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## INTERIORS & MORE LIMITED

Corporate Identification Number: U74120MH2012PLC233915

Our Company was originally incorporated on July 30, 2012 as a Private Limited Company as “Interiors & More Private Limited” under the provisions of the Companies Act, 1956 with the Registrar of Companies, Maharashtra, Mumbai. Subsequently, pursuant to a Special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on October 31, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to ‘Interiors & More Limited’ and a Fresh Certificate of Incorporation consequent to Conversion was issued on January 06, 2023 by the Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74120MH2012PLC233915.

**Registered Office:** Office No.7, Ground Floor, Kumtha Street, Off. Shahid Bhagat Singh Road, Ballard Estate, Fort Mumbai G.P.O., Mumbai, Maharashtra, India, 400001

**Contact Person:** Ms. Kuntal Pankaj Sharma, Company Secretary and Compliance Officer;

**Email Id:** info@inm.net.in; **Tel No:** 022-47499811; **Website:** www.inm.net.in.

**OUR PROMOTERS: MR. MANISH MOHAN TIBREWAL, MR. RAHUL JHUNJHUNWALA, MS. EKTA TIBREWAL, MS. PUJA JHUNJHUNWALA AND MS. REENA JHUNJHUNWALA**

### DETAILS OF THE OFFER

INITIAL PUBLIC OFFER OF UPTO 18,50,000\* EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH (“EQUITY SHARES”) OF INTERIORS & MORE LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹ [●] LAKHS (“THE ISSUE”). THE ISSUE SHALL CONSTITUTE [●]% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE ISSUE INCLUDES A RESERVATION OF UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS 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 UPTO [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS (THE “NET ISSUE”). THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN [●] EDITION OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER) AND [●] EDITION OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER, AND MUMBAI EDITION OF [●], A MARATHI REGIONAL NEWSPAPER (MARATHI BEING THE REGIONAL LANGUAGE OF MUMBAI WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID / ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“NSE EMERGE”) FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE.

*\*Subject to finalization of the Basis of Allotment.*

### ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED OCTOBER 10, 2023 (THE “DRAFT RED HERRING PROSPECTUS”):



**NOTICE TO INVESTORS (THE “ADDENDUM”):** This is with reference to the DRHP dated October 10, 2023, filed by the Company with Emerge Platform of National Stock Exchange of India Limited (“NSE Emerge”). Potential Investors may note that, our Company has undertaken to incorporate the additions / modifications (reproduced in ‘italics’) provided below and the relevant information and details reflected in the DRHP shall stand updated accordingly:

1. **The Following Changes or Updation has been incorporated under the chapter “Risk Factors” of the Draft Red Herring Prospectus.**
  - a) Under the head Risk Factors on Page no. 33, Risk Factors No. 5, 6, 7, 11, 22, 26, 28 has been updated and few risk factors have been added.

2. ***The Following Changes or Updation has been incorporated under the chapter “General Information” of the Draft Red Herring Prospectus***
  - a) *The reason for change in Auditor has been disclosed on page no 54 of DRHP.*
3. ***The Following Changes or Updation has been incorporated under the chapter “Object of the Issue” of the Draft Red Herring Prospectus.***
  - a) *Rectification of name of lender on Page no. 78 of the DRHP has been updated.*
  - b) *“Basis of estimation of working capital” has been updated on page no 78 of DRHP.*
4. ***The Following Changes or Updation has been incorporated under the chapter “Our Business” of the Draft Red Herring Prospectus.***
  - a) *The Our Business Chapter has been updated from page no 102-116 of DRHP,*
5. ***The Following Changes or Updation has been incorporated under the chapter “Our Management” of the Draft Red Herring Prospectus.***
  - a) *Updated the Profile under the heading “Our Management” under the head “Brief profile of our Directors” on page no. 127 of the DRHP.*
  - b) *Updated the reason for resignation / cessation of Directors and KMPs on page 147 of DRHP.*
6. ***The Following Changes or Updation has been incorporated under the chapter “Management’s Discussion And Analysis of Financial Condition And Results of Operations” of the Draft Red Herring Prospectus.***
  - a) *Details of total volume, product wise total revenue, increase in geographical presence, total revenue from operations has been updated on page no. 169 of DRHP.*
7. ***The Following Changes or Updation has been incorporated under the chapter “Statement of Financial Indebtedness” of the Draft Red Herring Prospectus.***
  - a) *Name of lender has been updated under the head “Unsecured Loan” on page no. 181 of DRHP.*
8. ***The Following Changes or Updation has been incorporated under the chapter “Outstanding Litigations and Material Developments” of the Draft Red Herring Prospectus.***
  - a) *Information has been added under the head “Litigations Against Our Company: on page no. 183 of DRHP.*
9. ***The Following Changes or Updation has been incorporated under the chapter “Government and other statutory approvals” of the Draft Red Herring Prospectus.***
  - a) *Information has been updated under the head “Eligibility for the issue” on page no. 200 of the DRHP.*
10. ***The Following Changes or Updation has been incorporated under the chapter “Annexure A” of the Draft Red Herring Prospectus.***
  - a) *Under Disclosures pertaining to the BRLM's track record on past issues as disclosed on page no. 287, break-up on handling of SME IPOs and Main Board IPOs is added.*

*The information in this Addendum supplements and updates the information in the Draft Red Herring Prospectus, as applicable, and the aforementioned changes are to be read in conjunction with the Draft Red Herring Prospectus. Accordingly, appropriate references in the Draft Red Herring Prospectus stand updated pursuant to this Addendum. Unless further updated, the changes pursuant to this Addendum, including the consequent changes to the relevant portions of the sections “Risk Factors”, “General Information”, “Object of the Issue”, “Our Business” “Our Management”, “Management’s Discussion and Analysis of Financial Condition and Results of Operations”, “Statement Of Financial Indebtedness”, “Outstanding litigations and material developments”, “Government And Other Statutory Approvals”, “Other Regulatory And Statutory Disclosures” and “Declaration” beginning on pages 33,54,78, 102-116, 147, 169,181,183,200 and 287, respectively, of the Draft Red Herring Prospectus, as a result of the abovementioned changes, there will be suitable updating in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, the SEBI and the Stock Exchange(s). However, this Addendum does not reflect all the changes that have occurred between the date of filing of the Draft Red Herring Prospectus with the Stock Exchange(s) and SEBI the date hereof, and accordingly does not include all the changes and / or updates that will be included in the Red Herring Prospectus and the Prospectus. Please note that the information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent stated in this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchange(s). Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision and should read the Red Herring Prospectus, as and when it is filed with the RoC, the SEBI and the Stock Exchange(s) before making an investment decision with respect to the Offer.*

*The above additions are to be read in conjunction with the DRHP and accordingly their references in the DRHP stand amended pursuant to this Addendum to the DRHP. The information in this Addendum supplements the DRHP and updates the information in the DRHP, as applicable. However, please note that this Addendum does not reflect all the changes that have occurred between the date of filing of the DRHP and the date thereof, and the information included in the DRHP will be suitably updated, including to the extent stated in this Addendum to the DRHP, as may be applicable in the Updated Draft Red Herring Prospectus, Red Herring Prospectus and the Prospectus, as and when filed with ROC, SEBI and the Stock Exchange.*

<p><i>Place: Mumbai</i>  <i>Dated: January 30, 2024</i></p>	<p><i>For and on behalf of</i> <b>INTERIORS &amp; MORE LIMITED</b></p> <p style="text-align: right;"><i>Sd/-</i>  <b>Kuntal Pankaj Sharma</b>  <i>Company Secretary and Compliance Officer</i></p>
<p><b>BOOK RUNNING LEAD MANAGERS TO THE OFFER</b></p>	<p><b>REGISTRAR TO THE OFFER</b></p>
 <p><b>GRETEX CORPORATE SERVICES LIMITED</b>  A-401, Floor 4th, Plot FP-616, (PT), Naman Midtown, Senapati Bapat Marg, Near Indiabulls, Dadar (West), Mumbai – 400013.  <b>Tel No.:</b> +91 96532 49863  <b>Email:</b> info@gretexgroup.com  <b>Website:</b> www.gretexcorporate.com  <b>Contact Person:</b> Mr. Ravi Bombarde  <b>SEBI Registration No:</b> INM000012177  <b>CIN:</b> L74999MH2008PLC288128</p>	 <p><b>BIGSHARE SERVICES PRIVATE LIMITED</b>  S6-2, 6<sup>th</sup> Pinnacle Business Park, Mahakali Caves Road, next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India  <b>Tel No.:</b> +91 – 22 – 6263 8200; <b>Fax No.:</b> +91 – 22 – 6263 8299 <b>E-mail:</b> ipo@bigshareonline.com  <b>Investor Grievance E-mail:</b> investor@bigshareonline.com  <b>Website:</b> www.bigshareonline.com  <b>Contact Person:</b> Mr. Sagar Pathare  <b>SEBI Registration No.:</b> INR000001385  <b>CIN:</b> U99999MH1994PTC076534</p>

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## RISK FACTORS

In the Chapter “Risk Factors” Risk factor no. 5, 6, 7, 11, 22, 26 and 28 are being modified and we shall add the revised risk factors in RHP as given below:

### INTERNAL RISKS

#### A. BUSINESS RELATED RISKS

4. *Our Company had undertaken business activities in the past, which was not a part of Main Object clause of the MOA of the Company. Further, rectification in the MOA has been done. However, the Company may be subjected to penalties for any of our past actions in this respect.*

Our Company has been doing in-house manufacturing since the financial year 2021-22 without having obtained approval of the shareholders of the Company in this respect and having the same inserted in the main object clause of the Company, thus violating the provisions of Section 4(1)(c) of the Companies Act, 2013. Although our Company have vide shareholders resolution dated September 22, 2023, inserted the above activities in the main object clause of the Company. Further, we have not received any show cause notice or have been levied with any penalty in respect of above non-compliance nor have been sued by any of our dealers for dealing in with them in respect of business activities not included in the Main Object Clause of the MOA, we are not sure that any penalty in this respect shall not be levied on us or at all and that any such non-compliance shall not occur in future. Further our Company, vide a resolution passed in the meeting of the Board of Directors held on October 05, 2023, to file for an application for compounding of the above non-compliance, and accordingly, the Company has filed E-Form GNL-1 wide SRN: F66510082, application for Compounding with Registrar of Companies on October 09, 2023. The said application is still under process with ROC.

5. *The holding period of our inventories of raw-materials, stock-in-trade and finished goods is around 350-500 days.*

Our company is engaged in manufacturing and trading of Artificial Flowers, Artificial grass, Artificial Plants & leaves, Assorted Vases, and Decorative and other decorative materials where we do in-house manufacturing, assembly of various parts into one finished goods and trading of finished goods. It normally takes 30-45 days to convert raw materials into finished goods. However, our company maintains a very wide variety of products for business considering the requirements from various customers therefore it takes around 350-700 days to sell the finished products and stock-in-trade based on the market demand for the products. This will lead to higher working capital requirements at all times. Inability to clear the inventory at any point of time in future may affect the profitability of our company. Also, maintaining high inventory may increase incidental cost of storage, insurance, etc. which might affect the profitability of our company. Any loss of inventory due to theft, change in trend or non-moving or dead-stock or any other unforeseen circumstances may impact the business adversely. The details of our inventory for the last 3 financial year and stub period is as follows:

(₹ in Lakhs)				
Particulars	June 30, 2023	FY23	FY22	FY21
Artificial Flowers	658.29	628.60	296.75	377.65
Artificial grass	45.53	49.20	39.61	68.20
Artificial Plants & leaves	727.98	604.44	455.46	190.34
Assorted Vases	58.81	64.28	68.43	84.73
Decorative	356.30	362.94	352.71	139.11
Other	4.52	4.73	23.46	41.41
<b>Total</b>	<b>1851.42</b>	<b>1714.20</b>	<b>1236.41</b>	<b>901.44</b>

6. *Our Company is dependent on various kinds of Supplier for the supply of raw materials, services and finished good.*

Our inventories include items such as fountains, Artificial candles, Chandeliers, Vases made of Wood, glass, ceramics and metals. Wedding props such as decorative backgrounds, Assorted flowers, Artificial Green Grass, fountains.

Our business is significantly affected by the availability, cost and quality of the raw materials and bought out items, which we procure from within the country and outside country i.e. from China (States / Province – Hongkong, Zhangjiagang, Hunan, Taijin and Zhejiang).

The prices and supply of raw materials and bought out items depend on factors not under our control, including domestic and international general economic conditions, competition, availability of quality suppliers, production levels, transportation costs and import duties. Although we may enter into back-to-back supplier contracts or provide for price contingencies in our contracts to limit our exposure, if, for any reason, our primary suppliers of raw materials and bought out items should curtail or discontinue their delivery of such materials to us in the quantities we need, provide us with raw materials and bought out items that do not meet our specifications, or at prices that are not competitive or not expected by us, our ability to meet our material requirements for our events could be impaired, our production schedules could be disrupted and our results of operations and business could suffer. Further, we depend on few suppliers who cater to a significant part of our business needs. If any of our key suppliers for a particular project is unable to continue providing the raw materials and bought out items we need, at prices and on terms and conditions we consider acceptable, we will be required to obtain these items from other suppliers and our results of operations and business could suffer as a result.

**10. There are outstanding legal proceedings involving our Company, Promoters and Directors. Any adverse decision in such proceeding may have a material adverse effect on our business, results of operations and financial condition.**

There are certain legal proceedings which are pending at different levels of adjudication before various courts, tribunals, enquiry officers, and appellate authorities. Further, there are Income Tax Proceedings pending against our Promoters and Directors of which some notices are not available with them nor are available on the website of Income Tax. We cannot provide assurance that these legal proceedings will be decided in our favour. Any adverse decisions in any of the proceedings may have a significant adverse effect on our business, results of operations, cash flows and financial condition. For the details of the cases please refer the chapter titled “*Outstanding Litigations and Material Developments*” beginning on page no. **Error! Bookmark not defined.** of this Draft Red Herring Prospectus A summary of the pending civil and other proceedings involving Our Company is provided below:

A classification of legal proceedings is mentioned below:

(₹ in Lakhs)		
Nature of Cases	Number of Cases	Amount Involved
<b>Issuer Company – Interiors &amp; More Limited</b>		
Direct Tax		
E-Proceedings	1	Not Ascertainable
Outstanding Demand	2	0.32
<b>Promoters</b>		
<b>Rahul Jhunjhunwala</b>		
Direct Tax		
E-Proceedings	1	Not Ascertainable
<b>Manish Mohan Tibrewal</b>		
Direct Tax		
Outstanding Demand	3	0.50
<b>Ekta Tibrewal</b>		
Direct Tax		
E-Proceedings	2	Not Ascertainable
Outstanding Demand	2	0.09
<b>Reena Jhunjhunwala</b>		
Direct Tax		
E-Proceedings	1	Not Ascertainable
<b>Puja Jhunjhunwala</b>		
Direct Tax		
E-Proceedings	1	Not Ascertainable
<b>Directors (Other than Promoters)</b>		
<b>Gopal Tharad</b>		
Direct Tax		
E-Proceedings	1	Not Ascertainable
Outstanding Demand	1	0.39
<b>Rupa Lachhiramka</b>		
Direct Tax		

E-Proceedings	1	Not Ascertainable
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*\*To the extent quantifiable excluding interest and penalty thereon*

For further details of litigation proceedings, please refer the chapter titled “**Outstanding Litigations and Material Developments**” on page **Error! Bookmark not defined.** of this Draft Red Herring Prospectus.

