



PAPADMALJI AGRO FOODS LIMITED

(Formerly known as Papadmalji Agro Foods Private Limited)
CIN: U15119RJ2017PLC059795



(Please scan the QR Code to view the Red Herring Prospectus and Abridged Prospectus)

THE EQUITY SHARES OF OUR COMPANY ARE PROPOSED TO BE LISTED ON THE EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“NSE EMERGE”)

Our Company was incorporated under the name and style of ‘Papadmalji Agro Foods Private Limited’, a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated December 19, 2017 issued by the, Registrar of Companies, Central Registration Centre. Subsequently, pursuant to a resolution passed by our Board of Directors in their meeting held on October 15, 2024 and by our Shareholders in an Extraordinary General Meeting held on November 18, 2024, our Company was converted into a public limited company, consequently our name was changed to ‘Papadmalji Agro Foods Limited’ and a fresh certificate of incorporation dated January 28, 2025 was issued by the Assistant Registrar of Companies/ Deputy Registrar of Companies/Registrar of Companies, Central Processing Centre. The corporate identification number of our Company is U15119RJ2017PLC059795. For further details of change in name and registered office of our company please refer to the chapter titled, “History and Certain Corporate Matters” on page 257 of this Red Herring Prospectus.

Registered Office: Opp. Manav Bharti School, Garsisar, Bikaner, Rajasthan, India – 334001
Telephone: +91 89258 99652, Email: cs@papadmalji.com, Website: www.papadmalji.com
Contact Person: Ms. Khushboo Tak Singhal, Company Secretary and Compliance Officer

OUR PROMOTERS: MR. JAI AGARWAL, MRS. PREMLATA AGARWAL AND MS. AANYA AGARWAL

THE OFFER

INITIAL PUBLIC OFFER OF UP TO 28,03,200* EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (“EQUITY SHARES”) OF PAPADMALJI AGRO FOODS LIMITED (“OUR COMPANY”) FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE) (“OFFER PRICE”), AGGREGATING UP TO ₹ [•] LAKHS COMPRISING A FRESH ISSUE OF UPTO 25,72,800 EQUITY SHARES AGGREGATING UP TO ₹ [•] LAKHS BY OUR COMPANY (THE “FRESH OFFER”) AND AN OFFER FOR SALE OF UPTO 2,30,400 EQUITY SHARES AGGREGATING UP TO ₹ [•] LAKHS BY INDIA CUSTOMER INSIGHT FUND (THE “SELLING SHAREHOLDER” OR THE “INVESTOR SELLING SHAREHOLDER”) (THE “OFFERED SHARES”) (THE “OFFER FOR SALE” AND TOGETHER WITH THE FRESH ISSUE, THE “OFFER”) OF WHICH UPTO 1,44,000 EQUITY SHARES AGGREGATING TO ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE OFFER (THE “MARKET MAKER RESERVATION PORTION”). THE OFFER LESS MARKET MAKER RESERVATION PORTION I.E. NET OFFER OF UPTO 26,59,200 EQUITY SHARES AT AN OFFER PRICE OF ₹ [•] PER EQUITY SHARE AGGREGATING UP TO ₹ [•] LAKHS IS HEREINAFTER REFERRED TO AS THE “NET OFFER”. THE OFFER AND NET OFFER WILL CONSTITUTE 29.85 % AND 28.31 %, RESPECTIVELY OF THE POST- OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY

* Subject to finalisation of Basis of Allotment

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE PER EQUITY SHARE

Name of Selling Shareholders	Type	Maximum number of Offered Shares	Weighted average cost of acquisition per Equity Share (in ₹)*
India Customer Insight Fund ^	Investor Selling Shareholder	Up to 2,30,400	43.11

*As certified by the M/s GGPS & Associates, Chartered Accountants, Bikaner, Peer Reviewed Statutory Auditors pursuant to a certificate dated September 22, 2026 ^ Trust registered under Indian Trust Act 1882 and a Category II AIF registered with SEBI.

PRICE BAND: ₹ 69/- TO ₹ 72/- PER EQUITY SHARE OF FACE VALUE OF ₹ 10/- EACH

THE FLOOR PRICE AND THE CAP PRICE ARE 6.90 TIMES AND 7.20 TIMES OF THE FACE VALUE OF THE EQUITY SHARES, RESPECTIVELY

THE PRICE TO EARNING (“P/E”) RATIO BASED ON DILUTED EPS FOR FISCAL 2026 OF OUR COMPANY AT THE FLOOR PRICE IS 9.03 TIMES AND AT THE CAP PRICE IS 9.42 TIMES

WEIGHTED AVERAGE RETURN ON NET WORTH FOR LAST THREE FISCAL YEAR IS 36.22% BASED ON RESTATED FINANCIAL STATEMENTS

BIDS CAN BE MADE FOR A MINIMUM OF 3,200 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AND IN MULTIPLES OF 1,600 EQUITY SHARES THEREAFTER

