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Dated: 04.09.2024

SHARE VALUATION REPORT

OF

G. D. CONTRACTORS PRIVATE LIMITED

SITUATED AT

A - 09, GD-ITL NORTHEX TOWER, NETAJI SUBHASH PLACE,
PITAMPURA, NORTH-WEST DELHI, DELHI, INDIA-110034

REPORT PREPARED FOR

- Corporate Valuers
- Business/ Enterprise/ Equity Valuations
- Lender's Independent Engineers (LIE)
- Techno Economic Viability Consultants (TEV)
- Agency for Specialized Account Monitoring (ASM)
- Project Techno-Financial Engineers
- Chartered Engineers
- Industry/ Trade Rehabilitation Consultants
- NPA Management
- Panel Valuer & Techno Economic Consultants for PSU Banks

INDUS TUBES LIMITED, B - 08, GD - ITL TOWER, TOP FLOOR, NETAJI

SUBHASH PLACE, WAZIRPUR DISTRICT CENTRE, PITAMPURA, DELHI, INDIA-
110034

*Important - In case of any query/ issue or escalation you may please contact Incident Manager at
valuers@rkassociates.org. We will appreciate your feedback in order to improve our services.*

*NOTE: As per IBA Guidelines please provide your feedback on the report within 15 days of its submission
after which report will be considered to be correct.*

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SHARE VALUATION REPORT

G. D. CONTRACTORS PRIVATE LIMITED

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PART A

INTRODUCTION

1. ABOUT THE REPORT:

Equity Share Valuation of Real Estate Development Company M/s G. D. Contractors Private Limited located at A-09, GD-ITL Northex Tower, Netaji Subhash Place, Pitampura, Delhi-110034.

2. BACKGROUND:

M/s G. D. Contractors Private Limited was originally incorporated on 10th November, 1997 with Registrar of Companies, NCT of Delhi & Haryana at New Delhi under Companies Act, 1956. The main object of the Company is to construct Houses, Multistorey buildings, residential apartment, Commercial Flats, building or take up civil and construction work of every description on and land of the company or on any other land or immovable property.

The registered office of the company is located at A - 09, GD-ITL Tower Northex Tower, Netaji Subhash Place, Pitampura, North West Delhi, Delhi, India-110034. Below table shows the historical financial performance of the company from FY 2020-21 to FY 2023-24:

(In INR Thousands)

Particulars	FY 2021 A	FY 2022 A	FY 2023 A	FY 2024 A
Revenue from Operations	-	-	-	-
Other income	649.27	698.48	1,180.73	1,096.13
Total Revenue	649.27	698.48	1,180.73	1,096.13
Employee benefits expense	295.42	257.14	280.61	327.61
Other expenses	314.18	505.42	483.48	134.05
Total expenses	609.60	762.56	764.09	461.66
EBITDA	39.67	-64.08	416.64	634.47
Depreciation	440.76	336.48	190.13	180.71
EBIT	-401.09	-400.56	226.51	453.76
Finance costs	-	-	-	-
Profit before tax	-401.09	-400.56	226.51	453.76
Current Tax	-	-	36.08	65.26
MAT Credit Entitlement	-	-	-36.08	36.08
Earlier Year Tax	-	-	-	82.58
Deferred Tax	192.91	-45.15	68.26	68.78

Profit for the year	-594.00	-355.41	158.25	201.06
EBITDA Margin %	6.11%	-9.17%	35.29%	57.88%
EBIT Margin %	-61.78%	-57.35%	19.18%	41.40%
Net Profit Margin %	-91.49%	-50.88%	13.40%	18.34%
Revenue Growth Rate (Y.O.Y.)		7.58%	69.04%	-7.17%



As per the previous years' audited financials shared with us, the EBITDA Margin, EBIT margin and Net Profit Margin of the company have increased from 6.11%, -61.78% & -91.49% in FY 2020-21 respectively to 57.88%, 41.40% & 18.34% in FY 2023-24 respectively.

At present, the company is engaged in the business of maintenance and up keeping services in respect of Real Estate. Now, the company need to ascertain its net worth at present, for which management of the company requires the fair market value of equity shares to assess its financial position for internal purpose.

Thus, M/s Indus Tubes Limited has appointed us R.K. Associates to determine the Fair Valuation of the equity shares of M/s G. D. Contractors Private Limited to take appropriate course of action.

3. TYPE OF REPORT: Share Valuation Report.

4. PURPOSE OF THE REPORT:

To assess & determine the fair value of the equity shares of M/s G. D. Contractors Private Limited to enable M/s Indus Tubes Limited (ITL) to find the fair market value of equity shares of the associate company.

5. SCOPE OF THE REPORT:

To calculate fair value of the equity shares of the above-mentioned company.