**11. We require a number of approvals, NOCs, licenses, registrations and permits in the ordinary course of our business. Some of the approvals are required to be obtained by our Issuer Company and any failure or delay in obtaining the same in a timely manner may adversely affect our operations.**

We require several statutory and regulatory permits, licenses, and approvals to operate our business. Many of these approvals are granted for fixed periods of time and need renewal from time to time. Presently, we have applied for updating licenses and approvals in the name of “Interiors & More Limited” instead of “Interiors & More Private Limited”. Also, we are yet to receive and renew several approvals and licenses. Non-obtaining or non-renewal of the said permits and licenses would adversely affect our Company’s operations, thereby having a material adverse effect on our business, results of operations and financial condition. Further we require to keep already obtained valid key approvals such as Tax Registrations, Shops and Establishment Act License, for running our operations in a smooth manner. Our Company has applied for NOC / Consent to establish and operate under the Water (Prevention & Control of Pollution) Act, 1974 and the Air (Prevention & Control of Pollution) Act, 1981 for Factory Unit 2 having address at Shed No. C1B / 718, GIDC, Umbergam, Valsad, Gujarat, 396171. The Company didn’t receive application number yet.

There can be no assurance that the relevant authorities will issue any of such permits or approvals in the timeframe anticipated by us or at all. Some of our permits, licenses and approvals are subject to several conditions and we cannot provide any assurance that we will be able to continuously meet such conditions or be able to prove compliance with such conditions to the statutory authorities, which may lead to the cancellation, revocation or suspension of relevant permits, licenses, or approvals. Any failure by us to apply in time, to renew, maintain or obtain the required permits, licenses or approvals, or the cancellation, suspension, or revocation of any of the permits, licenses or approvals may result in the interruption of our operations and may have a material adverse effect on the business. For further details, please see chapters titled “Key Industry Regulations and Policies” and “Government and Other Statutory Approvals” on pages 117 and 189 respectively of this Draft Red Herring Prospectus.

*The numbering of the Risk factor no. 28 has been updated to Risk factor no. 15 as given below:*

**15. We are dependent on third party vendors for delivery of materials required to us from our suppliers and delivery of our products to our clients. Any failure on part of such vendors to meet their obligations could have a material adverse effect on our business, financial condition and results of operation.**

We are engaged in the business of manufacturing of Artificial Flowers. We also required certain materials which we source from third party vendors. Our success depends on the smooth supply and transportation of the various materials required for our projects delivering to our customers which are subject to various uncertainties and risks. In addition, these materials may be lost or damaged in transit for various reasons including occurrence of accidents or natural 36 disasters. There may also be delay in delivery of raw materials which may also affect our business and our results of operation adversely. A failure to maintain a continuous supply of materials in an efficient and reliable manner could have a material and adverse effect on our business, financial condition and results of operations.

**23. There are certain discrepancies / errors noticed in some of our corporate records relating to forms filed with the Registrar of Companies and other provisions of Companies Act, 1956 / 2013. Any penalty or action taken by any regulatory authorities in future for non-compliance with provisions of corporate and other law could impact the financial position of the Company to that extent.**

The Company has generally complied with certain statutory provisions and there are the following discrepancies have been mentioned in the forms filed by the company with the Registrar of Companies under provisions of Companies Act, 2013 / 1956. There was Delay in submission of E-Form for Auditor Appointment pursuant to Companies Act, 1956 / 2013 in respect of Appointment of auditor for the financial year 2013-14. We have paid the late fees amount under Companies Act, 2013 and for other non-compliance wherever required. Provisions of SS-1 and SS-2 of the Companies Act, 2013 were generally complied by the company at the time of preparation of the documents for filling of forms. Further, the Company is complying with the said regulation post identification of the same. There was delay in filing of E-Form MGT-14 for the Shareholder Resolution passed w.r.t Section 180(1)(c) of Companies Act, 2013 dated May 27, 2016 and MGT-14 for the Shareholder

Resolution passed w.r.t Section 63(3) of Companies Act, 2013 dated February 21, 2019. We have paid the penalty amount under Companies Act, 2013 and for other non-compliance wherever required. There was also Delay in filing of E-Form PAS-3 for the allotment dated March 12, 2019. We have paid the necessary late fees for the same. The attachment in the Form PAS-3 filed on January 11, 2021 with respect to the Right Issue has a typographical error in the section as per Companies Act, 2013 of the right issue. However, the allotment is as per the provisions of the law. There has been delay in filing E-Form DIR-12 for the appointment of Mr. Rahul Jhunjhunwala as the Non- Executive director. The regularization form filed for appointment of Mr. Rahul Jhunjhunwala has a typographical error. However, the attachments in the E-Form are correct and the date of appointment is correctly reflecting on the master data of MCA.

There was delay in filing of E-Form CHG-1 pursuant to Section 77 of Companies Act, 2013 for creation of charge with regards to vehicle loan taken from Mahindra & Mahindra dated 30/11/22, HDFC bank dated 21/05/21, and Kotak Bank dated 01/07/22. The company failed to create charge on the said asset for the secured loan. Since the delay of filing E-form CHG-1 for beyond 120 days from creation of charge cannot be registered with ROC. Also, no objection has been raised by the bankers from whom the secured loan was taken. However, as on date our company has repaid the below mentioned loans and the Company has received NOCs from HDFC bank and Kotak Bank Prime and yet to receive NOC from Mahindra & Mahindra Finance Service Limited.

Although no notices have been issued upon our Company yet but there may be instances where by notices may be issued to our company and fines or penalties may also be imposed upon our Company, which may adversely affect our administration from compliance perspective. There can be no assurance that no penal action will be taken against us by the regulatory authorities with respect to the non-compliances. If any adverse actions are taken against us, our financial results could be affected. Additionally, we have strengthened our internal compliance system by introducing the 'Maker Checker' System and have undertaken steps to update the internal database with latest circulars and amendments to ensure future compliance. In the event the Company fails to submit the requisite disclosures to the regulators in the future, then the Company may be penalised by the regulators and the same may affect our results of operations.

***The numbering of the Risk factor no. 52 has been updated to Risk factor no. 25 as given below:***

**25. The deployment of funds raised through this Issue shall not be subject to any Monitoring Agency and shall be purely dependent on the discretion of the management of Our Company.**

Since, the Issue size is less than ₹10,000 Lakhs, there is no mandatory requirement of appointing an Independent Monitoring Agency for overseeing the deployment of utilization of funds raised through this Issue. The deployment of these funds raised from this Issue, is hence, at the discretion of the management and the Board of Directors of Our Company and Our Company's management will have flexibility in applying the proceeds of the Issue and will not be subject to monitoring by any independent agency. The fund requirement and deployment mentioned in the Objects of the Issue is based on internal management estimates and have not been appraised by any bank or financial institution. Any inability on our part to effectively utilize the Issue proceeds could adversely affect our financials. However, our Audit Committee will monitor the utilization of the proceeds of this Issue and prepare the statement for utilization of the proceeds of this Issue. Also, in accordance with Section 27 of the Companies Act, 2013, a company shall not vary the objects of the Issue without the Company being authorized to do so by our shareholders by way of special resolution and other compliances as applicable in this regard. Our Promoters and controlling shareholders shall provide exit opportunity to such shareholders who do not agree to the proposal to vary the objects, at such price, and in such manner, as may be prescribed by SEBI, in this regard.

**27. Delay in delivery of the products due to breakdown of machinery.**

Any breakdown or defect in the machinery and / or the equipment used for the purpose of our manufacturing process may delay the production process as a whole and result in missing deadlines in delivery of product if we are able to repair the machines or replace it within relevant timelines. Any such delays may have an adverse effect on the business of the Company. However, there has been no such instances faced by the Company in the past. Further to avoid to any such instances the Company has employed two operators to supervise the smooth functioning and repair or breakdown of machinery installed in the manufacturing unit in the company. The Company has also installed generators to avoid power failure. The Company ensures bulk manufacturing of products to cover any downfall or malfunctioning of machineries.

***Following Risk Factors shall be added in RHP:***



- **There are certain delays in filing returns with Certain Government Authorities. Any penalty or action taken by any regulatory authorities in future for non-compliance with provisions of relevant act could impact the financial position of our Company to that extent.**

We have delayed in filing of GST Returns and depositing the EPF with the concerned offices of the departments on few instances and have accordingly been subjected to penalty and interest for delayed deposit of tax. While no- show cause notice has been issued against our Company till date, in the event of any cognizance being taken by the concerned authorities in respect of above errors and delays in filings, actions may be taken against our Company and its directors, which could impact our business and financial performance.

- **The COVID-19 pandemic has had, and is expected to have, a material adverse effect on the travel industry and our business, financial condition, results of operations and cash flows.**

The outbreak of the COVID-19 pandemic, its continuing impact and recent developments, as well as government measures to reduce the spread of COVID-19, have had a substantial impact on our business and operations since early 2020. In response to the pandemic, governments around the world have implemented measures such as travel restrictions, quarantines, shelter-in-place orders, border closures and other measures that have had, and will continue to have, if these measures are extended or re-introduced, a significant negative on our ability to source raw materials, manufacture / distribute products and export efficiently.

As a result of the COVID-19 pandemic, our revenue from operations were subject to volatility and fluctuation, primarily due to the temporary disruptions in certain of our suppliers', super-stockists' and distributors' business operations caused by the COVID-19 outbreak and due to closure of education institutions. For details, see "Management's Discussion and Analysis of Financial Condition and Result of Operations—Unusual or Infrequent Events or Transactions—Impact of the COVID-19 pandemic".

During the initial lockdowns, our manufacturing facilities were shut down for more than 60 days and were operational intermittently for two months. Our offices were closed for a month and became operational gradually, only after such restrictions were relaxed by the local governments. The spread of COVID-19 has caused us to modify our business practices (including stricter credit and cost control), and we may take further actions in the future if the same is required by government authorities or is determined to be in the best interests of our employees, distributors, customers and suppliers. Resurgence of the virus or a variant of the virus may cause significant economic disruption in India and the rest of the world as well as potential reimpositions of lockdowns which could give rise to a recessionary economic scenario of uncertain duration in India and globally. These measures have impacted and may have a further impact on our business, financial situation and operations.

Moreover, existing insurance coverage may not provide sufficient protection for all the costs that may arise from all such possible events. The global macroeconomic effects of the COVID-19 pandemic and related impact on demand for our products may potentially persist for an indefinite period, even after the COVID-19 pandemic has subsided. Despite the declining effect of COVID-19, the full extent of its impact on our business, financial position, and results of operations may not be known for an extended period and will depend on future developments, many of which are outside of our control, including the evolution, duration and spread of the COVID-19 pandemic, the availability and effectiveness of the COVID-19 vaccines, and related potential unpredictable actions to be taken by state, local and international governments. If the pandemic worsens, the potential adverse impacts of the pandemic could be prolonged and may become severe. The fluidity of this situation limits our ability to predict the ultimate impact of the COVID-19 on our business, financial condition, performance and productivity as well as on our employees, distributors, customers and suppliers, which could be material.

- **Unsecured loans taken by our Company from certain Directors and other related parties of the Company may be recalled at any time.**

As of June 30, 2023, we have outstanding unsecured loans aggregating to ₹312.21 lakh taken by our Company from certain Directors and their relatives for business purposes, repayable on demand. While, as on date, neither the loan arrangement has been terminated nor the outstanding amounts have been called to be repaid by the relevant parties, there can be no assurance that such parties will not recall the outstanding amount (in part, or in full) at any time. We intend to repay the said loan in due course, however, any failure to service such indebtedness, or discharging any obligations thereunder could have a material adverse effect on our business, financial condition and results of operations. For further details, see "Financial Indebtedness" on page 181 of Draft Red Herring Prospectus.

- **We have historically derived, and may continue to derive, a significant portion of our income from our top 5 customers.**

Our top 5 customers represented 41.68% and 43.53% of our revenue from operation for three months period ended June 30, 2023 and Fiscal 2023, respectively. We have not entered into long terms agreements with our customers and the success of our business is accordingly significantly dependent on customers loyalty towards our products and brand. The actual sales by our Company may differ from the estimates of our management due to the absence of long term agreements. The loss of one or more of these significant or key customers or a reduction in the amount of business we obtain from them could have an adverse effect on our business, results of operations, financial condition and cash flows. We cannot assure you that we will be able to maintain historic levels of business and / or negotiate and execute long term contracts on terms that are commercially viable with our significant customers or that we will be able to significantly reduce customer concentration in the future.

(₹ in Lakhs)

<b>Total Revenue</b>	<b>June 30, 2023</b>	<b>FY23</b>	<b>FY22</b>	<b>FY21</b>
Top 5	174.45	1082.08	123.47	158.72
Top 10	193.47	1305.16	175.49	207.43
Top 5 (%)	41.68%	43.53%	12.48%	24.70%
Top 10 (%)	46.22%	52.51%	17.74%	32.37%

- **We have historically derived, and may continue to derive, a significant portion of our supply from top 5 Suppliers.**

(₹ in Lakhs)

<b>Total Purchase</b>	<b>June 30, 2023</b>	<b>FY23</b>	<b>FY22</b>	<b>FY21</b>
Top 5	210.46	933.95	137.93	199.89
Top 10	224.98	1000.81	147.77	209.85
Top 5 (%)	59.11%	59.15%	17.39%	58.94%
Top 10 (%)	63.19%	63.39%	18.63%	61.87%

Our top 5 suppliers represented 59.11% and 59.15% of our cost of purchases for three months period ended June 30, 2023 and Fiscal 2023, respectively. We have not entered into long terms agreements with our suppliers and the success of our business is accordingly dependent significantly on business terms and conditions with them, which may be affected in future based on our relationship with them. The actual purchases by our Company may differ from the estimates of our management due to the absence of long-term agreements. The loss of one or more of these significant or key suppliers or a reduction in the amount of supplies we obtain from them could have an adverse effect on our business, results of operations, financial condition and cash flows. We cannot assure you that we will be able to maintain historic levels of business and / or negotiate and execute long term contracts on terms that are commercially viable with our significant suppliers or that we will be able to significantly reduce supplier concentration in the future.

- **We have historically derived and may continue to derive Significant portion of our revenue from operations B2B & B2C category of customers**

Our primary source revenue from operation is derived from B2B & B2C category of customers. We have not entered into any long-term contracts or agreements with any of our customers which may lead to discontinuance of business with such customers in future and hence we are not sure about future revenue that can be potentially generated from such customers.

The revenue bifurcation for past three years and stub period for B2B & B2C sales are as follows:

(₹ in Lakhs)

<b>Particulars</b>	<b>For the period ended June 30, 2023</b>	<b>For the financial year ended March 31, 2023</b>	<b>For the financial year ended March 31, 2022</b>	<b>For the financial year ended March 31, 2021</b>
B2B	359.03	2116.23	622.92	478.05
B2C	59.56	369.43	366.24	164.68
Total	418.59	2485.66	989.16	642.73

- **Negative cash flow from operating activities in the last three financial years as required under 5 (G) (27) of schedule VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.**

We had negative cash flows generated from operating activities for Fiscals 2022 and 2021 of ₹ 95.11 lakh and ₹ 633.40lakh, respectively, and we may experience negative cash flows from operating activities in the future.

The table below sets forth a summary of our statement of cash flows for the three months period ended June 30, 2023 and 2022 and Fiscals 2023, 2022 and 2021.

