hichoice Real Estate Private Limited



3. Avi Jain- Chief Executive Officer of the Company

Avi Jain is the Chief Executive Officer of our Company, bringing dynamic leadership to our team. A graduate of PGDM from International Management Institute, New Delhi in 2018, Avi has spearheaded the procurement and marketing of yarn, successfully establishing the company's export base. Known for his ability to influence and build effective working relationships across all organizational levels, Avi possesses consumer marketing expertise and a deep understanding of demand and communication strategies. He actively oversees the operations of our yarn manufacturing unit and has played a pivotal role in cost accounting during the company's expansion into the knitting unit. Avi's strategic vision and operational acumen have been instrumental in driving our company's growth and success.

Qualification: Post Graduate Diploma in Management

Age: 31

Date of Birth: 27 July'1993

Address: Flat No.742, Guru Apartments sec-14 Rohini-110085

Experience: 7 Years

Occupation: Employment

PAN: ASEPJ6518Q

Number of Equity Shares and % of shareholding:

60000 equity shares aggregating to 0.61% of Pre Offer Paid up Share Capital of the Company

Other Ventures: NIL



4. Akanksha Jain- Chief Financial Officer of the Company

Akanksha Jain's professional background includes serving as the Chief Financial Officer in the organization, where she leverages her expertise as a Chartered Accountant. She has completed a fresher course on Ind AS and GST organized by the Board of Studies ICAI, showcasing her commitment to staying updated with the latest industry standards. Additionally, her experience as a Senior Auditor at Deloitte U.S. and as an Associate in the Finance and Accounts department at M/S Anil Kumar Gupta and Associates has equipped her with valuable insights and skills in the field. Her participation at the National Convention at Talkatora Stadium, New Delhi further demonstrates her active involvement in the finance and accounting domain.

Qualification: Chartered Accountant

Age: 30 Years

Date of Birth: 30 July, 1993

Address: Flat No.742 Guru Apartment, Sec-14 Rohini-110085

Experience: 10 Years

Occupation: Employment
PAN: BCDPA4941G
Number of Equity Shares and % of shareholding:
NIL
Other Ventures: NIL



5. Ansh Jain: Chief Operating Officer of the Company

Ansh Jain, the Chief Operating Officer (COO) of our Company, holds a Master of Science in Management from Durham University, UK. He adeptly manages all bottom-line factors, including long-range planning, product management, third-party contracting, technology projects, and personnel. Ansh enhances operations by conducting thorough operational analyses and recommending policy and procedural changes. He leads cross-functional areas within the company, effectively managing departmental operations and boosting employee productivity. Ansh's efforts have successfully brought new clients to both the Yarn and knitting units. Additionally, he oversees the entire start-to-end process of the knitting unit, including the outsourcing managed by dyers, ensuring smooth operations and quality outcomes.

Qualification: Chartered Accountant

Age: 30 Years

Date of Birth: 18 September, 1995

Address: Flat No.742 Guru Apartment, Sec-14 Rohini-110085

Experience: 10 Years

Occupation: Employment

PAN: AYPPJ020F

Number of Equity Shares and % of shareholding:

NIL

Other Ventures: NIL

CORPORATE PROMOTERS

1. G.A. ALLOYS PRIVATE LIMITED

G A Alloys Private Limited was originally incorporated on 26th March'2008 as a private limited company under Companies Act, 1956. The registered office of the company is situated at House no. 164, 2nd Floor Block-E, Shastri Nagar, North West, Delhi, India -110052. The Corporate Identification Number of the Company is U45400DL2008PTC175934.

G.A. Alloys maintains its core focus on trading a diverse array of products for both consumer and business purposes. With unchanged primary business activities, the company continues to uphold its commitment to meeting market demands and delivering value to its clientele. Leveraging expertise and experience, G.A. Alloys remains a reliable and trusted entity in the trading sector, poised to adapt to evolving market dynamics.