The details of the Fresh Offer, Offer Size and the Post-Offer market capitalisation of the Company, each at the Floor Price and the Cap Price, are given below

Name	At Floor price of ₹ 69 per Equity Share		At Cap price of ₹ 72 per Equity Share	
	Up to No. of Equity shares of face value of ₹ 10 each	-Up to Amount (₹ in lakhs)	Up to No. of Equity shares of face value of ₹10 each	-Up to Amount (₹ in lakhs)
Fresh Offer	25,72,800	1,775.23	25,72,800	1852.41
Offer for Sale	2,30,400	158.98	2,30,400	165.89
Total Offer Size	28,03,200	1934.21	28,03,200	2018.30
Post Offer Market Capitalization of the Company		6,480.75		6,762.52

BID / OFFER PROGRAMME

BID / OFFER OPENS ON: TUESDAY, SEPTEMBER 29, 2026
BID / OFFER CLOSES ON: THURSDAY, OCTOBER 01, 2026⁽¹⁾⁽²⁾

(1) Our Company and the Investor Selling Shareholder in consultation with the BRLM, may consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations

(2) UPI mandate end time and date shall be at 5.00 p.m. on the Bid/Offer Closing Date

BRIEF DESCRIPTION OF THE BUSINESS OF THE ISSUER

Our Company, headquartered in Bikaner, Rajasthan, is an ISO 22000:2018 certified enterprise engaged in the in-house manufacturing of Hand-Made Papads, Machine-Made Papads, Machine-Made ready to Fry Papads, Rice Papads (Khichiya), Vrat Special Papads, and Moongodi. In addition to in-house manufacturing, we also undertake white label manufacturing of Handmade Papads for clients, wherein products are produced by the Company and marketed by clients under their respective brand names and packaging, tailored to their target market. This combination of in-house and white label manufacturing enables the Company to leverage its production, optimize capacity utilization, diversify revenue streams and maintain consistent demand.

THIS ISSUE IS BEING MADE THROUGH THE BOOK BUILDING PROCESS IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 AS AMENDED (THE “SEBI (ICDR) REGULATIONS”), READ WITH RULE 19(2)(B) OF THE SECURITIES CONTRACT (REGULATION) RULES 1957, AS AMENDED (THE “SCRR”), THE EQUITY SHARES OF OUR COMPANY ARE PROPOSED TO BE LISTED ON THE EMERGE PLATFORM OF NSE LIMITED (“NSE EMERGE”), FOR THE PURPOSE OF THIS OFFER, NSE LIMITED WILL BE THE DESIGNATED STOCK EXCHANGE.

ALLOCATION OF THE OFFER

QIB PORTION	NOT MORE THAN 50% OF THE NET OFFER BEING AVAILABLE FOR ALLOCATION TO QIB BIDDERS
INDIVIDUAL INVESTOR PORTION	NOT LESS THAN 35% OF THE NET OFFER
NON – INSTITUTIONAL PORTION	NOT LESS THAN 15% OF THE NET OFFER
MARKET MAKER PORTION	UPTO 1,44,000 EQUITY SHARES OR 5.14% OF THE OFFER

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST RELY ON THE INFORMATION CONTAINED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE OFFER, INCLUDING THE RISKS INVOLVED, AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE OFFER AVAILABLE IN ANY MANNER. POTENTIAL INVESTORS SHOULD RELY ON THIS INFORMATION AND PRICE AND NOT RELY ON ANY MEDIA ARTICLES OR REPORTS IN RELATION TO THE COMPANY THAT HAVE NOT BEEN CONFIRMED BY THE COMPANY OR THE BOOK RUNNING LEAD MANAGER TO THE OFFER (“BRLM”).

In accordance with the recommendations of the Independent Directors of the Company, pursuant to their resolution dated September 23, 2026 the above Price Band is justified on the quantitative factors and key performance indicators (“KPIs”) disclosed in the Chapter titled “Basis for Offer Price” beginning on page 127 of the Red Herring Prospectus (“RHP”), read with the weighted average cost of acquisition (“WACA”) of primary and secondary transactions, as applicable, disclosed in the Chapter titled “Basis for Offer Price” beginning on page 127 of the Red Herring Prospectus and provided below in this Advertisement.