		(₹ in Lakhs)			
PARTICULARS		For the period ended 30.06.2023	For the year ended 31.03.2023	For the year ended 31.03.2022	For the year ended 31.03.2021
A	<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>				
	Net Profit before tax	38.61	794.14	143.34	60.17
	Depreciation & Amortisation	13.66	50.38	35.36	23.52
	Interest Paid	23.08	143.47	90.92	42.44
	Interest Income	(3.37)	(9.51)	(7.97)	(3.99)
	Changes in long term provision of employee benefit	3.42	1.84	2.86	1.99
	<b>Operating Profit before Working Capital Changes</b>	<b>75.39</b>	<b>980.32</b>	<b>264.50</b>	<b>124.13</b>
	<b>Adjusted for:</b>				
	Inventories	(140.39)	(513.93)	(334.98)	(1.04)
	Trade receivables	27.07	(630.40)	57.43	17.04
	Short Term Loans & Advances	(11.88)	(63.07)	11.72	83.42
	Other Current Assets	(24.19)	116.09	(28.11)	(88.82)
	Trade Payable	64.46	77.41	(34.80)	(727.43)
	Other Current Liabilities	66.08	198.13	(6.51)	(14.96)
	Short term provision	16.21	132.29	13.49	(9.27)
		<b>(2.64)</b>	<b>(683.49)</b>	<b>(321.76)</b>	<b>(741.05)</b>
	Cash generated / (used) From Operations	<b>72.75</b>	<b>296.83</b>	<b>(57.25)</b>	<b>(616.92)</b>
	Income Tax Paid	9.76	201.03	37.86	16.48
	<b>Net Cash generated / (used in) from Operating Activities (A)</b>	<b>63.00</b>	<b>95.79</b>	<b>(95.11)</b>	<b>(633.40)</b>

Our cash generated from operations before adjustments was positive in Fiscals 2022 and 2021 and it was primarily an increase in trade payables and an increase in inventories that resulted in us having net cash used in operating activities for Fiscals 2022 and 2021.

- **Our Company has contingent liability as disclosed in its financials, the said contingent liability if realized may have impact on the financials of the Company.**

We have certain contingent liabilities disclosed and not provided for as of June 30, 2023, which, if materialized, could have a material adverse effect on our business, financial condition and results of operations.

Set forth below is a table from our Restated Consolidated Financial Information showing our contingent liabilities for the Financial Years specified below:

		(₹ in Lakhs)		
Particulars	As on June 30, 2023	FY2023	FY2022	FY2021
Income Tax Demand	0.32	0.21	0.21	0.21
TDS Demand	1.15	1.15	0.72	0.29

We have made no provision for such contingent liabilities, which may become actual liabilities. In the event that any of our contingent liabilities become non-contingent, our business, financial condition and results of operations may be adversely affected. There can be no assurance that we will not incur similar or increased levels of contingent liabilities in the current

Financial Year or in the future. Also see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Contingent Liabilities” on page 163 of the Draft Red Herring Prospectus.

- **Our Company is subject to Fluctuation in foreign currency and our Company may be subject to risk associated with foreign currency fluctuations.**

We face foreign exchange risks that could materially and adversely affect our business, operations, prospects or financial results.

The company does not sell any product out of India and only purchase certain category of the products from outside India whose details are as below:

<i>(₹ in Lakhs)</i>				
<b>Particulars</b>	<b>As on June 30, 2023</b>	<b>FY2023</b>	<b>FY2022</b>	<b>FY2021</b>
Total Purchase	556.89	2581.16	1745.16	349.86
Purchase in Foreign Currency (USD)	1.83	9.77	4.80	2.39

As of June 30, 2023, our unhedged net foreign currency exposure was ₹1.83 lakh. Although we closely follow our exposure to foreign currencies and selectively enter into hedging transactions in an attempt to reduce the risks of currency fluctuations, these activities are not always sufficient to protect us against incurring potential losses if currencies fluctuate significantly. In addition, the policies of the RBI may also change from time to time, which may limit our ability to effectively hedge our foreign currency exposures and may have an adverse effect on our results of operations and cash flows. Any such losses on account of foreign exchange fluctuations may materially and adversely affect our business, cash flows, operations, prospects or financial results.

## GENERAL INFORMATION

In the chapter 'General Information', date of appointment of Laxminarayan & Co Chartered Accountants shall be incorporated.

### CHANGES IN AUDITORS DURING LAST THREE FINANCIAL YEARS

Except as mentioned below, there has been no change in the auditors of our Company during the last 3 years:

Sr. No	Date of Change	From	To	Reason for Change
1.	September 29, 2018 to January 09, 2023	Laxminarayan & Co Chartered Accountants, 701, Express Chamber, Opp Natraj Studio, Andheri Kurla Road, Andheri East, Mumbai- 400069, Maharashtra, India. Tel No.: 022-26848865 E-mail: laxmanhegde1@gmail.com Contact Person: L Hegde Membership No.: 046325	Gupta Agarwal & Associates Chartered Accountants, Imax Lohia Square, 23, Gangadhar Babu Lane, 3 <sup>rd</sup> Floor, Room No. 3A, Kolkata – 700012, West Bengal, India Tel No.: +91 98364 32639 E-mail: guptaagarwal.associate@gmail.com Contact Person: Mr. Jay Shanker Gupta Membership No.: 059535 Firm Registration No.: 329001E Peer Review No: 013306	For appointment of Statutory Auditor who is holding valid Peer Review Certificate

## OBJECT OF THE ISSUE

In the Chapter Object of the Issue under the head ‘Utilization of Net Fresh Issue Proceeds’, Below paragraphs shall be amended in RHP under following heads: -

- Repayment/ Prepayment of Certain Debt Facilities:** on page no. 78, it is stated that “The following table provides details of certain borrowings availed by our Company as on October 10, 2023, which our Company proposes to prepay or repay, fully or partially, from the Net Proceeds:”

Name of the lender	Nature of borrowing	Outstanding amount as on October 10, 2023 (in ₹ Crores)	Interest rate (p.a.)	Purpose of raising the loan
Neuzen Finance Private Limited*	Unsecured Loan	4.96	9.00%	Unsecured Loan

*\*Name of the Company “Umang Trading Private Limited” was changed to “Neuzen Finance Private Limited” with effect from September 25, 2023*

- On page no. 78, under the section “Basis of estimation of working capital” we shall update the below in RHP.

### A. Historical and Projected Workings Capital Assessment

(₹ in Lakhs)

Particulars	FY21 (Audited)	FY22 (Audited)	FY23 (Audited)	Three months period ended June 30, 2023	FY24 (Projected)
Inventories	901.44	1,236.41	1,750.36	1,890.75	2,541.70
Trade Receivables	146.55	89.12	719.52	692.45	900.19
Cash and Cash Equivalents	12.43	50.26	48.77	58.51	90.78
Short Term Loans & Advances	111.21	99.49	162.57	174.45	243.86
Other Current Assets	88.82	116.93	0.84	25.02	120.00
<b>Total Current Assets</b>	<b>1,260.45</b>	<b>1,592.21</b>	<b>2,682.06</b>	<b>2,841.18</b>	<b>3,896.52</b>
Trade Payables	235.25	200.45	277.85	342.31	236.17
Other Current Liabilities	19.47	12.96	211.09	277.18	253.31
Short-term Provisions	13.17	26.66	158.95	175.17	102.22
<b>Total Current Lib</b>	<b>267.89</b>	<b>240.07</b>	<b>647.89</b>	<b>794.66</b>	<b>591.70</b>
<b>Net Working Capital</b>	<b>992.56</b>	<b>1,352.14</b>	<b>2,034.17</b>	<b>2,046.52</b>	<b>3,304.83</b>
Short-term Borrowings	125.41	314.65	1,289.16	1,265.51	145.35
Internal Accruals	867.15	1,037.49	745.01	781.01	659.48
IPO Proceeds	0.00	0.00	0.00	0.00	2,500.00

### B. Holding Period Days

Particulars	FY21	FY22	FY23	Three months period ended June 30, 2023	FY24
Inventories	699	535	355	487	451
Trade Receivables	83	43	59	154	85
Cash and Cash Equivalents	7	12	7	12	7
Short Term Loans & Advances	63	39	19	37	21
Other Current Assets	50	38	9	3	6
<b>Total (1)</b>	<b>903</b>	<b>667</b>	<b>449</b>	<b>692</b>	<b>570</b>
Trade Payables	254	174	79	129	74
Other Current Liabilities	13	8	27	65	49
Short-term Provisions	9	10	22	45	27

<b>Total (2)</b>	<b>275</b>	<b>192</b>	<b>128</b>	<b>239</b>	<b>150</b>
<b>Net Working Capital Days</b>	<b>628</b>	<b>476</b>	<b>321</b>	<b>452</b>	<b>420</b>

1. *Inventory days: Closing inventory for the current period / cost of goods sold for the current period \* days in the period*
2. *Trade receivable days: Closing trade receivables for the current / revenue from operations for the current period \* days in the period*
3. *Other Current Assets days: Closing of other current assets for the current period / revenue from operations for the current period \* days in the period*
4. *Trade payable days: Closing of trade payables for the current period / cost of goods sold for the current period \ \* days in the period*
5. *Other current assets days: Closing of other current assets for the current period / revenue from operations the current period \* days in the period*
6. *Other current liabilities days: closing of other current liabilities for the current and previous period / total expenditure for the current period \* days in the period*

Kindly note that FY 2022, 2023 and June 30, 2023 Average of Opening and Closing is considered and for FY2021, only closing numbers are considered. At the time of DRHP filing, the same was computed on closing basis and based on the revenue however to make it comparable with industry standards, the same is now computed on average basis and based on the above definitions.

### C. Key assumptions and justification for Holding Period Levels:

<b>Particulars</b>	<b>Assumptions and justifications</b>
<b>Current assets</b>	
Inventory	<p>Inventory consists of Raw Material, Work in progress and Finished Goods which are required for business. The finished goods are the major part of the inventory maintained in the Company. The Company's inventory holding period for Financial Year 2024 is in line with the holding period for Financial Year 2023 and has been projected 451 Days. Total inventory levels are expected to increase in line with the projected business activity in the Financial Year 2024.</p> <p>The company maintains a significant amount of inventory because it has a very wide variety of products that they sell to various customers although these products can be procured by way of import or manufactured at the company facilities however, considering the variety of the products which the customer requires the companies required to maintain a very large amount of inventory for different kind of products that the company sells.</p> <p>This large variety of products is the main reason why historically companies holding period for inventory has been in the range of 355 to 700 days. However, if we look at the absolute inventory levels, the same has only grown 97% while the revenue has grown by 286% from FY 21 to FY 23. This shows that the reason why the company is able to achieve growth is because of the wide variety of products that the company maintains for its customers.</p> <p>In future also the company continues to maintains high level of inventory considering the growth that is expected in the revenue for FY 2024 and the new variety of the products which will be required to be maintained in order to achieve the future revenue.</p>
Trade receivables	<p>The Company's trade receivables days for Financial Year 2021, 2022 and 2023 were 83 days, 43 days and 59 days. The increase was mainly attributable to increase in the total revenue from operations from Rs. 6,42,73,000.00 in FY2021 to Rs. 24,85,66,000.00 in FY2023. The Company is now expecting the trade receivables days to cool down to a sustainable level of 85 days over the period of FY2024 mainly because of increase in business. The company's business is significantly dependent on how much credit that the company can give to its debtors therefore the company has decided to increase its credit period that the company would like to give from 60 days to 90 days which will help them in achieving the sales and increase in business.</p>
Short Term Loans & Advances	<p>Short Term Loans &amp; Advances mainly consists of balances with statutory authorities and trade advances to vendors. As the business grows, the Company expects growth these short term loans and advances as well.</p>

Particulars	Assumptions and justifications
	The Company is continuously trying to reduce the advances to the vendors which has resulted in reducing the Short Term Loans & Advances from 63 days to 39 days and 19 days in FY2021, FY2022 and FY2023 respectively. The Company is expecting this to maintain at 21 days in FY2024.
Cash and Cash Equivalents	The cash and cash equivalents requirement levels were 7 days, 12 days and 7 days for Financial Year 2021, 2022 and 2023 respectively. The Company expected to maintain 7 days for FY2024 for the business requirement for Cash and Cash Equivalents.
Other current assets	The category of "Other current assets" primarily includes Earnest Money Deposit and unbilled revenue. To align with the projected business activity, the Company has projected the level of other current assets of 6 days for the Financial Years 2024 as compare to 50 days, 38 days and 9 days for Fiscal 2021, 2022 and 2023.
Current liabilities	
Trade payables	Our trade payable days for Financial Year 2024 are lower than our historical levels of 254 days, 174 days and 79 days for Financial Year 2021, Financial Year 2022 and Financial Year 2023. For Financial Year 2024, the Company is expecting its trade tables to be in the range of 74 days which is similar to Financial Year 2023.
Other current liabilities	The category of "Other current liabilities" primarily includes items such as statutory dues, salary payable, advance from customers and other similar obligations. To align with the projected business activity, the Company has projected the level of other current liabilities 49 days for the Financial Years 2024.
Short term provisions	The category of "Short term provisions" primarily includes items such as Provision for taxation and gratuity. To align with the projected business activity, the Company has projected the level of other current liabilities 27 days for the Financial Years 2024.

The Company's working capital requirement for the Fiscals 2021, 2022 and 2023 and for the 3 months period ended on June 30, 2023 is primarily driven by the following factors:

#### D. Total Volume

(₹ in Lakhs)

Particulars	Units	FY21	FY22	FY23	CAGR	Three months period ended June 30, 2023
Artificial Flowers	Kgs	0.80	1.11	1.45	34.84%	0.26
Artificial grass	Sq Mtrs	0.14	0.14	0.14	0.00%	0.14
Artificial Plants & leaves	Kgs	0.14	0.34	0.81	142.55%	0.13
Assorted Vases	Pcs	0.14	0.14	0.71	127.97%	0.14
Decorative	Pcs	0.14	0.46	2.69	341.94%	0.14
Other	Pcs	0.14	0.36	2.52	327.05%	0.14
<b>Total</b>		<b>1.49</b>	<b>2.54</b>	<b>8.32</b>	<b>136.54%</b>	<b>0.95</b>

Over the last 3 years, the Company revenue has also increase because of change in the product mix and increase. in the average rate of high margin products:

#### Total Revenue

(₹ in Lakhs)

Product Category	FY21	FY22	FY23	CAGR	Three months period ended June 30, 2023
Artificial Flowers	353.12	438.32	971.43	65.86%	170.46
Artificial grass	68.20	65.11	64.72	-2.58%	64.72
Artificial Plants & leaves	169.05	337.75	843.35	123.36%	139.93
Assorted Vases	21.25	17.19	89.29	104.98%	16.81
Decorative	8.69	71.45	421.64	596.40%	21.45
Other	22.41	59.34	95.22	106.12%	5.22
<b>Total</b>	<b>642.73</b>	<b>989.16</b>	<b>2485.66</b>	<b>96.66%</b>	<b>418.59</b>

#### Increase in Geographical Presence:



The Company's revenue is significantly dependent on the volume that the company makes in various geographies. Currently the company serving the following geographies:

**Volume:**

(₹ in Lakhs)				
Geography	FY21	FY22	FY23	Three months period ended June 30, 2023
Mumbai	1.48	2.43	4.18	0.86
Delhi	0.04	0.10	0.25	0.02
Gujarat	0.00	0.04	1.55	0.13

**Total revenue from operations:**

(₹ in Lakhs)				
Particulars	FY21	FY22	FY23	Three months period ended June 30, 2023
Mumbai	627.42	937.02	1737.98	355.07
Delhi	15.31	37.67	104.11	9.51
Gujarat	0.00	14.47	643.57	54.02

The Company has increased its focus on Delhi from FY21 onwards and ventured geographically into Gujarat in FY22 which has resulted in maintaining more inventory and increase in trade receivables.