Board of Directors of G A Alloys Private Limited

- 1. Anil Kumar Jain
- 2. Geeta Jain

Capital Structure

The Capital Structure of the Company of G A Alloys Private Limited on the date of this draft prospectus is:

Particulars	Amount of Equity Shares (In Rs.)
Authorised Share Capital	15,00,000
Issued, Paid up and Subscribed Share Capital	10,45,490

Shareholding Pattern

S. No.	Name of Shareholder	Number of Shares	% of Shareholding
1.	Anil Kumar Jain	10000	9.56
2.	Geeta Jain	10000	9.56
3.	A.K. Jain HUF	20000	19.13
4.	Kanta Jain	15000	14.35
5.	Sandhya Mittal	10000	9.56
6.	Ramesh Mittal HUF	1500	1.43
7.	S.C. Jain HUF	1350	1.29
8.	Sanjeev Mittal	2000	1.91
9.	S J Metals Private Limited	20000	19.13
10.	Sushant Consultants Private Limited	2000	1.91
11.	Nishal Consultants Private Limited	2000	1.91
12.	Him Shiva Consultants Private Limited	2000	1.91
13.	Rajmata Fin lease Private Limited	2000	1.91
14.	Tirupati Industrial Waste Management Private Limited	2000	1.91
15.	Hari Om Consultants Private Limited	2000	1.91
16.	Avi Welfare Trust	1349	1.29
17.	Ansh Welfare Trust	1350	1.29
	Total	104549	100%

Promoters of the Company

As per the annual return filed by G A Alloys Private Limited for Fiscal 2023 the following persons have been identified as promoters of G A Alloys Private Limited

Change in Control

There has been no change in the control of G A Alloys Private Limited during the last three years preceding the date of this Draft Prospectus. Our Company confirms that the permanent account number, bank account number(s), company registration number and address of the registrar of companies where G A Alloys Private Limited is registered shall be submitted to the Stock Exchanges at the time of filing of this Draft Prospectus.

2. S J METALS PRIVATE LIMITED

S J Metals Private Limited was originally incorporated on 27th March, 2008 as a private limited company under Companies Act,1956 The registered office of the company is situated at House no. 164, 2nd Floor Block-E, Shastri Nagar, North West, Delhi, India -110052. The Corporate Identification Number of the Company is U27100DL2008PTC175972.

S.J Metals is a versatile trading company specializing in sourcing and distributing various products for both consumer and business purposes. Leveraging expertise in market analysis and logistics, S.J Metals ensures efficient and reliable delivery of goods to meet diverse customer demands.

Board of Directors of S J Metals Private Limited

1.Anil Kumar Jain

2. Geeta Jain

Capital Structure

The Capital Structure of the Company of S J Metals Private Limited on the date of this draft prospectus is:

Particulars	Amount of Equity Shares (In Rs.)
Authorised Share Capital	15,00,000
Issued, Paid up and Subscribed Share Capital	12,81,000

Shareholding Pattern

S. No.	Name of Shareholder	Number of Shares	% of Shareholding
1.	Anil Kumar Jain	10000	7.81
2.	Geeta Jain	10000	7.81
3.	A.K. Jain HUF	20000	15.61
4.	Kanta Jain	11800	9.21
5.	Sandhya Mittal	25850	20.18
6.	Nikhil Jain	3650	2.85
7.	Anita Mittal	14400	11.24
8.	Sanjeev Mittal	12000	9.37
9.	Anita Jain	8750	6.83
10.	Assure Financial Services Private Limited	1000	0.78
11.	Regards Restaurant Private Limited	2000	1.56
12.	Him Shiva Consultants Private Limited	1000	0.78
13.	Rajmata Fin lease Private Limited	1000	0.78
14.	Tirupati Industrial Waste Management Private Limited	1000	0.78
15.	Rekha Jain	5650	4.41
	Total	128100	100%

Promoters of the Company

As per the annual return filed by S J Metals Private Limited for Fiscal 2023 the following persons have been identified as promoters of S J Metals Private Limited.