RISKS TO INVESTORS

1. Risk to investors summary description or key risk factors based on materiality:

- Our business is dependent on a limited number of customers, and the loss of one or more significant customers may adversely affect our business, results of operations, and financial condition.
- Our business depends on a limited number of suppliers for raw materials, we do not have long-term supply agreements with them, and any disruption in supply availability or increase in raw material costs may adversely affect our business operations and financial performance.
- Our business depends on an effective and diversified sales and distribution network across multiple channels, and any disruption, inefficiency, or underperformance in one or more channels may adversely affect our business operations and financial performance.
- Our business and revenue are significantly dependent on our key brands, particularly “Vishal,” “Zhakaas,” and “Rozana.” Any decline in their market acceptance or brand perception, or the inability to expand our “Papadmalji” brand, may adversely affect our business, results of operations, and financial condition.
- Our Company operations require significant amount of working capital for a continuing growth. Our inability to meet our working capital requirements may adversely affect our results of operations.
- Our business requires us to obtain and renew certain registrations, licenses and permits from government and regulatory authorities and the failure to obtain and renew or non-receipt of them in a timely manner may adversely affect our business operations.
- Certain of our historical corporate records and filings have certain discrepancies or have been filed with a delay, which may lead to penal action by the competent regulatory authority.
- Our revenue is primarily derived from the sale of papad products, and any decline in demand for papads or shift in consumer preferences may adversely affect our business and financial performance.
- Our manufacturing units are located in Bikaner, and concentration of operations in a single geographic region exposes us to location-specific risks.
- Our product sales are heavily concentrated in a few core markets, particularly Rajasthan, Haryana, and Assam, and any adverse developments in these regions may materially affect our business and financial performance.

For further details of the risks applicable to us, see “Risk Factors” beginning on page 23. Investors are advised to read the risk factors carefully before making an investment decision in the offer.

2. Details of weighted average cost of acquisition of Equity Shares of our Promoters:

a) Weighted average price at which Equity Shares were acquired by our Promoters in the last one year preceding the date of the Red Herring Prospectus is as follows:

Sl.No.	Name of Promoter	Number of Equity Shares acquired in last one year	Weighted average price of Equity Shares acquired in the last one year (in ₹)*
1	Jai Agarwal	32,00,000	Nil
2	Premalata Agarwal	4,96,088	Nil
3	Aanya Agarwal	800	Nil

* Shares were acquired through bonus issue

b) Weighted average price for all Equity Shares acquired (except bonus shares) in one year, 18 months and three years preceding the date of the Red Herring Prospectus is mentioned below:

Period	Weighted average cost of acquisition per Equity Share (in ₹)	Cap Price (₹xx) is ‘X’ times the weighted average cost of acquisition	Range of acquisition price per Equity Share: lowest price – highest price) (in ₹)
Last one year preceding the date of the Red Herring Prospectus	N.A.	N.A.	N.A.
Last 18 months preceding the date of the Red Herring Prospectus	N.A.	N.A.	N.A.
Last three years preceding the date of the Red Herring Prospectus	9.00	8.00	9.00 – 9.00

3. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI:

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

Our Company has not issued any Equity Shares or convertible securities, excluding the issuance of bonus shares, during the 18 months preceding the date of this Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre- Offer capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of rolling 30 days (“Primary Issuance”).

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

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

c) price per share based on the last five primary or secondary transactions

Since there have been no primary or secondary transactions of equity shares of our Company during the past 18 months, clauses (a) and (b) shall not be applicable. Therefore, reporting under Clause (c) is applicable. Accordingly, the last five primary or secondary transactions (i.e., secondary transactions where promoters, promoter group entities, or shareholders selling shares through an offer for sale in the IPO, or shareholders having the right to nominate director(s) to the Board of the Issuer Company, are parties to the transaction), not older than three years prior to the date of filing of the Red Herring Prospectus, are to be reported, irrespective of the size of the transactions.

Sl. No.	Date	Transaction	Number of Shares	Adjusted no of Equity Share *	Face Value Per share (in Rs)	Sale Price per Equity Share (in Rs)	Total Consideration (in ₹)
1.	October 15, 2024	Share Transfer to Aanya Agarwal	100	900	10	81	8100
2	October 15, 2024	Share Transfer to Rajender Kumar Agarwal	1	9	10	81	81
3	October 15, 2024	Share Transfer to Rama Devi Agarwal	1	9	10	81	81
4	October 15, 2024	Share Transfer to Saraswati Agarwal	1	9	10	81	81
Total				927			8,343
Weighted Average Cost of Acquisition (WACA) (in ₹)							9.00

* The Company has made Bonus issue of shares at the ratio of 8 bonus shares for every 1 share held in the meeting of board of directors held on September 23,2025 and the effect of same has been given.

d) Weighted average cost of acquisition, floor price and cap price:

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price is ‘X’ times the weighted average cost of acquisition	Cap Price is ‘X’ times the weighted average cost of acquisition
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity / convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Red Herring Prospectus, where such issuance is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options), in a single transaction or multiple transactions combined together over a span of rolling 30 days.*	N.A.	N.A.	N.A.
Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares (equity / convertible securities), where promoters / promoter group entities or Investor Selling Shareholder or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of this Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.**	N.A.	N.A.	N.A.
In case, there are no transactions to report under (a) and (b) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoters / Promoter Group entities or Investor Selling Shareholder or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction) not older than 3 years prior to the date of this Red Herring Prospectus irrespective of the size of transactions.	9.00	7.67	8.00

* There were no primary/new issue of shares (equity/convertible securities) in last 18 months from the date of this Red Herring Prospectus which are equal to or more than 5% of the fully diluted paid-up share capital of our Company.