High inventory holding days over the past three financial years could be indicative of various underlying factors that have influenced the company's inventory management and operations. Here is a detailed breakup of product wise inventory breakup of the Company for the last 3 financial years and stub period:

(₹ in Lakhs)				
Particulars	FY21	FY22	FY23	Three months period ended June 30, 2023
Artificial Flowers	37,764,897	29,674,542	62,860,346	65,828,880
Artificial grass	6,819,960	3,961,262	4,920,145	4,552,650
Artificial Plants & leaves	19,033,875	45,545,697	60,444,062	72,797,675
Assorted Vases	8,473,329	6,842,533	6,428,232	5,880,968
Decorative	13,911,178	35,270,916	36,294,160	35,630,445
Other	4,140,965	2,345,847	4,71,582	451,710
<b>Total Inventory</b>	<b>90,144,204</b>	<b>123,640,797</b>	<b>171,419,523</b>	<b>185,142,328</b>
<b>Revenue</b>	6,42,73,000	9,89,16,000	24,85,66,000	-
<b>% of Revenue</b>	140.25%	125.00%	68.96%	-
<b>Growth in Revenue</b>		53.90%	151.29%	-
<b>Growth in Inventory</b>		37.16%	38.64%	-

The company operates in different categories of the products such as artificial flowers, plant home decorative materials and corporate decorative materials. Different kind of materials required various inventories to be maintained for the diverse categories of clients.

Since, each client has a different requirement for materials to suit their needs. Therefore, the Company has to maintain a variety of the products throughout the year and has to maintain customised products as well, which increases the overall inventory that is required to be maintained for the business. However, the Company requires less inventory for every additional revenue since the Company is able to manage the inventory with optimum utilisation. The same is also demonstrated by the fact that the Company has grown by 53.90% and 151.29% in FY2022 and FY2023 while the inventory has increased only by 37.16% and 38.64% in the same period respectively.

**Inventory as on June 30, 2023**

(₹ in Lakhs)								
Particulars	Less than	Less than	Less than	Less than	Less than	Less than	Less than	more than

	15 days	30 days	60 days	90 days	120 days	180 days	365 days	365 days
Artificial Flowers	109.44	101.19	277.49	170.17	-	-	-	-
Artificial grass	0.00	10.17	35.36	0.00	-	-	-	-
Artificial Plants & leaves	25.79	191.55	256.88	253.75	-	-	-	-
Assorted Vases	4.50	0.00	33.03	21.29	-	-	-	-
Decorative	171.83	149.16	23.43	11.88	-	-	-	-
Other	0.00	4.19	0.17	0.15	-	-	-	-
<b>Total</b>	<b>311.56</b>	<b>456.27</b>	<b>626.36</b>	<b>457.23</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Inventory as on March 31, 2023**

(₹ in Lakhs)

Particulars	Less than 15 days	Less than 30 days	Less than 60 days	Less than 90 days	Less than 120 days	Less than 180 days	Less than 365 days	more than 365 days
	15 days	30 days	60 days	90 days	120 days	180 days	365 days	365 days
Artificial Flowers	64.80	28.81	81.00	70.23	101.80	125.35	64.80	-
Artificial grass	0.00	0.88	0.00	6.32	12.49	7.69	0.00	-
Artificial Plants & Leaves	45.77	43.17	80.98	92.18	70.28	115.73	45.77	-
Assorted Vases	0.09	0.00	0.76	0.08	19.21	41.90	0.09	-
Decorative	60.44	54.44	24.60	25.39	28.74	83.09	60.44	-
Other	0.00	0.00	1.92	0.00	0.19	0.38	0.00	-
<b>Total</b>	<b>171.11</b>	<b>127.31</b>	<b>189.25</b>	<b>194.20</b>	<b>232.72</b>	<b>374.15</b>	<b>171.11</b>	<b>-</b>

**Inventory as on March 31, 2022**

(₹ in Lakhs)

Particulars	Less than 15 days	Less than 30 days	Less than 60 days	Less than 90 days	Less than 120 days	Less than 180 days	Less than 365 days	more than 365 days
	15 days	30 days	60 days	90 days	120 days	180 days	365 days	365 days
Artificial Flowers	27.50	15.96	41.35	43.07	44.81	40.06	84.00	-
Artificial grass	0.00	0.00	15.22	0.00	6.54	6.68	11.17	-
Artificial Plants & Leaves	31.83	1.98	116.88	43.77	66.48	20.31	174.22	-
Assorted Vases	0.00	0.00	0.40	0.00	0.00	0.00	68.02	-
Decorative	23.11	0.00	0.00	0.00	0.00	13.05	316.55	-
Other	1.20	0.00	0.22	2.55	2.15	1.72	15.61	-
<b>Total</b>	<b>83.64</b>	<b>17.94</b>	<b>174.06</b>	<b>89.39</b>	<b>119.97</b>	<b>81.82</b>	<b>669.58</b>	<b>-</b>

**Inventory as on March 31, 2021**

(₹ in Lakhs)

Particulars	Less than 15 days	Less than 30 days	Less than 60 days	Less than 90 days	Less than 120 days	Less than 180 days	Less than 365 days	more than 365 days
	15 days	30 days	60 days	90 days	120 days	180 days	365 days	365 days
Artificial Flowers	5.97	33.36	82.53	66.89	75.79	43.48	69.64	-
Artificial grass	0.00	0.00	28.02	12.67	18.24	9.27	0.00	-
Artificial Plants & Leaves	88.31	12.04	0.00	65.56	13.76	0.00	10.67	-
Assorted Vases	7.08	0.00	0.00	56.64	21.01	0.00	0.00	-
Decorative	12.04	15.49	31.30	38.71	10.88	19.16	11.53	-
Other	1.09	3.08	10.47	8.04	8.12	5.00	5.61	-
<b>Total</b>	<b>114.49</b>	<b>63.97</b>	<b>152.31</b>	<b>248.50</b>	<b>147.81</b>	<b>76.91</b>	<b>97.45</b>	<b>-</b>

When trade receivable and trade payable holding days are very high over an extended period, it can suggest several underlying issues and business practices that may require attention and improvement.

To explain the above, we submit a rationale for the high trade receivable and trade payable holding days over the past three financial years, the stub period, and the estimated period:

### Debtors / Trade Receivables

As on June 30, 2023

(₹ in Lakhs)

Particulars	Total outstanding	<3 months	More than 3 months	More than 6 months	More than one year
Debtor 1	263.69	0.00	0.00	263.69	-
Debtor 2	108.58	0.00	108.58	0.00	-
Debtor 3	50.00	0.00	50.00	0.00	-
Debtor 4	23.71	23.71	0.00	0.00	-
Debtor 5	23.35	0.00	23.35	0.00	-
Debtor 6	23.26	0.00	23.26	0.00	-
Debtor 7	15.04	0.00	15.04	0.00	-
Debtor 8	9.53	0.00	9.53	0.00	-
Debtor 9	7.96	0.00	0.00	7.96	-
Debtor 10	7.72	0.00	0.00	7.72	-
Total	532.83	23.71	229.76	279.37	-
Total O / s amount 30/06/2023	692.45	35.00	365.94	291.50	-
% age of top 10 customers	77%	68%	63%	96%	-

As on March 31, 2023

(₹ in Lakhs)

Particulars	Total outstanding	Upto 3 months	3 to 6 months	More than 6 months	More than one year
Debtor 1	318.69	-	318.69	-	-
Debtor 2	158.15	-	130.21	27.94	-
Debtor 3	25.59	-	25.59	-	-
Debtor 4	25.04	14.65	4.85	1.46	4.08
Debtor 5	17.73	1.80	15.93	-	-
Debtor 6	11.86	-	11.86	-	-
Debtor 7	9.01	0.40	1.79	0.31	6.50
Debtor 8	7.96	-	7.41	-	0.54
Debtor 9	7.72	-	-	7.72	0.00
Debtor 10	6.35	-	-	-	6.35
Total	588.10	16.85	516.34	37.43	17.48
Total O / s amount 31/03/2023	719.52	21.36	570.86	55.61	71.69
% age of top 10 customers	82%	79%	90%	67%	24%

As on March 31, 2022

(₹ in Lakhs)

Particulars	Total outstanding	<3 months	3 to 6 months	More than 6 months	More than one year
Debtor 1	3.72	0.00	0.00	0.00	3.72
Debtor 2	4.08	0.51	3.16	0.41	0.00
Debtor 3	5.00	5.00	0.00	0.00	0.00
Debtor 4	6.35	0.00	0.00	6.35	0.00
Debtor 5	4.19	0.21	0.00	3.99	0.00
Debtor 6	4.16	1.56	1.49	1.12	0.00
Debtor 7	5.00	0.00	4.00	1.00	0.00
Debtor 8	15.64	0.00	0.00	15.64	0.00

Debtor 9	6.50	0.89	2.64	2.97	0.00
Debtor 10	3.46	1.46	1.30	0.70	0.00
Total	58.11	9.62	12.59	32.17	3.72
Total O / s amount 31/03/2022	89.12	11.74	24.59	36.59	16.21
% age of top 10 customers	65%	82%	51%	88%	23%

**As on March 31, 2021**

(₹ in Lakhs)

Particulars	Total outstanding	<3 months	3 to 6 months	More than 6 months	More than one year
Debtor 1	3.72	0.00	0.00	0.00	3.72
Debtor 2	4.08	0.51	3.16	0.41	0.00
Debtor 3	5.00	5.00	0.00	0.00	0.00
Debtor 4	6.35	0.00	0.00	6.35	0.00
Debtor 5	4.19	0.21	0.00	3.99	0.00
Debtor 6	4.16	1.56	1.49	1.12	0.00
Debtor 7	5.00	0.00	4.00	1.00	0.00
Debtor 8	15.64	0.00	0.00	15.64	0.00
Debtor 9	6.50	0.89	2.64	2.97	0.00
Debtor 10	3.46	1.46	1.30	0.70	0.00
Total	58.11	9.62	12.59	32.17	3.72
Total O / s amount 31/03/2021	89.12	11.74	24.59	36.59	16.21
% age of top 10 customers	65%	82%	51%	88%	23%

**Trade Payables / Suppliers**

**As on June 30, 2023**

(₹ in Lakhs)

Particulars	Total outstanding	<3 months	3 to 6 months	More than 6 months	More than one year
Supplier 1	8.29	0.00	8.29	-	-
Supplier 2	15.49	0.00	15.49	-	-
Supplier 3	111.65	50.29	61.36	-	-
Supplier 4	6.32	0.00	6.32	-	-
Supplier 5	129.91	22.57	107.34	-	-
Supplier 6	1.62	1.62	0.00	-	-
Supplier 7	15.14	8.13	7.01	-	-
Supplier 8	1.28	1.27	0.00	-	-
Supplier 9	28.41	7.73	20.68	-	-
Supplier 10	3.85	3.85	0.00	-	-
Total	321.97	95.47	226.50	-	-
Total O / s amount 30/06/2023	342.31	104.46	237.85	-	-
% age of top 10 supplier	94%	91%	95%	-	-

**As on March 31, 2023**

Particulars	Total outstanding	<3 months	3 to 6 months	More than 6 months	More than one year
Supplier 1	107.34	30.28	77.05	0.00	0.00
Supplier 2	61.36	61.36	0.00	0.00	0.00
Supplier 3	23.19	0.00	3.03	20.17	0.00
Supplier 4	20.68	2.64	4.85	0.00	0.00
Supplier 5	19.30	11.03	8.27	0.00	0.00

Supplier 6	8.77	8.77	0.00	0.00	0.00
Supplier 7	7.01	7.01	0.00	0.00	0.00
Supplier 8	2.00	2.00	0.00	0.00	0.00
Supplier 9	0.84	0.00	0.84	0.00	0.00
Supplier 10	0.44	0.00	0.30	0.14	0.00
Total	250.93	123.09	94.35	20.30	13.20
Total O / s amount 31/03/2023	277.63	135.56	97.97	22.97	21.13
% age of top 10 supplier	90%	91%	96%	88%	62%

**As on March 31, 2022**

**(₹ in Lakhs)**

Particulars	Total outstanding	<3 months	3 to 6 months	More than 6 months	More than one year
Supplier 1	0.13	0.13	0.00	0.00	0.00
Supplier 2	0.30	0.00	0.30	0.00	0.00
Supplier 3	16.10	4.63	0.00	11.47	0.00
Supplier 4	9.83	0.00	9.83	0.00	0.00
Supplier 5	125.88	18.61	0.00	107.27	0.00
Supplier 6	0.73	0.00	0.00	0.73	0.00
Supplier 7	6.49	0.00	0.00	6.49	0.00
Supplier 8	0.54	0.54	0.00	0.00	0.00
Supplier 9	14.20	12.59	1.61	0.00	0.00
Supplier 10	0.13	0.13	0.00	0.00	0.00
Total	174.31	36.63	11.73	125.95	0.00
Total O / s amount 31/03/2022	200.45	39.08	13.04	148.34	0.00
% age of top 10 supplier	87%	94%	90%	85%	-

**As on March 31, 2021**

**(₹ in Lakhs)**

Particulars	Total outstanding	<3 months	3 to 6 months	More than 6 months	More than one year
Supplier 1	0.51	0.00	0.51	0.00	0.00
Supplier 2	0.32	0.00	0.00	0.32	0.00
Supplier 3	27.81	18.99	0.00	8.82	0.00
Supplier 4	106.30	0.00	106.30	0.00	0.00
Supplier 5	69.37	0.00	69.37	0.00	0.00
Supplier 6	2.52	2.52	0.00	0.00	0.00
Supplier 7	10.00	0.00	0.00	10.00	0.00
Supplier 8	1.34	0.33	0.33	0.68	0.00
Supplier 9	0.52	0.00	0.35	0.17	0.00
Supplier 10	0.72	0.29	0.00	0.43	0.00
Total	219.42	22.13	176.86	20.43	0.00
Total O / s amount 31/03/2021	235.25	25.67	187.55	22.03	0.00
% age of top 10 supplier	93%	86%	94%	93%	-

## OUR BUSINESS

We shall revise the chapter “Our Business” as mentioned below in RHP.

The following information is qualified in its entirety by, and should be read together with, the detailed financial and other information included in this Draft Red Herring Prospectus, including the information contained in the section titled “*Risk Factors*”, beginning on page no. 28 of this Draft Red Herring Prospectus.

This section should be read in conjunction with, and is qualified in its entirety by, the detailed information about our Company and its financial statements, including the notes thereto, in the section titled “*Risk Factors*”, “*Financial Statement*” beginning on page no. 28 and 162 respectively, of this Draft Red Herring Prospectus.

Unless otherwise stated or the context otherwise requires, in relation to business operations, in this section of this Draft Red Herring Prospectus, all references “we”, “us”, “our” and “our Company” are to “*Interiors & More Limited*”. Unless otherwise stated or the context otherwise requires, the financial information used in this section is derived from our Restated Financial Statements.

### OVERVIEW OF OUR BUSINESS

Our Company was originally incorporated on July 30, 2012 as a Private Limited Company as “*Interiors & More Private Limited*” under the provisions of the Companies Act, 1956 with the Registrar of Companies, Mumbai, Maharashtra. Later in the year 2023, pursuant to a Special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on October 31, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to ‘Interiors & More Limited’ and a Fresh Certificate of Incorporation consequent to Conversion was issued on January 06, 2023 by the Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74120MH2012PLC233915.

#### Our Core business is as follows:

Our company was founded in 2012. Initially, we focused on trading artificial flowers, importing them and selling them domestically. An artificial flower resembles a real flower but is non-perishable in nature, hence it is commonly utilized in Indian marketplaces. Artificial flowers are commonly utilized in weddings, celebrations, corporate settings, and home decor. We have been serving businesses of all sizes for over a decade. With more time and expertise, our organization began to adapt to the market and comprehend the needs of its clients. Following our success with artificial flowers, our company expanded into decorative items such as vases, plants, planters, wedding props, lights, furniture, fabric, chandeliers, candles, fragrance, and other related décor items. As on today, we are a manufacture and trade of quality artificial flowers, plants, and other home and office décor items. We have an in-house manufacturing plant where we make our items. Our company sources raw materials from both domestic and foreign markets. Our business has grown not only because of the application of multiple marketing models but also because of our creative and constantly reviewed marketing tactics. The business is supported by qualified management and a dynamic workforce.