Change in Control

There has been no change in the control of S J Metals Private Limited during the last three years preceding the date of this Draft Prospectus. Our Company confirms that the permanent account number, bank account number(s), company registration number and address of the registrar of companies where S J Metals Private Limited is registered shall be submitted to the Stock Exchanges at the time of filing of this Draft Prospectus.

3. ARIHANT YARNFAB PRIVATE LIMITED

Arihant YarnFab Private Limited was originally incorporated as 18th January' 2010 as a private limited company under Companies Act, 1956 The registered office of the company is situated at L-87-A, Shastri Nagar, New Delhi- 110052. The Corporate Identification Number of the Company is U17200DL2010PTC198123.

The company is a reputable player in the yarn and fabric trading industry, known for its wide selection of high-quality materials. With a strong market presence and a diverse range of fabrics, it consistently meets the needs and demands of its customers, cementing its reputation as a trusted supplier in the textile market.

Board of Directors of Arihant YarnFab Private Limited

- 1. Anil Kumar Jain
- 2. Geeta Jain

Capital Structure

The Capital Structure of the Company of Arihant YarnFab Private Limited on the date of this draft prospectus is:

Particulars	Amount of Equity Shares (In Rs.)
Authorised Share Capital	10,00,000
Issued, Paid up and Subscribed Share Capital	5,61,100

Shareholding Pattern

S. No.	Name of Shareholder	Number of Shares	% of Shareholding
1.	Anil Kumar Jain	5555	9.90
2.	Geeta Jain	5555	9.90
3.	G.A Alloys Private Limited	45000	80.20
	Total	56110	100%

Promoters of the Company

As per the annual return filed by Arihant YarnFab Private Limited for Fiscal 2023 the following persons have been identified as promoters of Arihant YarnFab Private Limited.

Change in Control

There has been no change in the control of Arihant YarnFab Private Limited during the last three years preceding the date of this Draft Prospectus. Our Company confirms that the permanent account number, bank account number(s), company registration number and address of the registrar of companies where Arihant YarnFab Private Limited is registered shall be submitted to the Stock Exchanges at the time of filing of this Draft Prospectus.

4. A.K. JAIN . (HUF)

HUF Information and History

A.K. Jain . came into existence on 27/07/1993 and Anil Kumar Jain is its Karta and Avi Jain and Ansh Jain are its coparceners.

As on the date of this Draft Prospectus, A. K Jain . holds 1793870 Equity Shares, representing 18.33% of the issued, subscribed and paid-up equity share capital of our Company.

PAN: AAAHA2809P

Address: 742, Guru Apartment, Sector 14, Rohini, Delhi 110085

5. SANJEEV MITTAL HUF.

HUF Information and History

Sanjeev Mittal HUF. came into existence on 19.06.2000 and Sanjeev Mittal is its Karta and Bhavya Mittal and Devya Mittal are its coparceners. As on the date of this Draft Prospectus, Sanjeev Mittal HUF. holds 1,68,350 Equity Shares, representing 1.72 % of the issued, subscribed and paid-up equity share capital of our Company.

PAN: AANHS1355P

Address: B-1667, Shastri Nagar, Ashok Vihar, Delhi 110052

6. RAMESH MITTAL HUF.

HUF Information and History

Ramesh Mittal HUF. came into existence on 02.10.1988 and Ramesh Mittal is its karta and Karan Mittal and Bharti Mittal are its coparceners.

As on the date of this Draft Prospectus, Ramesh Mittal HUF. holds 196670 Equity Shares, representing 2.01 % of the issued, subscribed and paid-up equity share capital of our Company.

PAN: AAAHR7738G

Address: B-1667, Shastri Nagar, Ashok Vihar, Delhi 110052

7. S.C JAIN . (HUF)

HUF Information and History

S.C. Jain . came into existence on 05/01/1981 and Subhash Chand Jain is its Karta and Nikhil Jain and Nitin Jain Are its coparceners.