** There were no secondary transactions of shares (equity/convertible securities) in last 18 months from the date of this Red Herring Prospectus which are equal to or more than 5% of the fully diluted paid-up share capital of our Company

ADDITIONAL INFORMATION FOR INVESTORS

- Details of proposed or undertaken pre-offer placements from the DRHP filing date – Our Company has not undertaken any pre-offer placement from the date of filing of the DRHP.
- Transactions in Equity Shares aggregating to 1% or more of the paid-up Equity Share capital of our Company by our Promoters and members of our Promoter Group from the DRHP filing date – None of our Promoters or members of our Promoter Group have undertaken any transaction in Equity Shares aggregating to 1% or more of the paid-up Equity Share capital of our Company from the date of filing of the DRHP.
- Pre-issue Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company:

Sl. No.	Shareholders	Pre- Offer Shareholding as at the date of the Advertisement		Post- Offer Shareholding as at Allotment ⁽¹⁾			
		Number of Equity Shares of face value of ₹10/- each	Percentage of total pre – Offer paid up Equity Share capital	At the lower end of the price band (₹69/-)		At the upper end of the price band (₹72/-)	
				Number of Equity Shares of face value of ₹10/- each	Percentage of total post-issue paid up Equity Share Capital	Number of Equity Shares of face value of ₹10/- each	Percentage of total post-issue paid up Equity Share Capital
A. Promoters							
1.	Jai Agarwal	36,00,000	52.79	36,00,000	38.33	36,00,000	38.33
2.	Prem Lata Agarwal	5,58,099	8.18	5,58,099	5.94	5,58,099	5.94
3.	Aanya Agarwal	900	0.01	900	0.01	900	0.01
Total (A)		41,58,999	60.98	41,58,999	44.28	41,58,999	44.28
B. Promoter Group							
4.	Rama Devi Agarwal	9	0.00	9	0.00	9	0.00
5.	Rajendra Kumar Agarwal	9	0.00	9	0.00	9	0.00
Total (B)		18	0.00	18	0.00	18	0.00
C. Additional Top 10 Shareholders							
6.	India Customer	23,19,588	34.02	20,89,188	22.24	20,89,188	22.24
7.	Insight Fund						
8.	Puneet Bothra	3,40,974	5.00	3,40,974	3.63	3,40,974	3.63
9.	Saraswati Agarwal	9	0.00	9	0.00	9	0.00
Total (C)		26,60,571	39.02	24,30,171	25.87	24,30,171	25.87
Total (A + B + C)		68,19,588	100.00	65,89,188	70.15	65,89,188	70.15

Notes:

- Assuming full subscription in the Offer. The post-offer shareholding details as at allotment will be based on the actual subscription and the final offer price and updated in the Prospectus, subject to finalisation of the basis of allotment. Also, this table assumes there is no transfer of shares by these shareholders between the date of advertisement and allotment (if any such transfers occur prior to the date of Prospectus, it will be updated in the shareholding pattern in the Prospectus).
- As on the date of the Red Herring Prospectus, we have total 8 shareholders, out of which 3 are Public Shareholders

BASIS FOR OFFER PRICE

The Price Band and the Offer Price will be determined by our Company and the Investor Selling Shareholder, in consultation with the Book Running Lead Manager, on the basis of assessment of market demand for the Equity Shares offered in the Offer through the Book Building Process and on the basis of the qualitative and quantitative factors as described in this Chapter.

The face value of the Equity Shares is ₹ 10/- each and the Offer Price is 6.9 times the face value at the lower end of the Price Band and 7.2 times the face value at the higher end of the Price Band.

Qualitative Factors

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

- Multi-Channel presence and extensive and well-established sale and distribution network
- Wide Range of Products with distinct variants
- Purity, Health & Wellness Focus
- Empowered by Women: A symbol of strength and dedication
- Experienced Promoters and professional management team

For a detailed discussion on the qualitative factors which form the basis for computing the price, refer the Chapter titled “Our Business – Strengths” on page 159 of this Red Herring Prospectus.

Quantitative Factors

Some of the information presented in this section relating to our Company is derived from the Restated Financial Statements. For details, refer the Section titled “Financial Information – Restated Financial Statements” and Chapter titled “Other Financial Information” beginning on page 287 and 314 of this Red Herring Prospectus.

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

- Basic and Diluted Earnings Per Share (“EPS”) (Face Value of Rs. 10 each), as per Restated Financial Statements:

Basic & Diluted Earnings Per Share (EPS):

Basic earnings per share (₹) =
$$\frac{\text{Net Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding during the period}}$$

Diluted earnings per share (₹) =
$$\frac{\text{Net Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Diluted Equity Shares outstanding during the year}}$$

Weighted Average:

Period	Basic EPS (in ₹) ²	Diluted EPS (in ₹) ³	Weights
For the Financial Year ended March 31, 2026	7.64	7.64	3
For the Financial Year ended March 31, 2025	6.93	6.93	2
For the Financial Year ended March 31, 2024	3.09	3.09	1
Weighted Average ⁴	6.65	6.65	-

Notes:

- Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. sum of (EPS x Weight) for each year / Total of weights
- Basic earnings per share (₹) = Restated Net profit/loss for the period attributable to equity shareholders / weighted average number of equity shares outstanding during the year
- Diluted earnings per share (₹) = Restated Net profit/loss for the period attributable to equity shareholders / weighted average number of diluted equity shares outstanding during the year
- Basic EPS and Diluted EPS calculations are in accordance with Accounting Standard 20 (AS-20) ‘Earnings per Share’, notified under Section 133 of Companies Act, 2013 read together along with paragraph 7 of the Companies (Accounts) Rules, 2014. The face value of equity shares of the Company is ₹ 10/-.
- The figures disclosed above are based on the Restated Financial Statements. The above statement should be read in conjunction with Significant Accounting Policies and Notes to Restated Financial Statement.
- EPS is calculated based on post-bonus number of shares.

2. Price Earning (“P/E”) Ratio in relation to the Price Band of ₹ 69/- to ₹ 72/- per Equity Share of Face Value of ₹ 10/- each fully paid-up:

Price to Earnings Ratio (P/E) =
$$\frac{\text{Offer Price}}{\text{Earnings Per Share}}$$

Particulars	P/E at the lower end of the Price Band (number of times)	P/E at the higher end of the Price Band (number of times)
P/E Ratio based on Basic & Diluted EPS as restated for the financial year ended March 31, 2026	9.03	9.42
P/E Ratio based on Weighted Average Basic & Diluted EPS	10.38	10.83
P/E Ratio based on Simple Average Basic & Diluted EPS	11.71	12.22

Notes: Price/Earning (P/E) ratio is computed by dividing the Offer Price per share by earnings per share

3. Return on Net Worth (“RoNW”)

Return on Net Worth (%) =
$$\frac{\text{Profit After Tax attributable to Equity Shareholders}}{\text{Net Worth}}$$

As derived from Restated Financial Statements of our Company

Period	RoNW (%)	Weight
Financial Year ended March 31, 2026	32.29	3
Financial Year ended March 31, 2025	43.23	2
Financial Year ended March 31, 2024	33.97	1
Weighted Average	36.22%	

Notes:

- Weighted average = Aggregate of year wise weighted Return on Net Worth divided by the aggregate of weights i.e., (Return on Net Worth x Weight) for each year / Total of weights
- Return on Net Worth (%) = Profit for the year divided by Net worth at the end of the year.
- ‘Net Worth’: Sum of equity share and other equity less capital reserves

4.Net Asset Value (“NAV”) per Equity Share (Face Value of ₹ 10 each)

Net Asset Value per equity share (₹) =
$$\frac{\text{Restated Net Worth as at the end of the year}}{\text{Number of Equity Shares outstanding}}$$

As derived from Restated Financial Statements of our Company

Particulars	NAV (in Rs.) *
As at March 31, 2026	23.67
As at March 31, 2025	16.03
As at March 31, 2024	9.10
After the completion of the Offer:**	
a) At Floor Price	36.37
b) At Cap Price	37.20
At Offer Price	[•]

* Bonus Shares were issued on September 23, 2025, in the ratio of 8:1

Net Asset Value (NAV) Per Equity Share is calculated as Net Worth attributable to Equity Shareholders (Equity Share capital together with Reserves and surplus as per Restated Financial Information) as at the end of period / year divided by the number of Equity Shares outstanding at the end of the /year.

continued on next page...

5. Comparison of Accounting Ratios with Listed Industry Peers:

There are no listed companies in India companies at global level engaged in the business segment of exclusively manufacturing of papad or of a comparable size to that of our Company. Accordingly, it is not possible to provide an industry comparison in relation to our Company.

6. Key Performance Indicators (“KPIs”)

Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Offer Section, whichever is later or for such other duration as may be required under the SEBI ICDR Regulations. The KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 22, 2026 and the members of the Audit Committee have verified the details of all KPIs pertaining to the Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of this Red Herring Prospectus. Further, the KPIs herein have been certified by M/s. GGPS and Associates, Chartered Accountant, by their certificate date September 22, 2026 who hold a valid certificate issued by the Peer Review Board of the ICAI. The Restated Financial Statement dated September 20, 2026 has been included in the Chapter titled ‘Material Contracts and Documents for Inspection’ beginning on page 457 of this Red Herring Prospectus.

The KPIs disclosed below have been used historically by our Company to understand and analyze the operational and the financial performance, which in result, helps it in analyzing the growth of various verticals, and other relevant and material KPIs of the business of our Company that have a bearing on arriving at the Basis for Offer Price have been disclosed below.

The Applicants can refer to the below-mentioned Key Performance Indicators, being a combination of financial and operational Key Performance Indicators, to make an assessment of our Company’s performances and make an informed decision.