The primary revenue of the company is generated from the sales of artificial flowers, plants & leaves. Artificial flowers, plants & leaves have been a core focus of our business, and we have established ourselves as a reputable provider in this particular market segment. Our expertise in sourcing high-quality materials, manufacturing realistic-looking flowers, and meeting customer demands has contributed to our success in this area.

We continue to invest in the development and expansion of our other product categories. This allows us to offer a comprehensive range of complementary products to our customers and diversify our revenue streams.

Further the volume and revenue from each product category is as follows:

Particulars	Units	FY21 (Audited)	FY22 (Audited)	FY23 (Audited)	3 months period ended June 30, 2023
<b>Manufactured Products- Volume</b>					
Artificial Flowers MFG	Kgs	-	16,603	29,041	5,726
Artificial Plants & leaves MFG	Kgs	-	5,076	16,234	2,952
<b>Total (A)</b>		-	<b>21,679</b>	<b>45,275</b>	<b>8,678</b>

<b>Trading Products- Volume</b>					
Artificial Flowers	Kgs	79,845	93,988	1,16,123	20,291
Artificial Grass Mate	Sq Mtrs	13,800	13,796	13,800	13,800
Artificial Plants & leaves	Kgs	13,800	28,756	64,951	10,464
Assorted Vases	Pcs	13,651	13,745	70,945	14,255
Decorative	Pcs	13,768	45,975	2,68,902	13,800
Other	Pcs	13,812	35,619	2,51,895	13,800
<b>Total (B)</b>		<b>1,48,676</b>	<b>2,31,879</b>	<b>7,86,616</b>	<b>86,410</b>
<b>Grand Total (A+B)</b>		<b>1,48,676</b>	<b>2,53,558</b>	<b>8,31,891</b>	<b>95,088</b>
<b>Manufactured Products- Revenue</b>					
					<b>(₹ in Lakhs)</b>
Artificial Flowers MFG	-	65.75	194.29	37.50	
Artificial Plants & leaves MFG	-	50.66	168.67	30.79	
<b>Total (A)</b>	<b>0</b>	<b>116.41</b>	<b>362.96</b>	<b>68.29</b>	
<b>Trading Products- Revenue</b>					
Artificial Flowers		353.12	372.57	777.15	132.96
Artificial Grass Mate		68.20	65.11	64.72	64.72
Artificial Plants & leaves		169.05	287.09	674.68	109.15
Assorted Vases		21.25	17.19	89.29	16.81
Decorative		8.69	71.45	421.64	21.45
Other		22.41	59.34	95.22	5.22
<b>Total (B)</b>		<b>642.73</b>	<b>872.75</b>	<b>2122.70</b>	<b>350.30</b>
<b>Grand Total (A+B)</b>		<b>642.73</b>	<b>989.16</b>	<b>2485.66</b>	<b>418.59</b>

In order to prepare for the crucial business decision of establishing our own manufacturing plant, our management chose as a first course of action to gain a thorough understanding of the artificial flower industry through trading activities. We also wanted to increase our knowledge of the various parameters and other ancillary activities related to our business. Our preliminary market research and management analysis led us to the conclusion that a number of variables affect the overall performance of our organization, including the establishment of a manufacturing unit. In accordance with the management plan mentioned above, we came to the conclusion that having a solid grasp of the following topics is essential when starting a manufacturing unit: a) Procurement-supply cycle of raw material b) Identifying customer and getting in long term contracts c) Brand creation & visibility d) Technical know-how of production and operations.

Our company follows a sourcing strategy that involves procuring raw materials from both the domestic and international markets. This approach allows us to access wide range of high-quality materials and ensure a reliable supply chain for our manufacturing processes.

Details of state / country from which the raw materials are procured as below:

<b>Country</b>	<b>State / Province</b>	<b>Type of Raw Material Procured</b>
China	Hongkong	Artificial flowers, Decorative Products, Fiber vases, plastic Loose Leaves and Accessories
China	Tianjin	Vases, Furniture, Artificial Flowers, plastic Loose Leaves, plastic vases
India	Maharashtra	Polymers
India	Maharashtra	Polymers
India	Gujaarat	Polymers
India	Maharashtra	Polymers
China	Zhangjiajie, Hunan province	Furniture and Artificial flowers
China	Zhejiang	Furniture and Artificial flowers
India	Maharashtra	wire
India	Maharashtra	Polymers

It is significant to highlight that we evaluate quality, availability, pricing, and regulatory compliance while developing our raw material procurement plan. We continue to take great care in choosing reliable suppliers, carrying out exhaustive quality inspections, and making sure that our raw materials fulfill the specifications needed for our goods.

Our company started manufacturing in 2021 when we established our first facility at Plot No. 301/1, II Phase, GIDC, Umargam, District Valsad, Gujarat. The facility is fully furnished with all the tools required for production, test equipment for quality control, and additional handling supplies to enable efficient assembly and simple logistics. We work hard to keep our facilities safe by following the main safety guidelines set forth in our internal health and safety handbook and holding frequent safety meetings.

We are able to serve a broad spectrum of consumer categories and preferences thanks to our diverse variety of products. Our products are ready to use and are mostly intended for usage in homes, offices, wedding venues, and other spaces such as shopping centers and banquet halls. Because of this, our diverse product portfolio is comparatively less vulnerable to changes in consumer tastes, industry trends, and the dangers associated with being a part of a certain product category. Our company consistently provides high-quality items throughout the year, offering customized products based on market need. Our goods meet all necessary safety requirements. Being a quality-conscious business, we provide a wide choice of highly performing items. We carry out incredibly thorough quality inspections at every stage of the production procedures. We are continually looking for complementary products to add to our current product bouquet and are constantly working to increase our line of products. Product lines with greater potential for value addition and higher than average margins are what we would look for.



Here at Interiors & More, client happiness comes first. We are aware that a customer's journey with us doesn't end when they browse our website; it continues all the way through to product delivery. As a result, we work hard to provide the greatest experience at each touchpoint. Our goal is to create an amazing experience that goes above and beyond for our customers, whether that means easy navigation of our website, thorough product information, a simple and quick purchasing procedure, or fast delivery.

Our promoters have more than ten years of combined industry experience. Our Promoters have established a solid value system for our company and have been the cornerstones of its success. We hope to keep expanding in the Indian and international industries with their insightful experience and forward-thinking ideas.

Under the direction and leadership of our Promoters, who have technical expertise in the various sector and have been instrumental in the effective implementation of our business strategies over the years, our company has experienced substantial growth in the past. Their adept application of business tactics has demonstrated our expansion inside the sector. Their broad technological know-how, in-depth understanding of the market, and priceless connections have been crucial to our success and have given us the edge we need to grow both geographically and clientally while looking into new growth opportunities. Their insight and foresight have enabled us to see and seize possibilities. Their solid industry knowledge and client ties have benefited us and will continue to do so.

Over the past few years, as we have expanded into new product categories, our product mix has changed. Our goal is to continuously grow our product line by introducing new styles and varieties to our current selection. We communicate with our customers directly through marketing on a continuous basis. In order to better meet market demands, our sales team works directly with our clients to get their opinions and insights on impending industry trends. This helps us to enhance our range of products.

**Our Mission:** To be pioneer in-home décor market

**Our Vision:** We strive to make grand event grandiose and splendid

We are the manufacturer and trader of quality artificial flowers, plants and other decorative materials involving inhouse manufacturing, assembly of various parts into one finished goods and trading of the finished goods and the Company has over the decade of corporate B2B and B2C experience.



The ability of our company to comprehend the unique needs of our clients is what allows us to receive orders, create in accordance with those needs, and provide the finished product. Our experts are committed to creating a premium line of products that will be recognized across the country for their outstanding finishes, distinctive styles, cutting-edge color schemes, impeccable craftsmanship, unwavering quality, and increased longevity.

As a young business, we are dedicated to building a solid reputation, and our thorough research and analytical efforts help us achieve our goals of standing out. Thanks to the excellent technology we've deployed, we can design and produce items using a variety of procedures. Our goods are highly valued by the business community and extensively used in nearly every industry. Our quick expansion can be attributed to the collaborative efforts of top suppliers, who reinforce our scrupulous sourcing of superior goods.

## OUR PRODUCTS

 <p><b>Carnation Artificial Flowers Bulk</b></p>	<p><b>Small</b></p>  <p><b>KIRIFLY Artificial Flowers, Fake Peony Silk Hydrangea Bouquet.</b></p>
 <p><b>Beautiful Artificial Decorative Hanging Orchid Flower Vine</b></p>	 <p><b>Beautiful Artificial Decorative Hanging Orchid Flower Vine</b></p>



**Artificial Bouquet of Flowers**



**Artificial Grass and Hanging Plants**



**Candles**



**Fountains**

## **BRIEF OF THE PRODUCTS**

There are Items produced by us in the brand Name Interiors & More including moulded Birds hanging in the air, Artificial flowers of Different shapes Including Rose, Yellow Marigold, Green Grass in the form of Mats, green Leaves, carnations, Hydrangea, Hanging orchids. We trade in Fountains, Candles run on batteries, Chandeliers, vases (Wooden and Glass), artificial trees, Furniture and Tables.

## **NAME OF PRODUCTS MANUFACTURED:**

Sr no.	Name of Products
<b>Artificial Flowers</b>	
1.	Delfenium Stick
2.	Bouganvilla Stick
3.	Hanging orchid Small
4.	Cheery Blossom Bunch Big
5.	Peony Flower
6.	Hydrangea head Loose
7.	Gypso Stick
8.	Hydrangea Creeper Big
9.	Cheery Blossom Soft Stick

10.	Vesteria
11.	Bougainvilla Creeper
12.	Hydrangia Creeper
13.	Hydrangia Bunch
14.	Mogra Creeper
15.	Rose Flower
<b>Artificial Plant and Leaves</b>	
1.	Eucalyptus Bunch
2.	Sperigra Bunch
3.	Mint Leaves Bunch
4.	Mint Leaves Creeper
5.	Eucalyptus Creeper
6.	Mini cala lily creeper
7.	Bougainvillea Leaves Bunch
8.	Kamini Leaves Creeper

#### NAME OF PRODUCTS TRADED:

Sr No.	Names of Products traded
<b>Artificial Flowers</b>	
1.	Chrysanthemum Tiny Bunch
2.	Dahlia Bunch
3.	Persian Butter Cup Peony Bunch
4.	Pheno Orchid Real touch
5.	Nantian Flower
6.	Japanese Sakura / Firangi Pani
7.	Stick With Lotus Leaves
8.	Peony Open Tiny Bunch
9.	Fuzia Orchid
10.	Mountain Peony Bunch
<b>Artificial Grass</b>	
1.	Green Leaves Med on Willow Mix design 120x200cm
2.	Wooden Fence With Bouganvillea Leaves 90x180cm
3.	Grass / Milan Ball 10cm
4.	Grass / Milan Ball 15cm
5.	Hydrangea Ball 25cm
6.	Hydrangea Ball 30cm
7.	Eucliptus Big x 1 40x60cm
8.	Hydrangea Mat 40*60
9.	Ecliptus x3 Mat 40x60cm
10.	New Slim Boxwood Mat 2x247 40x60cm
11.	Bougainvillea Leaves Mat 50x50cm
12.	Eucliptus Med x3 Ball 40cm
13.	Eucliptus Med x3 Ball 55cm
14.	Eucliptus Big x1 Ball 35cm
15.	Floral Mat – Hydrangea Peony 40x60cm
16.	Floral Foldable Mat 240x120 cm
17.	Floral Mat 60x40cm Mix Flower
18.	Floral Runner / Patta 110x40cm Mix Flower
19.	Floral Foldable Mat 100x30cm Mix Regular Flower
20.	Green Leaves Med on Willow Mix design 120x200cm
21.	Wooden Fence With Bouganvillea Leaves 90x180cm
22.	Grass / Milan Ball 10cm
23.	Grass / Milan Ball 15cm
24.	Hydrangea Ball 25cm
25.	Hydrangea Ball 30cm

26.	Eucliptus Big x 1 40x60cm
27.	Hydrangea Mat 40*60
28.	Ecliptus x3 Mat 40x60cm
29.	New Slim Boxwood Mat 2x247 40x60cm
30.	Bougainvillea Leaves Mat 50x50cm
31.	Eucliptus Med x3 Ball 40cm
32.	Eucliptus Med x3 Ball 55cm
33.	Floral Mat 60x40cm Mix Flower
34.	Floral Runner / Patta 110x40cm Mix Flower
35.	Floral Foldable Mat 100x30cm Mix Regular Flower
<b>Artificial Plant and Leaves</b>	
1.	Natural Thick Leaves Stick
2.	New pipal Leaves
3.	Ficus / Banian Leaves
4.	Bamboo Leaves
5.	Osmanthus Stick
6.	Monstria Bunch Stick Hanging Med
7.	Monstria Leaves
8.	Grass Bunch
9.	PU EucliptusStick
10.	Natural Thick Leaves Stick
<b>Assorted Vases</b>	
1.	Metal vase with oval stand
2.	Metal vase round with stand
3.	Metal candle holder cage
4.	Metal candle holder lotus
5.	Metal candle abra rec glass
6.	Metal vase with oval stand
7.	Metal vase round with stand
<b>Decorative</b>	
1.	Acrylic bird small
2.	Acrylic bird med
3.	Acrylic bird jumbo
4.	Acrylic bowl big
5.	Acrylic bowl small
6.	Fountains
<b>Others</b>	
1.	Pv frame oval
2.	Pv frame square
3.	Pv pillar frame
4.	Crystal chain
5.	Chandelier small
6.	Chandelier medium
7.	Chandelier heavy
8.	Chandelier 1 layer
9.	Chandelier 2 layer
10.	Chandelier 3 layer
11.	Chair chivari k
12.	Chair chivari nepoleon
13.	Resin lotus chair
14.	Chair dunlop mandap
15.	Ss table without top

## KEY PERFORMANCE INDICATORS OF OUR COMPANY

(₹ in Lakhs)



Key Financial Performance	As on June 30, 2023	FY 2022-23	FY 2021-22	FY 2020-21
Revenue from operations <sup>(1)</sup>	418.59	2,485.66	989.16	642.73
EBITDA <sup>(2)</sup>	70.74	946.47	260.24	105.76
EBITDA Margin <sup>(3)</sup>	16.90%	38.08%	26.31%	16.46%
PAT	27.24	592.84	104.44	43.33
PAT Margin <sup>(4)</sup>	6.51%	23.85%	10.56%	6.74%
Networth <sup>(5)</sup>	1,022.45	995.21	405.07	300.63
RoE % <sup>(6)</sup>	2.66%	84.68%	29.60%	18%
RoCE% <sup>(7)</sup>	4.52%	75.58%	14.60%	7.51%

**Notes:**

<sup>(1)</sup> Revenue from Operations means the Revenue from Operations as appearing in the Restated Financial Statements

<sup>(2)</sup> EBITDA is calculated as Profit before tax + Depreciation + Interest Expense - Other Income

<sup>(3)</sup> 'EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations

<sup>(4)</sup> 'PAT Margin' is calculated as PAT for the period / year divided by revenue from operations.

<sup>(5)</sup> Net worth means the aggregate value of the paid-up share capital and reserves and surplus of the company less deferred tax assets.

<sup>(6)</sup> Return on Equity is ratio of Profit after Tax and Shareholder Equity. Average Shareholders Equity for the stub period cannot be compared with last years figures and hence it has been taken on standalone basis.

<sup>(7)</sup> Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus long-term borrowings

## OUR COMPETITIVE STRENGTHS

### Organizational stability along with management expertise:

We have served companies of all sizes for more than ten years, demonstrating the company's resilience to business and economic cycles. Our manager and promotion have over ten years of combined expertise in a variety of sectors, including the ones we deal in. This shows that we can continue to run the company profitably and successfully navigate operational challenges. The driving force behind our company's financial and operational decisions is our promoters. Our promoters, with the help of a seasoned group of executives, are in charge of the company's overall business activities.