As on the date of this Draft Prospectus, S.C. Jain . hold 159200 Equity Shares ,representing 1.63 % of the issued, subscribed and paid-up equity share capital of our Company.

PAN: AAAHS5542R

Address: FU 19, Pitampura, Saraswati Vihar, Delhi 110034

OUR PROMOTER GROUP

Natural Persons who are a part of the promoter group

S.No.	Relationship With the Promoter	Anil Kumar Jain	Geeta Jain	Avi Jain	Akanksha Jain	Ansh Jain
1.	Father	Late Jugmander Dass Jain	Late Satpal Gupta	Anil Kumar Jain	Ganesh Kumar	Anil Kumar Jain
2.	Mother	Late Sona Devi Jain	Late Satya Devi	Geeta Jain	Archna Gupta	Geeta Jain
3.	Spouse	Geeta Jain	Anil Kumar Jain	Akanksha Jain	Avi Jain	Aanchal Jain
4.	Brother	Rajinder Kumar Jain, Surinder Kumar Jain, Subhash Chand Jain, Davinder Kumar Jain	Ramesh Mittal, Sanjeev Mittal	Ansh Jain	Saket Garg	Avi Jain
5.	Sister	Nirmal Jain, Neelam Jain	Asha Garg , Premlatagupta, Kavita Goyal	-	-	-
6.	Son	Avi Jain, Ansh Jain	Avi Jain, Ansh Jain			Avyaan Jain
7.	Daughter	-	-	Avishka Jain	Avishka Jain	-
8.	Spouse Father	Late Satpal Gupta	Late JugmanderDass Jain	Ganesh Kumar	Anil Kumar Jain	Madan Lal
9.	Spouse Mother	Late Satya Devi	Late Sona Devi Jain	Archna Gupta	Geeta Jain	Lavlita Aggarwal
10.	Spouse Brother	Ramesh Mittal, Sanjeev Mittal	Rajinder Kumar Jain, Surinder Kumar Jain, Subhash Chand Jain, Davinder Kumar Jain	Saket Garg	Ansh Jain	Sarthak Aggarwal
11.	Spouse Sister	Asha Garg, Premlatagupta, Kavita Goyal	Nirmal Jain, Neelam Jain			Ridhima Agarwal

Companies and Properitorship Firms forming a part of promoter group

Particulars	Anil Kumar Jain	Geeta Jain	Avi Jain	Ansh Jain	Akanksha Jain
Any Body corporate in which 20% or more of the share capital is held by the Promoter or an immediate relative of the Promoter or a firm or HUF in which the Promoter or any one or more of his immediate relatives is a member	Avi Ansh Enterprise Private Limited and A.K. JAIN (HUF) , Vishal Hosiery, Arihant Hosiery, S.P. Mittal Hosiery , Maa Banbhori Hosiery, Sanjeev Mittal HUF, Ramesh Mittal HUF	Avi Ansh Enterprise Private Limited and A.K. JAIN (HUF), Vishal Hosiery, Arihant Hosiery, S.P. Mittal Hosiery, Maa Banbhori Hosiery, Sanjeev Mittal HUF, Ramesh Mittal HUF	Avi Ansh Enterprise Private Limited and A.K. JAIN (HUF), Vishal Hosiery, Arihant Hosiery, S.P. Mittal Hosiery, Maa Banbhori Hosiery, Sanjeev Mittal HUF, Ramesh Mittal HUF, Ganesh Kumar HUF	Avi Ansh Enterprise Private Limited and A.K. JAIN (HUF), Vishal Hosiery, Arihant Hosiery, S.P. Mittal Hosiery, Sanjeev Mittal HUF, Ramesh Mittal HUF, Sarthak Infradevelopers Private Limited	A K Jain HUF, Ganesh Kumar HUF
Any company in which a company mentioned in (1) above, holds 20% or more, of the equity share capital	NONE	NONE	NONE	NONE	NONE
Any HUF or Trust or firm in which the aggregate share of the Promoter and his immediate relatives is equal to or more than 20% of the total	A.K. JAIN HUF	A.K. JAIN HUF	A.K. JAIN HUF	A.K. JAIN HUF	A K Jain HUF, Ganesh Kumar HUF

BRIEF PROFILE OF PROMOTERS

Anil Kumar Jain - Please refer to chapter "Our Management" beginning on page 142 of this Draft Prospectus for details.