KPI of our Company

(Amount ₹. In Lakhs except Percentages)

Sl. No.	Particulars	As of and for the Fiscal		
		2026	2025	2024
1	Revenue From Operation (₹ in Lakhs)	3353.48	3,175.09	2,627.19
2	Year-on-year growth in Revenue from Operation (%)*	5.62%	20.85%	5.12%
3	Total Income (₹ in Lakhs)	3353.52	3,176.00	2,628.79
4	Year-on-year growth in Total Income (%)*	5.59%	20.82%	5.13%
5	Operating EBITDA (₹ in Lakhs)	843.76	598.23	330.63
6	Operating EBITDA Margin (%)	25.16%	18.84%	12.58%
7	Year-on-year growth in Operating EBITDA (%)*	41.04%	80.94%	107.30%
8	Profit/(loss) after tax for the year (₹ in Lakhs)	521.26	472.44	210.76
9	Net profit Ratio / PAT Margin (%)	15.54%	14.88%	8.02%
10	Year-on-year growth in Profit/(loss) after tax for the year (%)*	10.33%	124.16%	729.28%
11	Return on Equity (ROE) (%)	38.51%	55.15%	40.92%
12	Debt To Equity Ratio	0.62	0.82	1.66
13	Debt Service Coverage Ratio	3.99	2.45	2.50
14	Return on Capital Employed (%)	46.47%	44.51%	32.27%
15	Current Ratio	1.81	1.72	1.48
16	Net Working Capital Turnover Ratio	3.04	4.48	9.37
17	Earnings Per Share (EPS)(In Rs.)	7.64	6.93	3.09
18	Year-on-year growth in EPS (%)*	10.33%	124.16%	729.28%
19	Net worth	1614.18	1,092.93	620.49

Operational KPI’s

20	Number of Manufacturing Facilities	2	2	2
21	Installed Capacity (in Kgs.)-			
	Machine Made Papad	9,12,500	9,12,500	9,12,500
	Moongodi	2,19,000	2,19,000	2,19,000
	Rice Papad (Khichiya)	10,95,000	10,95,000	10,95,000
	Actual Production (in Kgs.)-			
	Machine Made Papad	6,26,925	6,28,320	5,91,360
	Moongodi	40,055	36,960	50,400
	Rice Papad (Khichiya)	1,02,031	9,07,200	9,00,480
	Capacity Utilization (in %)			
	Machine Made Papad	68.70	68.86	64.81
	Moongodi	18.29	16.88	23.01
	Rice Papad (Khichiya)	93.15	82.85	82.24
22	Number of Employees	118	110	106

As certified by M/s. GGPS and Associates, Chartered Accountants pursuant to their certificate dated September 22, 2026, the Audit committee in its resolution dated September 22, 2026 has confirmed that the Company has not disclosed any KPIs to any investors at any point of time during the three years preceding the date of this Red Herring Prospectus other than as disclosed in this Section.

Top 10 Customers and Suppliers of the Company*

(₹in Lakhs)

Revenues	Fiscal					
	2026		2025		2024	
	Amount (₹ in lacs)	Percentage of Revenue from Operations (%)	Amount (₹ in lacs)	Percentage of Revenue from Operations (%)	Amount (₹ in lacs)	Percentage of Revenue from Operations (%)
Top 1 Customer	304.39	9.08	629.97	19.84	409.49	15.59
Top 3 Customers	748.74	22.33	1251.51	39.41	954.90	36.35
Top 5 Customers	1034.55	30.85	1696.76	53.43	1420.24	54.06
Top 10 Customers	1540.76	45.94	2198.74	69.25	1829.83	69.65

*As certified by M/s GGPS and Associates, Chartered Accountants, Bikaner, Peer Reviewed Statutory Auditor of our Company, pursuant to their certificate dated September 22, 2026.

Explanation for KPI Metrics

KPI	Explanation
Contribution to revenue from operations of top 1/3/5/10 customers	This metric enables us to track the contribution of our key customers to our revenue and also assess any concentration risks.
Contribution to purchase of raw materials from top 1/3/5/10 suppliers	This metric enables us to track the purchase of raw materials from our key suppliers and also assess any concentration risks.

7. Comparison of key performance indicators with Peer Group Companies

There are no listed companies in India that are engaged in the business segment in which we operate or of a comparable size to that of our Company. Accordingly, it is not possible to provide an industry comparison in relation to operational KPIs of the listed peer with our Company

INDICATIVE TIMELINE FOR THE OFFER

Sequence of Activities	Listing within T + 3 days (T is the Offer Closing Date i.e., Thursday, October 01, 2026)
Application submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) "For Individual Investors" – Up to 5 pm on Thursday, October 01, 2026 Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA, etc.) – Up to 4 pm on Thursday, October 01, 2026 Electronic Applications (Syndicate Non – Individual, Non – Institutional Applications) – Up to 3 pm on Thursday, October 01, 2026
	Physical Applications (Bank ASBA) – Up to 1 pm on Thursday, October 01, 2026 Physical Applications (Syndicate Non – Individual, Non – Institutional Applications) – Up to 12 pm on Thursday, October 01, 2026 and Syndicate members shall transfer such applications to banks before 1 pm on Thursday, October 01, 2026
Bid Modification	From Offer opening date – Up to 5 pm on Thursday, October 01, 2026
Validation of bid details with depositories	From Offer opening date – Up to 5 pm on Thursday, October 01, 2026