### Scalable Business Model

Because of our digital strategy, which puts us in a unique position to attract clients quickly and keep them with our customer-centric approach while making the best use of the resources we already have, we think we have a scalable business model. This will ensure quality supply and lead to economies of scale. The development of new products and markets through the investigation of consumer demands, marketing know-how, and reliable product quality is primarily responsible for the creation of corporate scale.

### Large & Diverse Product Portfolio

Artificial flowers, plants, wedding props, and other decorative things including lights, furniture, fabric, chandeliers, candles, and fragrances are all produced and sold by our company. In order to meet customer demand, our company manufactures items depending on specifications and needs. We believe we have the network, experience, and resources needed to introduce more items.

### Integrated manufacturing facility

We work to upgrade technology and maintain the necessary infrastructure to ensure the seamless operation of the manufacturing process and to adapt to the shifting demands of the market. Technology is always changing, and the markets are extremely responsive to these changes. We maintain our technological acuity by using the newest equipment and facilities.

### Cordial relationship with our customers

We keep friendly relationships with both our institutional clients and customers by carefully matching our services to their needs. We think that building stronger ties with our clients and winning more business from them has been made possible by our proven technical knowledge and track record of delivering high-quality products.

### **Well-developed distribution network**

In order to increase the scope of identifying core customer base and establishing appropriate marketing strategies for procurement and project liaising to deliver tailored solutions for clients, our company has created and executed a wide range of networking channels throughout the industry and society. Our marketing and distribution network guarantees that our products are available to our clients, which translates into a productive supply chain, customer support that is targeted, and quick product delivery times.

### **Strong sales, marketing, and distribution capabilities**

Since we have been distributing our goods throughout India, we are not reliant on any particular area. We think that having a large domestic presence helps us leverage the value of our brand while also reducing the risk of being dependent on a small number of areas. Our team is focused on sales and marketing. The primary goal of this team is to create a substantial demand for our products in India. This department also handles bringing in new customers and retaining the ones we already have.

## **OUR BUSINESS STRATEGY**

We envisage long term growth by building long term relations with customers. In line with this vision, our Company is implementing a business strategy with the following key components. Our strategy will be to focus on capitalizing on our core strengths and expanding the operations of our business. We intend to focus on our existing projects with specific emphasis on the following factors as business and growth strategy:

### **Focus on Increase in Volume of Sales:**

As a part of our growth strategy, our focus is on increasing sales volume through expansion, diversification and spread in geographical outreach. We believe that our growth in local market can fetch us new business expansion and opportunities.

### **Improving operational efficiencies:**

Our company concentrates on increasing operational effectiveness in order to cut costs and gain a competitive advantage. We constantly work to improve operational output through technological development, quality assurance, and ongoing process improvements. Our staff members receive frequent motivation to work more productively and efficiently while wasting less. Economies of scale are also significant. For complete process control, we think that strong internal management is essential. It reduces expenses by doing away with needless middlemen and obtaining materials in an economical way through labor efficiency optimization and logistics optimization.

### **Customer Centric Operations**

Our goal is to grow our company by operating with the needs of our customers in mind. We make sure that the customers are informed about the specifics of their possible purchase by our sales representatives. This, in our opinion, enables the client to make an informed decision they will be happy with. We also accommodate any customer's desire for customization, hiring designers to provide designs that adhere to unique client requirements. We have a specialized customer service team with a central reporting system for all consumer complaints and feedback via emails, social media, and helplines to increase consumer outreach in the midst of the COVID-19 outbreak.

### **Enhance customer base and to establish long-term relationships**

By expanding the distribution reach of our products throughout the nation, we hope to both meet the growing demand of our current clientele and grow our existing consumer base. We suggest growing our marketing and sales staff so they can concentrate on various areas and continue to build and maintain relationships with clients. Expanding our footprint into new areas will allow us to connect with more people. In addition, our business values sustaining long-term relationships with our clients in order to boost revenue. Our goal is to accomplish this through providing our clients with innovative, high-quality products that are delivered on time.

## **To build-up a professional organization**

As a company, we value openness and dedication in both our work and relationships with clients. Our team of professional individuals handles our daily operations. On an as-needed basis, we also confer with outside organizations about the technical and financial facets of our operations. We will continuously work with its group of seasoned personnel to help them become an exceptional group of empowered professionals that further accelerates the organization's development.

## **Expand geographical reach**

Our goal is to increase our market share by locating areas where we can offer potential clients high-quality, reasonably priced products. In addition, we aim to leverage our current expertise and relationships with manufacturers and customers.

## **Strengthening up our business through effective branding, promotional and digital activities**

Through outdoor media, marketing campaigns, new product lines and brand extensions, and successful online marketing techniques, we hope to raise awareness of our brand. Customers' feedback and word-of-mouth are regarded the most important factors when making decisions, and brand reputation is one of the main ones. Our advertising and marketing campaigns aim to raise brand recognition in order to attract new clients. We want to use social media, our website, and other online communication channels to successfully increase customer awareness of our brands.

## **OUR MANUFACTURING PROCESS**

*Our Manufacturing Process entails and covers the entire process stated in the flow chart. To brief about our Manufacturing process the following steps takes place:*

- i) Roll cutting and layer cutting come first in our manufacturing process, which starts with the fabric roll being inserted into the fabric cutting machine. After that, the layers of fabric are placed into a petal cutting machine, which simultaneously cuts the fabric into various shapes and colors..
- ii) To give petals structure and support, we use a pressing petals machine to press two to three layers of petals that are the same size and shape. The processed product is then sent for a quality check, where the petals that are not cut into the desired shape are separated from the final product that will be used to make a flower.
- iii) After receiving the finished product and determining that it is ready for sale, we set up storage for it in the factory's first and second floors' storage areas before moving it to our warehouse in Bhiwandi.
- iv) We showcase our products for wholesale and retail sales at our shops in Fort (Mumbai) and Lokhandwala (Andheri) for both our manufactured and traded goods.
- v) The selected products, free of damage or dirt from the warehouse in Bhiwandi, are transferred to the clients' place of business or usage upon receiving their orders from our shops.
- vi) Individual wedding planners, startups, and resellers of artificial flowers to final consumers, including businesses in the same industry, make up our clientele. Our focus is on class rather than mass. By taking part in exhibitions and making good use of social media, we are growing our clientele.

The factory has six (six) petal cutting machines installed. They have various sized and shaped molds that they use to cut the raw material into various forms. Depending on the desired shape, a certain mould must be put into the machine and it must be run in order to produce each type of petal. After the desired number of a certain shape of petal is cut, the mold is changed and put into a new petal cutting machine to create a new set of petal shapes.

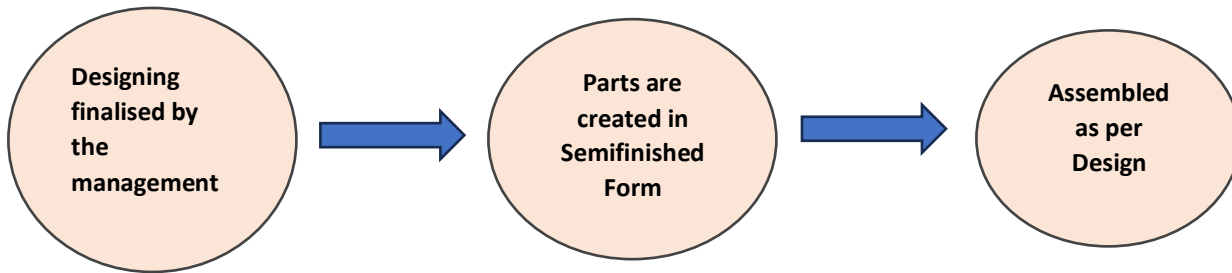
In total the Company has 80 machines installed in the factory. All the plant and machinery installed in the factory are owned and not rented.

## **Description of Manufacturing Business:**

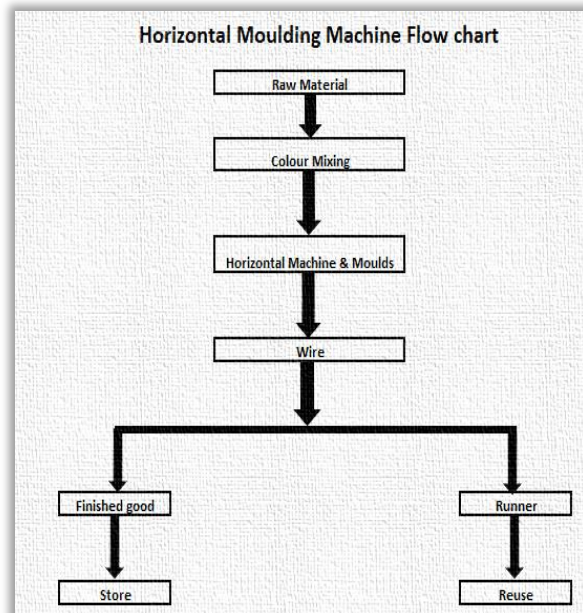
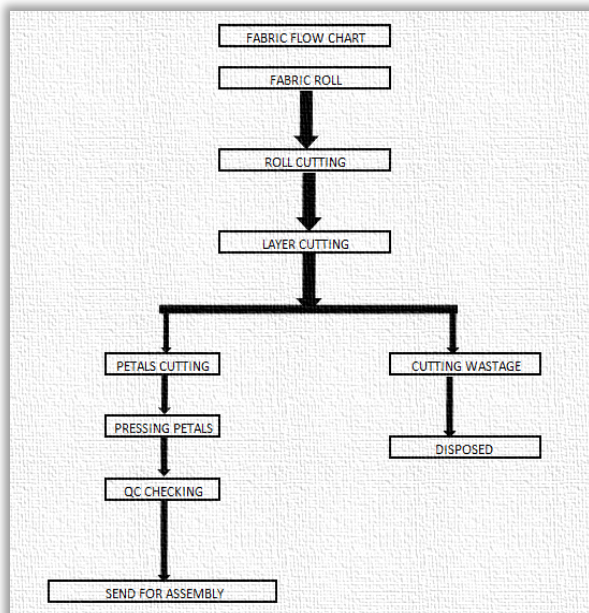
Our product's design is completed during the first, planning stage of the manufacturing process, which is overseen by our company's management. Our company designs its items internally; it does not use any other services for this purpose. The

machinery at the factory is used to generate pieces in semifinished form based on the design of the product. After every component of our product has been manufactured, it is assembled to create the final products.

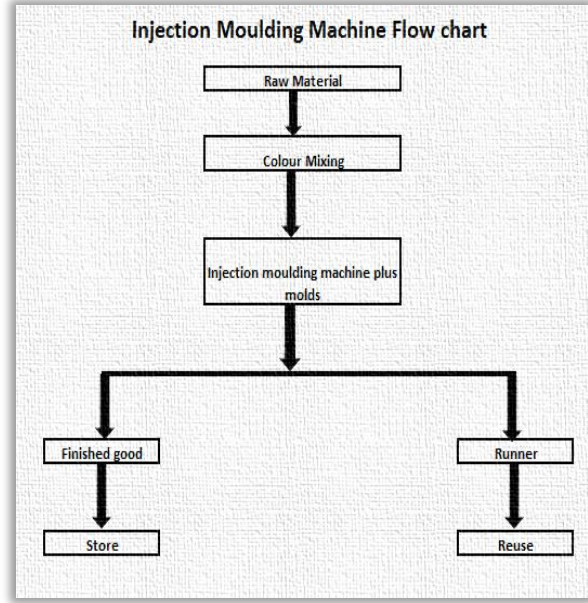
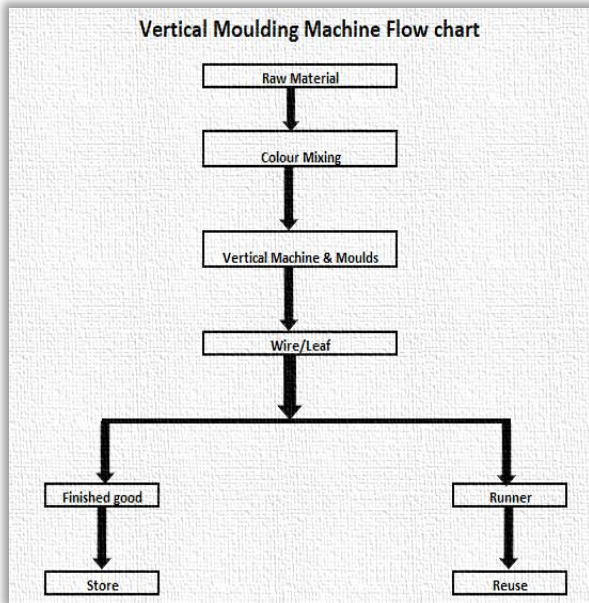
For instance, in the process of making an artificial flower, the components include big pieces of layers of fabric that have been cut into the desired shape and size using a fabric cutting machine, as well as artificial leaves and stems (green or brown tint). To create the finished goods, semi-finished goods are assembled internally in one location. Additionally, a few layers of cloth are cut into the shape of petals during the procedure, and these are joined with the stems and leaves to make a flower that seems natural. The Finished Product is placed aside after all the Parts have been assembled. Large-scale conversion of such semi-finished goods into finished goods is the responsibility of this team. After a sizable batch of assembly is finished, the finished goods—which appear like natural flowers—are brought back to the factory and warehouse for sale and storage. We sell the waste material generated by our production process to scrap dealers.



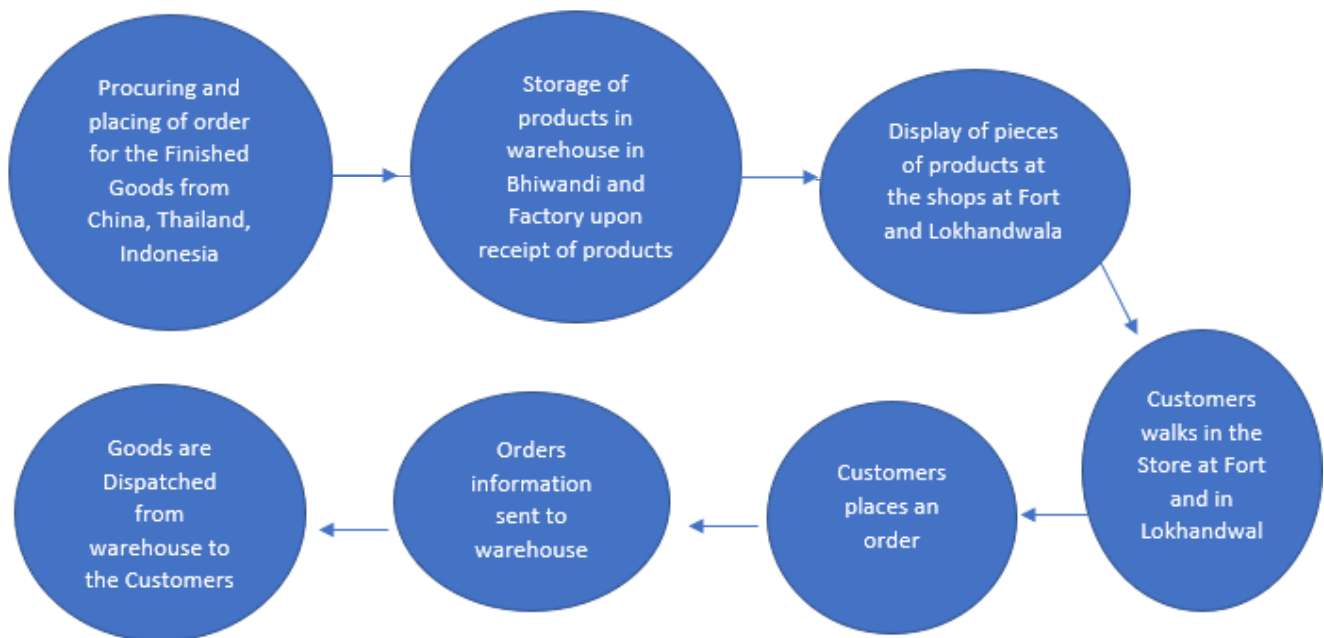
## PROCESS OF MANUFACTURING







#### PROCESS OF TRADING:



#### Description of Trading Business:

Since its foundation, our company has been involved in the trading of finished goods. We do procurement of those products which has high sales volume and need to be ordered in bulk at the time of placing the order based on the type, quantity, and number of products sold in previous years. This way, we don't overlook the addition of new products that could boost sales

in the near future. The quantity of new products that are not yet available on the domestic market and have not been released is often maintained to a minimum.