Geeta Jain- Please refer to chapter "Our Management" beginning on page 142 of this Draft Prospectus for details.

Avi Jain - Please refer to chapter "Our Management" beginning on page 142 of this Draft Prospectus for details

Akanksha Jain- Akanksha Jain's professional background includes serving as the Chief Financial Officer in the organization, where she leverages her expertise as a Chartered Accountant. She has completed a fresher course on Ind AS and GST organized by the Board of Studies ICAI, showcasing her commitment to staying updated with the latest industry standards. Additionally, her experience as a Senior Auditor at Deloitte U.S. and as an Associate in the Finance and Accounts department at M/S Anil Kumar Gupta and Associates has equipped her with valuable insights and skills in the field. Her participation at the National Convention at Talkatora Stadium, New Delhi further demonstrates her active involvement in the finance and accounting domain.

Ansh Jain. Ansh Jain, the Chief Operating Officer (COO) of our Company, holds a Master of Science in Management from Durham University, UK. He adeptly manages all bottom-line factors, including long-range planning, product management, third-party contracting, technology projects, and personnel. Ansh enhances operations by conducting thorough operational analyses and recommending policy and procedural changes. He leads cross-functional areas within the company, effectively managing departmental operations and boosting employee productivity. Ansh's efforts have successfully brought new clients to both the Yarn and knitting units. Additionally, he oversees the entire start-to-end process of the knitting unit, including the outsourcing managed by dyers, ensuring smooth operations and quality outcomes.

DECLARATIONS

In relation to our Promoters, Anil Kumar Jain, Geeta Jain and Avi Jain, Akanksha Jain, Ansh Jain our Company confirms thatthe PAN, Bank Account Numbers, Passport Number, Aadhaar Card Number and Driving License number shall be submitted to NSE at the time of filing of this Draft Prospectus.

Interest of our Promoters:

i. Interest in promotion and shareholding of Our Company:

Our Promoters are interested in the promotion of our Company and also to the extent of their shareholding and shareholding of their relatives, from time to time, for which they are entitled to receive dividend payable, if any, and other distribution in respect of the Equity Shares held by them and their relatives. As on the date of this Draft Prospectus, our Promoters, Anil Kumar Jain, Geeta Jain and Avi Jain collectively holds 54,88,210 Equity Shares in our Company. Our Promoters may also be deemed to be interested to the extent of the remuneration, as per the terms of their appointment and reimbursement of expenses payable to them for the rent, purchase and sale transactions. For details, please refer to Note - 30 – "Related Party Transactions" beginning on page 175 of this Draft Prospectus.

For details regarding the shareholding of our Promoters in our Company, please see "Capital Structure" on page 52 of this Draft Prospectus.

ii. Interest in the property of Our Company:

Except as stated in the heading titled "Properties" under the chapter titled "Our Business", beginning on page 106 of this Draft Prospectus, none of our directors have interest in any property acquired or proposed to be acquired by our Company.