Reconciliation of UPI mandate transactions (Based on guidelines issued by NPCI from time to time): Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSPs/TPAPS** – Issuer Banks; Reporting formats of bid information, UPI analysis report and compliance timelines	On daily basis Merchant Banker to submit to SEBI, sought as and when
UPI Mandate acceptance time	Thursday, October 01, 2026 – 5 pm
Offer Closure T Day	Thursday, October 01, 2026 – 4 pm for QIB and NII categories Thursday, October 01, 2026 – 5 pm for Individual Investor and other reserved categories
Third Party Check on UPI applications	On daily basis and to be completed before 9:30 A.M. on Monday, October 05, 2026
Third Party Check on Non – UPI applications	On daily basis and to be completed before 1 pm on Monday, October 05, 2026
Submission of final certificates: - For UPI from Sponsor Bank - For Bank ASBA, from all SCSBs - For syndicate ASBA, UPI ASBA	UPI ASBA – Before 09:30 pm on Thursday, October 01, 2026 All SCSBs for Direct ASBA – Before 07:30 pm on Thursday, October 01, 2026 Syndicate ASBA – Before 07:30 pm on Thursday, October 01, 2026
Finalisation of rejections and completion of basis	Before 6 pm on Monday, October 05, 2026
Approval of basis by Stock Exchange	Before 9 pm on Monday, October 05, 2026
Issuance of fund transfer instructions in separate files for debit and unblock For Bank ASBA and Online ASBA – To all SCSBs For UPI ASBA – To Sponsor Bank	Intimation not later than 9:30 am on Tuesday, October 06, 2026 Completion before 2 pm on Tuesday, October 06, 2026 for fund transfer; Completion before 4 pm on Tuesday, October 06, 2026 for unlocking
Corporate Action execution for credit of shares	Initiation before 2 pm on Tuesday, October 06, 2026 Completion before 6 pm on Tuesday, October 06, 2026
Filing of listing application with Stock Exchange and issuance of trading notice	Before 7:30 pm on Tuesday, October 06, 2026
Publish allotment advertisement	On the website of the Issuer, Merchant Banker and RTA - before 9 pm on Tuesday, October 06, 2026 In newspaper – on Wednesday, October 07, 2026 but not later than Thursday, October 08, 2026
Trading starts T + 3 day	Wednesday, October 07, 2026

**PSPs/TPAPs = Payment Service Providers/Third Party Application Providers

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see “History and Certain Corporate Matters” on page 257 of the Red Herring Prospectus. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see the Chapter “Material Contracts and Documents for Inspection” on page 457 of the Red Herring Prospectus.

LIABILITY OF MEMBERS AS PER MOA: The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorised Share Capital of the Company is ₹ 12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs Rupees) divided into 1,25,00,000 (One Crore Twenty Five Lakhs) Equity Shares of ₹ 10/- each. The issued, subscribed and paid-up share capital of the Company before the Offer is ₹ 6,81,95,880/- (Rupees Six Crore Eighty One Lakhs Ninety Five Thousand Eight Hundred Eighty) divided into 68,19,588 (Sixty Eight Lakhs Nineteen Thousand Five Hundred Eighty Eight) Equity Shares of ₹ 10/- each. For details of Capital Structure, see Chapter titled “Capital Structure” on page 93 of the Red Herring Prospectus.

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:

ORIGINAL SIGNATORIES			CURRENT PROMOTERS		
Name of Promoters	Face Value (₹)	No. of Shares	Name of Promoters	Face Value (₹)	No. of Shares
Jai Agarwal	10/-	4,00,000	Jai Agarwal	10/-	36,00,000
Prem Lata Agarwal	10/-	1,00,000	Prem Lata Agarwal	10/-	5,58,099
			Aanya Agarwal	10/-	900

LISTING: The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on NSE EMERGE in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. Our Company has received “in-principle” approval from NSE Limited (“NSE”) for using its name in the Offer Documents for listing of the Equity Shares pursuant to letter bearing Ref. No. NSE/LIST/6609 dated April 01, 2026. For the purpose of the Offer, the Designated Stock Exchange shall be NSE. A signed copy of Red Herring Prospectus has been submitted for registration to RoC on September 23, 2026 and Prospectus shall be filed with RoC in accordance with Section 26(4) of the Companies Act, 2013.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”): Since the Offer is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI after filing of the Offer Document with Registrar of Companies in terms of Regulations 246 of the SEBI (ICDR) Regulations, 2018. However, the SEBI shall not issue any observation on the Offer Documents. Hence, there is such specific disclaimer clause of SEBI. However, investors may refer to the entire “Disclaimer Clause of SEBI” beginning on page 372 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF NSE (THE DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE, nor does it certify the correctness or completeness of any of the contents of the Offer Documents. The investors are advised to refer to the Offer Document for the full text of the “Disclaimer Clause of NSE” beginning on page 375 of the Red Herring Prospectus.