Trading entails traveling to many marketplaces and locations throughout the world in order to find wholesalers who share our convictions—that is, who are unwavering in their commitment to provide quality goods at competitive prices. The management of Interiors & More Limited actively travels to various nations, like China, Thailand, Vietnam, and others, to source finished goods that will complement our current product line. We place the orders to the importers of Indian Market.

We handle the transportation and finished goods clearance from the Customs Department after the bulk quantity order is placed with the suppliers and terms and conditions are agreed upon. When we receive finished goods from overseas, we display a small portion of each product at our shops and offices in Delhi and Mumbai. The remaining quantity of our products is sent to our factories in Umargaon, Gujarat, and our warehouse in Bhiwandi, Mumbai, for storage and to prevent damage. We extend an invitation to walk-in customers, retail and end users alike, by providing them soft copies of our catalogue and brochures. We consistently maintain our presence on all social media platforms, which we use to inform our current clients and to participate in exhibitions that are carefully curated across the nation.

The walk-in customers' needs are attended to by a different sales executive, who also manually records the order in their book. The sales executive in question is also in charge of sending our customers' order information to the warehouse in Bhiwandi, Mumbai. Our organization takes the effort to deliver the goods to our clients' locations. In addition to phone orders, we also receive orders via online platforms like Indiamart.

Apart from installing a few products for display in our stores, we don't do any more processes or activities on the finished goods that we purchase from our suppliers. We make them easily accessible to our clients.

#### SWOT ANALYSIS OF OUR COMPANY

STRENGTHS	WEAKNESSES
<ul style="list-style-type: none"> <li>• High Quality &amp; Innovative products gives a market edge from most of the suppliers.</li> <li>• Competitive edge in terms of quality and competitive bidding.</li> <li>• Good Marketing &amp; distribution network.</li> <li>• Experience of the Promoters in the Field.</li> </ul>	<ul style="list-style-type: none"> <li>• Dependent upon growth in Wedding Industry &amp; Competition from suppliers</li> <li>• Requirement of Finance to cater on National Level</li> <li>• Limited Market Share &amp; presence in few segments</li> <li>• Door to door Customer service at Pan India level</li> <li>• Competitors can offer similar products quickly</li> </ul>
OPPORTUNITIES	THREATS
<ul style="list-style-type: none"> <li>• Growing acceptance by consumers of decorative items, furniture,</li> <li>• Rise in the demand for products in emerging areas – Weddings, Office and Household segments.</li> <li>• E commerce and Online sale is growing and we can cater on national level easily.</li> </ul>	<ul style="list-style-type: none"> <li>• Changes in government policies.</li> <li>• Fluctuations in raw material prices.</li> <li>• Rising labour wages.</li> <li>• Change of behaviour of consumer demand.</li> <li>• Increase in Input cost can cause upward pricing.</li> <li>• Too many players entering and exiting the market.</li> </ul>

#### SALES, MARKETING AND DISTRIBUTION

In order to obtain and complete orders, our sales and marketing staff follows up with current clients and monitors fresh prospects. Every now and then, we conduct a thorough exercise to find current and new clients that have the potential to grow into a sizable clientele. Through focused engagement with numerous contacts at all levels, senior management actively manages customer relationships and business development. Our marketers and promoters engage with our clients on a regular basis to keep strong relations with them and to learn about any wants they may have in addition. Our top priorities when choosing a customer are consistent purchases and on-time payments. We use third-party logistics to ship our goods across the nation. Through a number of dealers and distributors as well as direct marketing, we sell and market our products all throughout India.

Our Company sells its products only via offline mode.

The entire sales of the Company are in Domestic market of India and take place via offline mode only as on date. The revenue breakup is as follow:

(₹ in Lakhs)

Revenue from sales	Total Revenue (Online)	Total Revenue (Offline)
30-06-2023	NIL	418.59
31-03-2023	NIL	2485.66
31-03-2022	NIL	989.16
31-03-2021	NIL	642.73

## LOCATION WISE BREAKUP OF OUR REVENUE

The Breakup of our revenue from various locations in India is as follows:

Year	Mumbai	Delhi	Gujarat
31.03.2021	97.60%	2.40%	-
31.03.2022	94.52%	4.02%	1.46%
31.03.2023	68.12%	5.99%	25.89%
30.06.2023	84.42%	2.68%	12.90%

Total number of customers of the Company for past three financial years and stub period.

Total Customers			
31 <sup>st</sup> March, 2021	31 <sup>st</sup> March, 2022	31 <sup>st</sup> March, 2023	30 <sup>th</sup> June, 2023
607	746	1134	364

## MARKETING STRATEGY

Interiors & More Limited ("The Company") is involved in curatorial exhibitions across the country of India. Products from the company are on exhibit for wholesale clients at its Fort, Mumbai location and for retail clients at Lokhandwala (Andheri). Owing to our physical location in the city, we see a fair share of walk-in clients.

Our proactive approach includes word-of-mouth promotion and the effective use of digital media platforms such as Facebook, Instagram, LinkedIn, and WhatsApp. We also stay active on these platforms to keep our customers informed about our product availability. Potential customers are drawn in by cheap prices and a wide range of products offered. Our top objective and business plan is to have a distinct, professional sales department to handle the demands of both existing and new clients who visit our shop frequently at different locations.

Walk-in consumers make up a portion of the company's clientele. Word-of-mouth marketing includes the successful and active use of digital media platforms, including but not limited to Facebook, LinkedIn, Instagram, and WhatsApp. Potential customers are drawn in by cheap prices and a wide range of products offered. Brochures are shared and follow-up is ongoing with current clients.

Our Company has no specific Dealer / Distributor involved in marketing or Sales process. Our Company directly sell its products.

## HUMAN RESOURCE

The important component of our company's growth strategy and managing the day-to-day operations within the company is human resources. Our main goal is to draw in and keep the greatest talent. Our staff is made up of a variety of seasoned professionals with knowledge of our sector. Employee unions are not present in our company. Our organization has 78 permanent employees as of June 30, 2023. Our main corporate office is located in Fort, Mumbai, where we handle all of our administrative and reporting needs as well as factory support. We believe that our relationship with our employees is positive and that there have not been any significant work stoppages, labor disputes, strikes, or other actions by or with our employees. Every individual working in their department demonstrates integrity in their work to ensure that the company's operations are completed and its goals are met.

## COMPETITION

Due to the high barriers to entry, large businesses that hold a significant market share have historically dominated the Indian consumer goods sector. The creation of a broad distribution network via enduring dealer connections, the capacity to install

tinting equipment with dealers, high marketing expenses, and the need to establish a distinctive brand in order to win over customers are some of these market entry obstacles. Along with our distribution network strength and brand recognition, we compete with these smaller businesses by using our dealer ties to install tinting equipment. With our unique approach, which aims to satisfy unmet product requirements while simultaneously providing a comprehensive selection of decorative paint products throughout India, we think we are in a strong position to compete with these businesses. We think we have a competitive advantage in the Indian paint industry because to our more than ten years of experience in the business, the quality of our output, our capacity for new product development, and the variety of paint products we offer for various uses.

## **COLLABORATIONS**

We have not entered into any technical or financial or any other collaboration agreement as on the date of filing the Draft Red Herring Prospectus.

## **INFRASTRUCTURE**

### **Infrastructure Facilities**

Our Manufacturing units located at Premises admeasuring to 57,000 Sq. ft. Plot No. 301 / 1, II Phase, GIDC, Umargam, Dist. Valsad, Gujarat as well as units located at Premises admeasuring 7,000 Sq. ft. with a 60KVA connection being situated in GIDC Industrial estate of Umbergaon, Ta Umbergaon, Dist. Valsad, Gujarat State are well equipped with computer systems, internet connectivity, other communication equipment, security and other facilities, which are required for our business operations to function smoothly.



**Our Infrastructure**



**Our Factory**



**Petal Cutting Machine**

#### **Power**

We have arrangements for regular power supply at our Factory and registered office. This power is been supplied to us from Dakshin Gujarat Vij Company Limited in our Factory.

#### **Water**

Our registered office and factory have adequate water supply arrangements for human consumption purpose. The requirements are fully met at the existing premises.

#### **IMPORTS-EXPORTS AND IMPORT-EXPORT OBLIGATIONS**

There are no Import- Export Obligation as on date of filing this Draft Red Herring Prospectus.

#### **OUR PROPERTIES**

Our Registered office, corporate office and manufacturing unit are leased by our Company. The detail of our property is as follows:

##### **Property Owned by the company:**

As on date of the Draft Red Herring Prospectus the Company does not own any property other then mentioned below.

Sr. No	Location	Name of Seller	Document and Date	Area in Sq mtrs	Usage
1.	Land Bearing Survey no 193, Mamakwada, Sarigam, Saronda Road. Taluka Umbergaon District Valsad- 396130 / 396135.	Mr. Babubhai Manibhai Patel, Mr. Chaitanaya Sanatrai Bhatt and Ms. Savitaben Becharbhai Patel	Sale deed dated April 12, 2023.	27,405	Vacant Land

##### **Properties taken on lease by our company.**

Sr. No	Location	Name of Lessor / Licensor	Document and Date	Rent (In Rs)	Period of Agreement		Usage
					From	To	

1.	Office No.7, Ground Floor, Kumtha Street, Off. Shahid Bhagat Singh Road, Ballard Estate, Fort Mumbai G.P.O., Mumbai- 400001, Maharashtra, India	Breit real estate Private Limited	Leave and Licenses Agreement May 24, 2023	a) Rs. 777000.00 per month for the first 11 months. b) Rs. 815850.00 per month for the next 11 months. c) Rs. 856700.00 per month for the next 11 months.	June 17, 2023	March 16, 2026	Registered Office
2.	27A, Laxmi Industrial Estate, New Link Road, Andheri West, Mumbai, Mumbai Suburban, Maharashtra, 400053 – India*.	Mrs. Sujata Agarwal	Leave and Licenses Agreement November 01, 2023	a) Rs. 65,000.00 per month b) Rs. 5,00,000.00 As deposit.	September 11, 2023	August 10, 2024	Branch Office
3.	Ground Floor, 874, Block A, Jagdish Chander Dhiman Marg, Shastri Nagar, New Delhi, 110052 – India	Sh. Mukesh Kumar Mittal & Sh. Raj Kumar Mittal	Leave and Licenses Agreement January 29, 2022	Rs. 50,000.00 p.m.	October 15, 2023	August 15, 2025	Retail and Wholesale Showroom
4.	First Floor, Building No. B / 6, RCC Godown No. 107-112, Bhagwan Seth Estate, Dapode Road, Gundawali Village, Bhiwandi, Thane, Maharashtra, 421302 - India.	Shri. Manjit Singh Samlok	Leave and Licenses Agreement March 02, 2022	Rs. 67,500.00 p.m.	March 01, 2022	February 28, 2025	Warehouse

5.	Unit 1 - Plot No. 301 / 1, II Phase, Umbergaon Industrial Estate, GIDC, Umbergaon, Valsad, Gujarat, 396171 - India	M/s Nitin Polypropylene Industries Private Limited	Leave and Licenses Agreement May, 19, 2021	Rs. 6,01,000.00 + GST p.m.	June 15, 2021	June 14, 2024	Factory and Storage Unit
6.	Unit 2 - Shed No. C1B / 718, GIDC, Umbergam, Valsad, Gujarat, 396171 - India.	M/s. Kedarnath Textile Industries	Leave and Licenses Agreement January 17, 2022	Rs. 66,000.00 p.m.	February 01, 2022	October 31, 2024	Factory

#### CAPACITY AND CAPACITY UTILIZATION

The capacity utilization for Unit I situated at Plot no. 301 / 1, II Phase Umbergaon, Industrial Estate, GIDC Umbergaon Valsad - 396171, Gujarat is as follows:

a) Capacity Utilization Calculation from 1st April 2021 - 31st March 2022		
Products	Moulding products (pcs)	Artificial flowers (pcs)
Installed Capacity (Nos)	29,11,25,000	85,000
Production (Nos)	20,70,00,000	50,000
<b>Capacity utilization</b>	<b>71.10%</b>	<b>58.82%</b>

Capacity utilization Calculation from 1st April 2022 - 31st March 2023		
Products	Moulding products (pcs)	Artificial flowers (pcs)
Installed Capacity (Nos)	36,00,00,000	18,00,000
Production (Nos)	29,25,00,000	14,20,000
<b>Capacity utilization</b>	<b>81.25%</b>	<b>78.89%</b>

The Capacity Utilization for Unit II situated at Shed No.C1B / 718, GIDC, Umbergaon Valsad, Gujarat – 396171 is as follow:

Capacity utilization Calculation from 1st April 2021 - 31st March 2022		
Products	Moulding products (pcs)	Artificial flowers (pcs)
Installed Capacity (Nos)	5,13,75,000	15,000
Production (Nos)	3,65,00,000	8,700
<b>Capacity utilization</b>	<b>71.05%</b>	<b>58.00%</b>

Capacity utilization Calculation from 1st April 2022 - 31st March 2023		
Products	Moulding products (pcs)	Artificial flowers (pcs)
Installed Capacity (Nos)	14,00,00,000	7,00,000
Production (Nos)	11,45,40,000	5,57,000
<b>Capacity utilization</b>	<b>81.81%</b>	<b>79.57%</b>

#### INSURANCE POLICIES

(Amount in Rs)




Sr. No.	Type of Policy	Sum Assured	Insurance Company	Policy No.	Valid from & Valid till
1.	Standalone Motor Own Damage Cover – Two-Wheeler	15,00,000.00	HDFC ERGO General Insurance Company Limited	2312 2051 0809 5100 000	From December 13, 2022 to December 12, 2023
2.	Auto Secure Commercial Vehicle Package Policy	5,02,845.00	Efficient Insurance Brokers Private Limited	0162856374 01 00	From January 23, 2023 to January 22, 2024
3.	Motor Private Car	19,91,925 .00	Universal Sompo General Insurance	2311/69414425/00/B00	From January 30, 2023 to January 29, 2024
4.	United Bharat Sookshma Udyam Suraksha Policy	50,00,000.00	United India Insurance Company Limited	1814001123P101325412	From May 03, 2023 to May 02, 2024
5.	United India Insurance Company Limited	3,60,00,000.00	United Bharat Sookshma Udyam Suraksha Policy	1814001123P101324806	From May 03, 2023 to May 02, 2024
6.	United India Insurance Company Limited	1,68,000,000.00	United Bharat Sookshma Udyam Suraksha Policy	1814001123P100325973	From April 05, 2023 to April 04, 2024

## INTELLECTUAL PROPERTY

As on the date of the Draft Red Herring Prospectus, our Company has made application for registering 48 trademarks. For details of registered and applied trademarks, please refer the chapter titled ***Government and Other Statutory Approvals***” beginning on page no. **Error! Bookmark not defined.** of this Draft Red Herring Prospectus.