SECTION-VI

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

Discussion on results of operation

Particulars	Dec 31, 2023	% of Total Income	Mar 31, 2023	% of Total Income	Mar 31, 2022	% of Total Income	Mar 31, 2021	% of Total Income
Revenue from	10,579.60	99.47%	12,070.64	99.35%	11,951.32	99.46%	7,256.73	99.90%
operations								
Other income	56.03	0.53%	78.93	0.65%	65.44	0.54%	7.57	0.10%
Total Income	10,635.63	100.00 %	12,149.57	100.00%	12,016.76	100.00%	7,264.30	100.00%
Expenses								
Raw Material consumption	8,588.13	80.75%	9,746.06	80.22%	9,241.04	76.90%	5,241.81	72.16%
Change in inventories of finished goods, work in progress and stock in trade	(690.68)	(6.49%)	(101.58)	(0.84%)	42.88	0.36%	(13.01)	(0.18%)
Employee Benefit Expenses	543.59	5.11%	613.64	5.05%	528.71	4.40%	293.20	4.04%
Finance Costs	153.15	1.44%	163.75	1.35%	133.86	1.11%	160.81	2.21%
Depreciation and Amortisation Expenses	208.21	1.96%	253.19	2.08%	269.49	2.24%	304.50	4.19%
Other Expenses	1,549.17	14.57%	1,435.90	11.82%	1,584.96	13.19%	1,184.27	16.30%
Total expenses	10,351.58	97.33%	12,110.96	99.68%	11,800.93	98.20%	7,171.58	98.72%
Profit/(Loss)Before Exceptional & extraordinary items & Tax	284.05	2.67%	38.60	0.32%	215.83	1.80%	92.72	1.28%
Exceptional and Extraordinary items								
Profit/(Loss)Before Tax	284.05	2.67%	38.60	0.32%	215.83	1.80%	92.72	1.28%
Tax Expense:								
Tax Expense for Current Year	75.15	0.71%	16.27	0.13%	58.62	0.49%	31.05	0.43%
Deferred Tax	(3.58)	(0.03%)	(6.40)	(0.05%)	1.66	0.01%	(6.53)	(0.09%)
Net Current Tax Expenses	71.57	0.67%	9.86	0.08%	60.28	0.50%	24.52	0.34%
Profit/(Loss)for the Year	212.48	2.00%	28.74	0.24%	155.55	1.29%	68.20	0.94%

The Restated Profit after tax for the financial year 2021-22 was Rs.155.55 Lakhs as compared to Restated Profit after Tax of Rs.68.20 lakhs during the financial year 2020-21, representing a significant increase of 128.07% on account of below two reasons:

- 1. Total income for the financial year 2021-22 stood at Rs. 12,016.76 Lakhs as compared to Rs. 7,264.30 Lakhs in Financial Year 2020-21 representing a significant increase of 65.42%. This increase in revenue was majorly because of increase in the prices of cotton yarn. During this time price of raw cotton almost got doubled from Rs.50,000 per candy to all time high of Rs.100000 per candy by the end of FY 21-22 due to which rates of cotton yarn also increased, leading to increase in revenue.
- 2. As explained in previous point the raw cotton prices got doubled from Rs.50,000 per candy to all time high of Rs.100000 per candy In FY 2021-22. The company took benefit of this price fluctuation by stocking up raw cotton in the beginning of the year at the lowest price and producing and selling yarn which was at the higher price. This led to increase in margin as the company was producing product from raw material at lowest prices and producing yarn prices of which were increased globally at that

time.

The rate fluctuation stated above was because in FY 2020-21 due to COVID pandemic raw **cotton** and cotton **yarn** prices were reduced significantly as there was no demand due to the uncertainties in the market. The spinning mills were shut down for two months as per the government orders during that time. This led to excessive supply of raw **cotton** crop in the market as there was no demand from the mills and prices of raw **cotton** got reduced. In 2021-22 beginning the raw **cotton** prices were lowest and when market situation began to normalize the demand started picking up. By the end of FY 2021-22 the raw **cotton** price was at peak and similarly cotton **yarn** prices were also all time high.