CREDIT RATING: This being a public offer of Equity Shares, no credit rating is required.

DEBENTURE TRUSTEE: This being an offer of Equity Shares, the appointment of Trustee is not required.

MONITORING AGENCY: Monitoring Agency has not been appointed as the Offer Size is less than 5,000.00 Lakhs

IPO Grading: Since the offer is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, there is no requirement of appointing an IPO Grading agency.

GENERAL RISK: Investment in Equity and Equity related securities involves a degree of risk and Bidders should not invest any fund in this Offer unless they can afford to take the risk of losing their entire investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares issued in the Offer have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”). nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the Bidders is invited to the section “Risk Factors” beginning on page 23 of the Red Herring Prospectus.

BOOK RUNNING LEAD MANAGER TO THE OFFER	REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
 Kreo Capital Private Limited Registered Office: 2nd Floor, VCA Complex, Near Gate No. 08, Civil Lines, Sadar Bazar, Nagpur – 440001 Telephone: +91 0712-2997550/ +91 0712-2997551 E - mail: office@kreocapital.com Investor Grievance email ID: office@kreocapital.com Website: www.kreocapital.com Contact Person: Mr. Ayush Parakh SEBI Registration Number: INM000012689 CIN: U65999MH2018PTC307425	 MAS Services Limited T-34, 2nd Floor, Okhla Industrial Area, Phase II, New Delhi – 110020 Tel: +91 11 2638 7281-83, + 91 11 4132 0335 E-mail: ipo@masserv.com Investor Grievance e-mail ID: investor@masserv.com Website: https://www.masserv.com/ Contact Person: Mr. N.C. Pal SEBI Registration No.: INR000000049 CIN: U74899DL1973PLC006950	Name: Mrs. Khushboo Tak Singhal PAPADMALJI AGRO FOODS LIMITED Registered Office: Opp. Manav Bharti School, Gharsisar, Bikaner – 334 001, Rajasthan, India E-mail: cs@papadmalji.com Tel.: + 91 73000 71153 Website: www.papadmalji.com Investors can contact our Company Secretary and Compliance Officer and/or the Book Running Lead Manager and/or the Registrar to the Offer in case of any pre-Offer or post-Offer related problems, such as non-receipt of letters of Allotment, non-credit of allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode, etc.

AVAILABILITY OF RED HERRING PROSPECTUS: Bidders are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Offer. Full copy of the Red Herring Prospectus is available on the website of the SEBI, the Company, the BRLM to the Offer and the NSE at www.sebi.gov.in, www.papadmalji.com, www.kreocapital.com and www.nseindia.com, respectively.

AVAILABILITY OF ABRIDGED PROSPECTUS: A copy of the Abridged Prospectus shall be available on the website of the Company, the BRLM to the Offer and the NSE at www.papadmalji.com, www.kreocapital.com and www.nseindia.com, respectively.

SYNDICATE MEMBER: Kreo Capital Private Limited

SUB-SYNDICATE MEMBER: N.A.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-cum-Application Forms can be obtained from the Registered Office of the Company Opp. Manav Bharti School, Gharsisar, Bikaner – 334 001, Rajasthan, India; BRLM and Syndicate Member: Kreo Capital Private Limited, Tel. No.: 0712-2997550/0712-2997551 and the Registered Brokers, RTAs and CDPs participating in the Offer. Bid-cum-Application Forms will also be available on the website of NSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

APPLICATION SUPPORTED BY BLOCKED AMOUNT (ASBA): All Applicants (other than Applicants using the UPI Mechanism) shall mandatorily participate in the Offer only through the ASBA process. ASBA Applicants (other than Applicants using the UPI mechanism) must provide bank account details and authorisation to block funds in the relevant space provided in the Application Form and the Application Forms that do not contain such details are liable to be rejected.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC OFFER BANK ACCOUNT AND SPONSOR BANK: Axis Bank Limited

UPI: UPI Bidders can also Bid through UPI Mechanism.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in Red Herring Prospectus.

Place: Bikaner

Date: September 23, 2026

For PAPADMALJI AGRO FOODS LIMITED

On Behalf of the Board of Directors

Sd/-

Mrs. Khushboo Tak Singhal

Company Secretary and Compliance Officer

DISCLAIMER:

PAPADMALJI AGRO FOODS LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Red Herring Prospectus with the Registrar of Companies, Jaipur on September 23, 2026 and thereafter with SEBI and the Stock Exchange. Full copy of the Red Herring Prospectus is available on the website of SEBI, the Company, the BRLM to the Offer and the NSE at www.sebi.gov.in, www.papadmalji.com, www.kreocapital.com and www.nseindia.com, respectively. Any potential investors should note that investment in Equity Shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the Section titled “Risk Factors” beginning on Page No. 23 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”) or any state securities law in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in “offshore transactions” in reliance on Regulation “S” under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.