Sr. No.	Word / Label / Mark / Design	Application No. / Design No.	Class	Registration / Application date	Status / Validity
1.	 Candles And Wicks for Lighting	Application No. 5719956	4	December 13, 2022	Renewal in process
2.	 Furniture, Mirrors, Picture Frames; Goods (Not Included In Other Classes) Of Wood, Cork, Reed, Cane, Wicker, Horn, Bone, Ivory, Whalebone, Shell, Amber, Mother-Of-	Application No. 5719958	20	December 13, 2022	Renewal in process



Sr. No.	Word / Label / Mark / Design	Application No. / Design No.	Class	Registration / Application date	Status / Validity
	Pearl, Meerschaum And Substitutes For All These Materials Or Of Plastics				
3.	 <p>Unworked Or Semi-Worked Glass (Except Glass Used In Building); Glassware, Porcelain And Earthenware Not Included In Other Classes, Vases</p>	Application No. 5719960	21	December 13, 2022	Renewal in process
4.	 <p>Artificial Flowers</p>	Application No. 5719961	26	December 13, 2022	Renewal in process
5.	 <p>Agricultural, Horticultural and Forestry Products, Natural Plants and Flowers.</p>	Application No. 5719963	31	December 13, 2022	Renewal in process

#### FINANCIAL INDEBTEDNESS OF THE COMPANY

As on the date of this Draft Red Herring Prospectus, our Company has availed unsecured loans. For further details, please refer to the section “*Statement of Financial Indebtedness*” beginning on page no. **Error! Bookmark not defined.** of this Draft Red Herring Prospectus.

## OUR MANAGEMENT

Under the chapter “Our Management” in the section “Brief profile of our Director”, we shall update the profile of Directors in RHP as follows.

### BRIEF PROFILE OF OUR DIRECTORS

**Mr. Manish Mohan Tibrewal**, aged 46 years, is the Promoter and Managing Director of our Company. He is the Director of the Company since Incorporation of the Company. He has been designated / Appointed as Managing Director of the Company w.e.f. October 31, 2022, for a period of 5 years. He holds a degree in Chartered Accountancy from the Institute of Chartered Accountant of India since 2002. He also holds a bachelor's degree in law. He has worked at S. Tekriwal & Associates a Chartered Accountant Firm from September, 2001 to April, 2003. He has also worked for Fullerton India Credit Company Limited as Assistant Vice President (Financial Control) from October 2006 to September 2010. Since 2012, Mr. Manish has associated himself with Interiors & More Limited and been one of the founders of Interiors & More Limited. He is a visionary entrepreneur and has played a pivotal role in setting up business of our Company. He primarily looks after the overall business operations of the Company. Company has witnessed continuous growth under his guidance.

**Ms. Ekta Tibrewal**, aged 47 years, is Executive Director of the Company. She is the Director of the Company since Incorporation of the Company. She has Bachelor of Arts in Economics passed in the year 1999 from Patna Women's College. She is founder member of the Company and has been associated with the Company since inception. She has been handling Product Designing and Finance Department of the Company. She plays a vital role in planning, coordinating and managing all the administration procedures and she is responsible for day-to-day activity of our Company.

**Mr. Rajat Vijender Singhal**, aged 30 is the Executive Director of our Company. He was Appointed as Executive Director of the Company w.e.f. July 04, 2022. He has completed his Degree of Master of Business Administration with O.P. Jindal Global University. He has joined as factory Manager in Interiors & More Limited on 24th June, 2021. Thereafter, He was promoted as Executive Director. He has proven ability to quickly analyse key business drivers and develop strategies to grow the bottom line. He is a high integrity energetic leader known for ability to envision and create successful outcomes in complex situations.

**Mr. Rahul Jhunjhunwala**, aged 48 is appointed as Non-Executive Director of our company with effect September 29, 2018. He has completed his Higher Secondary School from West Bengal Council of Higher Secondary Education. Being a partner of Zyana Stocks & Commodities since 2017, he has gained expertise in securities market and in the area of keeping the company up-to-date with latest business trends and developing better business techniques.

**Mr. Gopal Krishna Tharad**, aged 33 is appointed as an Independent Director of our company with effect from June 16, 2023 for a term of five consecutive years. He has completed his Degree of Master in Science in Exploration Geophysics from Indian Institute of Technology, Kharagpur in the year 2013. He has previously worked on multiple key clients across various geographies and sectors in the EMEA region as Analyst in Deutsche Bank for a period of two years. His exposure in diverse background will play a vital role to adhere to corporate governance from an independent point of view.

**Ms. Rupa Lachhiramka**, aged 43 is appointed as an Independent Director of our company with effect from June 16, 2023 for a term of five consecutive years. She is a Chartered Accountant by Profession, passed out from the Institute of Chartered Accountant of India in July 2002. She has worked in Commercial and Business Strategy Department of Reliance Defence Limited for more than a decade. She has consistently delivered exceptional results throughout her career. She possesses a strong work ethic, excellent problem-solving abilities, and a passion for driving growth.

Under the chapter “Our Management” in section “Changes in Our Board During the Last Three Years”, on page 134 and under the head “Changes in Key Managerial Personnel and Senior Management in the last three years” on page no. 147, the reason for resignation / cessation of Directors and KMPs is updated as follow.

Sr. No.	Directors	Date of Event	Event	Reasons for cessation of Director
1.	Mr. Gopal Krishna Tharad	June 16, 2023	Appointed as Independent Director	NA
2.	Ms. Rupa Lachhiramka	June 16, 2023	Appointed as Independent Director	NA

3.	Mr. Manish Mohan Tibrewal	October 31, 2022	Appointed as Managing Director	NA
4.	Ms. Rhea Kharwa	October 29, 2022	Cessation from Directorship	Personal Reasons and unavoidable circumstances
5.	Mr. Rajat Vijender Singhal	September 30, 2022	Regularised as Executive Director	NA
6.	Mr. Rajat Vijender Singhal	July 04, 2022	Appointed as Additional Executive Director	NA
7.	Mr. Sachin Lath	April 01, 2022	Cessation as Non-Executive Director	Personal Reasons
8.	Mr. Ankur Dhanuka	April 01, 2022	Cessation as Independent Director	Personal Reasons
9.	Mr. Ankur Dhanuka	October 01, 2020	Appointed as Independent Director	NA
10.	Ms. Ekta Tibrewal	July 12, 2023	Cessation as Chief Financial Officer (CFO)	Personal Reasons and unavoidable circumstances

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

In the Chapter “*Management’s discussion and analysis chapter*” under the heading “Discussion on Results of Operations”. We shall add the below table in RHP.

The total revenue from operations of the company has been mainly increased due to increase in the business activity for which the details are as follows:

### Total Volume

Particulars	Units	FY21	FY22	FY23	CAGR	Three months period ended June 30, 2023
Artificial Flowers	Kgs	79,845	1,10,591	1,45,164	34.84%	26,017
Artificial grass	Sq Mtrs	13,800	13,796	13,800	0.00%	13,800
Artificial Plants & leaves	Kgs	13,800	33,831	81,185	142.55%	13,416
Assorted Vases	Pcs	13,651	13,745	70,945	127.97%	14,255
Decorative	Pcs	13,768	45,975	2,68,902	341.94%	13,800
Other	Pcs	13,812	35,619	2,51,895	327.05%	13,800
<b>Total</b>		<b>1,48,676</b>	<b>2,53,558</b>	<b>8,31,891</b>	<b>136.54%</b>	<b>95,088</b>

### Product-wise total revenue

(₹ in Lakhs)

Particulars	FY21 (Audited)	FY22 (Audited)	FY23 (Audited)	CAGR	Three months period ended June 30, 2023
Artificial Flowers	353.12	438.32	971.43	65.86%	170.46
Artificial grass	68.20	65.11	64.72	-2.58%	64.72
Artificial Plants & leaves	169.05	337.75	843.35	123.36%	139.93
Assorted Vases	21.25	17.19	89.29	104.98%	16.81
Decorative	8.69	71.45	421.64	596.40%	21.45
Other	22.41	59.34	95.22	106.12%	5.22
<b>Total</b>	<b>642.73</b>	<b>989.16</b>	<b>2485.66</b>	<b>96.66%</b>	<b>418.59</b>

During the last 3 years, the Company has grown by 136.54% CAGR from total volume of 1,48,676 units in FY21 to 8,31,891 in FY23. The company has seen a significant increase in total volume of artificial flowers and decorative products. In addition to that the price of artificial flowers and decorative products have also increased significantly which has resulted in the growth till three months period ended June 30, 2023.

### Increase in Geographical Presence:

The Company’s revenue is significantly dependent on the volume that the company makes in various geographies. Currently, the company serving the following geographies:

Volume:

Particulars	FY21	FY22	FY23	Three months period ended June 30, 2023
Mumbai	148,327	243,381	418,219	85,827
Delhi	3,619	9,785	25,053	2,298
Gujarat	0	3,759	154,865	13,057

Total revenue from operations:

(₹ in Lakhs)

Particulars	FY21	FY22	FY23	Three months period ended June 30, 2023
Mumbai	627.42	937.02	1737.98	355.07

Delhi	15.31	37.67	104.11	950.51
Gujarat	0	14.47	643.57	54.02

The profit after tax of the company has mainly increased because of the increased in the business activity the revenue from operations and reduction in the cost.

## STATEMENT OF FINANCIAL INDEBTEDNESS

### UNSECURED LOAN:

Name of Lender	Amount Outstanding as on 30.06.2023	Amount Outstanding as on 30.09.2023
<b>Loan from Directors &amp; Related Parties</b>		
Vandana R Lohia	14.74	-
Garima Singhal	200.35	200.35
Manish Tibrewal	26.27	-
Rajiv Jhunjhunwala	20.83	20.83
VK Singhal HUF	50.02	50.02
<b>Loans from Others</b>		
Neuzen Finance Private Limited*	495.30	496.05
Carron Investment Private Limited	172.53	172.53
Nathani Chemical Industries Private Limited	6.01	6.01
Salvation Developers Limited	-	100.00
<b>Total</b>	<b>986.04</b>	<b>1,045.77</b>

*\* Name of the Company "Umang Trading Private Limited" was changed to "Neuzen Finance Private Limited" with effect from September 25, 2023*

## OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

In the Chapter “outstanding litigation and material developments” under the heading “Litigations against our Company”. We shall modify the below table in RHP.

### LITIGATIONS AGAINST OUR COMPANY:

Assessment Year	Proceeding Name and Description	Proceeding Status
2017-18	<p>Our Company received a notice under section 142(1) of the Income-Tax Act, 1961 (“IT Act”) dated January 29, 2018, for the assessment year 2017-18, wherein our Company was directed to prepare a true and correct return of the income in respect of which our Company is assessable. Further, the said return of income shall be filed in an appropriate form as prescribed under Rule 12 of the Income Tax Rules, 1962 and duly verified in accordance with provisions of section 140 of the IT Act and the said return of income was required to be furnished on or before February 28, 2018.</p> <p>In response to the proceeding initiated, our Company submitted the Returns of Income for A.Y. 2017-18 on February 28, 2018, vide Acknowledgment No. 417919651280218, and no reply has been received yet from the Income Tax Authorities. As of now, the said proceeding is open.</p>	Open

## **GOVERNMENT AND OTHER STATUTORY APPROVALS**

### **V. PENDING APPROVALS:**

2. Our Company has applied for NOC / Consent to establish and operate under the Water (Prevention & Control of Pollution) Act, 1974 and the Air (Prevention & Control of Pollution) Act, 1981 for Factory Unit 2 having address at Shed No. C1B/718, GIDC, Umbergam, Valsad, Gujarat, 396171.



## OTHER REGULATORY AND STATUTORY DISCLOSURES

### ELIGIBILITY FOR THE ISSUE

**We confirm that:**

4. The Post Issue Paid up Capital (Face Value) of the company will be ₹ [●] comprising [●] Equity Shares. So, the company has fulfilled the criteria of Post Issue Paid up Capital shall be less than or equal to Ten Crore Rupees.

### **DECLARATION**

We hereby certify and declare that all relevant provisions of the Companies Act, 2013/1956 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or the rules made or guidelines or regulations issued there under, as the case may be. We further certify that all statements are true and correct.

<b>NAME AND DESIGNATION</b>	<b>SIGNATURE</b>
<b>MR. MANISH MOHAN TIBREWAL</b> <i>Managing Director</i> <i>DIN: 05164854</i>	<i>Sd.-</i>
<b>MS. EKTA TIBREWAL</b> <i>Executive Director</i> <i>DIN: 01289275</i>	<i>Sd.-</i>
<b>MR. RAJAT VIJENDER SINGHAL</b> <i>Executive Director</i> <i>DIN: 09660995</i>	<i>Sd.-</i>
<b>MR. RAHUL JHUNJHUNWALA</b> <i>Non-Executive Director</i> <i>DIN:00527214</i>	<i>Sd.-</i>
<b>MR. GOPAL KRISHNA THARAD</b> <i>Independent Director</i> <i>DIN:07361902</i>	<i>Sd.-</i>
<b>MS. RUPA LACHHIRAMKA</b> <i>Independent Director</i> <i>DIN: 08126792</i>	<i>Sd.-</i>

### **SIGNED BY THE CHIEF FINANCIAL OFFICER AND COMPANY SECRETARY & COMPLIANCE OFFICER OF OUR COMPANY**

**Sd/-**

**MR. RAJAT VIJENDER SINGHAL**  
*Chief Financial Officer*  
*PAN: BNOPS2821R*

**Sd/-**

**MS. KUNTAL PANKAJ SHARMA**  
*Company Secretary & Compliance Officer*  
*PAN: BGBPS2996D*

**Place: Mumbai**

**Date: January 30, 2024**

## ANNEXURE A

**Under Annexure A, “Disclosure of Price Information of Past Issues handled by Gretex Corporate Services Limited”, We shall add the below breakup in RHP.**

Disclosures pertaining to the BRLM’s track record on past issues providing break-up on handling of SME IPOs and Main Board IPOs are as follows:

SME IPOs								
Sr. No.	Issuer Name	Issue Size (Cr)	Issue Price (In ₹)	Listing Date	Opening Price on Listing Date	+ / -% change in closing price, [+ / - % change in Closing benchmark] 30th calendar days from listing	+ / -% change in closing price, [+ / - % change in Closing benchmark] 90th calendar days from listing	+ / -% change in closing price, [+ / - % change in Closing benchmark] 180th calendar days from listing
1	Jayant Infratech Limited	6.19	67.00	July 13, 2022	76.00	218.92, [11.12]	538.03, [6.79]	443.23, [13.52]
2	B-Right RealEstate Limited	44.36	153.00	July 13, 2022	155.00	-5.19, [11.12]	-15.26, [-6.79]	60.49, [13.52]
3	Shantidoot Infra Services Limited	4.02	81.00	September 19, 2022	105.00	-24.26, [-0.31]	-28.26, [3.71]	-28.80, [-1.95]
4	Steelman Telecom Limited	26.02	96.00	October 10, 2022	161.00	31.29, [5.25]	0.21, [3.29]	-14.23, [3.18]
5	Reetech International Cargo and Courier Limited	11.71	105.00	October 10, 2022	82.00	-0.78, [5.25]	-7.89, [3.29]	-14.23, [3.18]
6	ResGen Limited	28.20	47.00	March 13, 2023	49.00	18.10, [3.70]	-2.75, [7.53]	N.A.
7	Sudarshan Pharma Industries Limited	50.10	73.00	March 22, 2023	73.00	6.50, [2.47]	-1.23, [8.78]	N.A.
8	Retina Paints Limited	11.10	30.00	May 3, 2023	29.05	32.82, [2.21]	55.54, [8.61]	N.A.
9	Innokaiz India Limited	21.17	78.00	May 11, 2023	148.20	-21.86, [1.16]	N.A.	N.A.
10	Comrade Appliances Limited	12.30	54.00	June 13, 2023	87.00	15.80, [3.83]	N.A.	N.A.
MAIN BOARD IPOs								
NIL								