The Restated Profit after tax for the financial year 2022-23 at Rs.28.74 Lakhs in comparison to Rs. 155.55 Lakhs in the financial year 2021-22, representing a decrease of 81.52% majorly due to:-

In FY 2022-23 overall demand of cotton yarn across the world got deeply affected due to Russia- Ukraine ,high inflation and recessionary pressures in developed economies, such as the USA and the European Union. India's cotton varn exports have a significant impact on India's Cotton Yarn production & prices, accounting for around 25-35% of the total production but due to the decline in exports the pressure mounted on the domestic market and led to decrease in the cotton yarn prices speedily. Parallelly Indian raw cotton prices which had largely remained at par or lower than international raw cotton prices in past, were at 20-25% higher than international prices in FY22-23 resulting in decline in the competitiveness of Indian spinners amidst restrictions on raw cotton import. The raw cotton prices remained firm on higher prices and mills were not able to import raw cotton from other countries as Indian Government had imposed 11% import duty on raw cotton. Entire textile industry was impacted by these major fluctuation. Due to the increase in Raw cotton prices our profit margin were reduced during the FY 2022-23. Further, although the raw cotton was cheaper internationally, we were not able to procure raw cotton at cheaper price due to the import duty imposed on Raw cotton during that period. For more clarity of the situation in FY 2022-23 attaching the link of article by The Times of India (https://timesofindia.indiatimes.com/city/ahmedabad/gujarat-cotton-yarn-exports-plunge-59-to-historic-low-in-1sthalf/articleshow/95328023.cms), CNBC(https://www.cnbctv18.com/market/commodities/textile-mills-struggle-as-cotton-price-hits-11-year-high-13447102.htm). Also the entire cotton Yarn Mills were having the same impact on there profit as Avi Ansh Textile Limited, hereby stating some of our peers name for reference DCM Nouvelle Limited, Sutlej Textiles and industries Limited, Ginni Filaments Limited and more.

Because of the above stated reason In Year 2022-23 the company experienced major dip in the profitability, as the company was producing finished goods from highly priced raw material.

In December 2023 the Company has earned Restated profit after tax of Rs. 212.48 Lakhs Due to below mentioned reasons:-

- 1. This was so because the company introduced the new segment of knitting and added 20 knitting machines in its shed area. This comes under part of the strategic decision of the company to vertically integrate itself and and enter into the value added items to improve the profitability of the company.
- 2.The company gained profits from the knitting division as it generated revenue of 23Cr during 9 months. With in house spinning and knitting the company saved the costs of packing, freight, logistics and other overhead costs, as well as the dealer's commission of 2.5% which is there in spinning Unit. Also the lead time gets reduced in the knitting division as the yarn is continuously available from the spinning division which led to the higher profitability of the company.
- 3.The company is not only providing greige fabric but also dyed fabric to the customer. In Knitting division the company has tie ups with the dyeing vendors, with dyed fabrics comes added responsibility and hence the margins are higher in dyed fabrics. Since, The Process of knitting and dyeing usually takes 30-45 days, hence the knitted fabric stock of around one month stays in the transit with the company. With each vertical integration from yarn procurement to dyeing the company is earning profits on each process. Thus the cumulative profits of each process leads to higher profitability in the fabric division.
- 4.During the 9M ending 31st Dec 2023, the raw cotton prices declined further by ~25% compared to average raw cotton prices in FY2023, on account of a weak operating environment. Due to this the margins have improved in cotton yarn manufacturing as compared to previous year. During the stub period the cotton prices remained competitive with international cotton prices, hence the import duty does not stand any significant importance even though import duty remains in effect during the stub period.
- 5. Further, the new Crop of Raw cotton comes in the period of September and it is company's strategy to stock the cotton for 2-3 month as the fresh cotton crop is of premium quality as well as the cheapest during this time. This leads to the enhancement of the profit margin in production of cotton yarn as the cotton prices shoot up during the last three months of the cotton season(jul-sep).

SECTION VII - LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS

'LITIGATION INVOLVING PROMOTER

2. Cases filed against Promoters

1. Criminal Proceedings:

JANMESH JAIN VS M/S AVI ANSH TEXTILE

Court Name: In the office of SHO, PS: RAJTALAB, BANSWARA

Case no.: I.R.O Petition no. 204/2023

Fact of the case: That a complaint was made by Mr Janmesh Jain against Mr. Anil Kumar Jain, Promoter of the company in connection with business dealing with Shree jee Trading.

Brief of the case: Cross Complaints have been made by directors of aviansh textile and directors or representatives of shreejee trading.

Current Stage: Reply by directors of company has been made to complaint raised by Mr Janmesh Jain

Next date of Hearing: Not Applicable

2. Actions taken by Statutory/Regulatory Authorities

There are no Statutory/Regulatory action taken Against Promoters.

3. Tax Proceedings

There are no Tax Proceedings proceedings initiated Against Promoters.

4. Other Material Litigations

There are no other material litigation initiated Against promoters.

Cases filed by Promoters

1. Criminal Proceedings

There are no outstanding criminal proceedings initiated By Promoters.

2. Other Material Litigations

There are no Material Litigation proceedings initiated By Promoters.

'LITIGATION INVOLVING DIRECTORS'

Cases filed against Directors

1. Criminal Proceedings:

JANMESH JAIN VS M/S AVI ANSH TEXTILE

Court Name: In the office of SHO, PS: RAJTALAB, BANSWARA

Case no.: I.R.O Petition no. 204/2023

Fact of the case: That a complaint was made by Mr Janmesh Jain against Anil Kumar Jain, Director of the company in connection

with business dealing with Shree jee Trading.

Brief of the case: Cross Complaints have been made by directors of Avi Ansh Textile and directors or representatives of Shree Jee Trading.

Current Stage: Reply by directors of company has been made to complaint raised by Mr Janmesh Jain

Next date of Hearing: Not Applicable

2. Actions taken by Statutory/Regulatory Authorities

There are no Statutory/Regulatory action taken Against Directors.

3. Tax Proceedings

There are no Tax Proceedings proceedings initiated Against Directors.

4. Other Material Litigations

There are no other material litigation initiated Against Directors.

Cases filed by Directors

1. Criminal Proceedings

There are no outstanding criminal proceedings initiated By Directors.

2. Other Material Litigations

There are no Material Litigation proceedings initiated By Directors.

'LITIGATION INVOLVING GROUP COMPANIES

1. Criminal Proceedings:

There are no Criminal Proceedings initiated Against Group Companies.

2. Actions taken by Statutory/Regulatory Authorities

There are no actions taken by Statutory/Regulatory Authorities against Group Companies

3. Tax Proceedings

There are no Tax Proceedings initiated Against Group Companies.

4. Other Material Litigations

There are no other material litigation against Group Companies.

GOVERNMENT AND OTHER STATUTORY APPROVALS

Except as mentioned below, our Company has received the necessary consents, licenses, permissions, registrations and approvals from the Central and State Governments and other government agencies/ regulatory authorities/ certification bodies required to undertake the Offer or continue our business activities and no further approvals are required for carrying on our present or proposed business activities. It must, however, be distinctly understood that in granting the above approvals, the Government of India and other authorities do not take any responsibility for the financial soundness of our Company or for the correctness of any of the statements or any commitments made or opinions expressed in this behalf. Unless otherwise stated, these approvals are all valid as of the date of this Draft Prospectus.

For details in connection with the regulatory and legal framework within which we operate, see the section titled "Key Industrial Regulations and Policies" at page 122 of this Draft Prospectus. The main objects clause of the Memorandum of Association of our Company and the objects incidental, enable our Company to carry out its activities.

The Company has got following licenses/ registrations/ approvals/ consents/ permissions from the Government and various other Government agencies required for its present business.

B. INDUSTRIAL AND LABOUR LAW RELATED APPROVALS:

Sr. No	Description	Applicable laws	Authority	Registration number	Date of Certificat e	Date of Expiry
1.	Fire Safety Certificate	The Punjab Fire Prevention and Fire Safety Act, 2004	Punjab Fire Services	1502-89403- FIRE/67109	23-April- 2024	22-April-2025

<u>Note:</u> The Company has all the necessary licences/permissions from the competent authority in order for it carry out its business operations in a legal manner.