- *This is just the valuation report of the equity shares of the M/s G. D. Contractors Private Limited.*
- *This Valuation only covers the valuation of the particular securities of the issuer company. It does not cover any transaction with the subject company's subsidiary/ associate/ Joint Venture Companies, as per the requirement by the lender.*
- *This Valuation is prepared based on the financial & operational status of the issuer companies considering the financial data, other facts & information provided by the company/ lender/ Client in writing & verbal discussions held during the course of the assignment and based on independent assessment of certain assumptions which are specifically mentioned in the Valuation section of the Report.*
- *We have assumed that the information provided to us is correct and is not manipulated or distorted.*

NOTES:

- This Securities Valuation report doesn't cover vetting of the documents/ financial data/ projections or any other information provided to us by the client/company.
- This exercise is neither an audit activity nor investigative in nature.
- It is important to point out that we have carried out these valuations based on the limited information which was available with us at the time of valuation. As and when any new or updated information comes forward, it is likely that the suggested valuation will no longer represent a true and fair representation of the situation.

6. METHODOLOGY/ MODEL ADOPTED:

Net assets Value (NAV) method is adopted for the calculation of Equity Shares of the Company.

7. DOCUMENTS / DATA REFERRED:

- Last 3 years Audited Financial Statements of G. D. Contractors Private Limited.
- Latest Audited Financial Statements of the Investee Companies namely ITL Infotech LLP.
- MOA and AOA of G. D. Contractors Private Limited alongwith the brief company profile.
- Conveyance Deed and Previous Valuation Report of Investment Property.
- List of Directors and Shareholders as on 31st March 2024.

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1000, PUNE 411 004



PART B

INCORPORATION DETAILS OF THE COMPANY

As per information available on MCA website, the incorporation details of the Project Company are provided in the table below:

INCORPORATION DETAILS	
Name of the Company	G.D. Contractors Private Limited
CIN	U74210DL1997PTC090614
ROC Name	ROC Delhi
Registration Number	090614
Registered Office Address	A - 09, GD-ITL Tower Northex Tower, Netaji Subhash Place, Pitampura, North West Delhi, Delhi, India-110034
Constitution	Private Company (Limited by Shares)
Date of Incorporation	13 December 1995
Authorised Capital	INR 50,00,000
Paid up Capital (Equity)	INR 28,52,000
Date of Last AGM	11 September 2023
Date of Last Balance Sheet	31 March 2023

Source: As per data/information available on MCA website

Below table shows the details of directors/Promoters of the company along with their DIN details and date of appointment:

List of Directors of M/s G. D. Contractors Private Limited

S. No.	Name	DIN/PAN	Date of Appointment
1	Mr. Bajrang Lal Gupta	00143031	13/08/1999
2	Mr. Ishwar Parkash Jain	00161727	16/08/2010

Source: MCA Data

We could not find much details of directors/promoters, their educational background and experience in the public domain.

CAPITAL STRUCTURE: The authorized Share Capital of the Company is INR 50.00 Lakh divided into 5 Lakh Equity Shares of INR 10/- each. During the year under review, paid up capital of the Company was INR 28.52 Lakh into 2,85,200 Equity Shares of INR 10/- each fully paid as on 31st March, 2024.

The Shareholding Pattern of the Company as per the Financial Statements for FY Ended March 2024 is as follows: -

Details of Shareholders holding more than 5% of the Aggregate Shares

S. No.	Particulars	Number of Shares	Holding %
1	Sandhya Shukla	30,000	10.52%
2	Vikas Baid	25,000	8.77%
3	Sumit Kumar Pugalia	20,000	7.01%
4	Surjeet Pugalia	20,000	7.01%
5	Rajendra Kumar Bothra	20,000	7.01%
6	Mudit Bothra	20,000	7.01%
7	Rajiv Surana	20,000	7.01%
8	Nisha Surana	20,000	7.01%
9	Dhiraj Pugalia	20,000	7.01%

Source: Consolidated Financial Statement provided by the company

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PART C

VALUATION OF THE SHARES OF THE COMPANY

1. METHODOLOGY/ MODEL ADOPTED:

Out of the various Models & theories available, we have adopted the most widely used & acceptable approach to calculate the fair value of the equity of the Company, which is, Net Assets Value approach (Net Worth Model), and the NAV is being considered as the proxy of the Equity Value of M/s G. D. Contractors Private Limited:

- a. The NAV approach used here, is based on the present value/fair market value of all its fixed asset and its financial assets.
- b. Present/Fair value of fixed assets of the company including property, plant and equipment is calculated based on the Market and Cost Approach as-is-where-is basis for estimating the Current Depreciated Replacement value of the assets.
- c. Present value of the financial/ current assets is estimated based on the document/ information provided by the company.
- d. Further, the liabilities of the company will be net off with the Total asset value estimated based on the present scenario.

For Financial and Current Assets: Gathering of Information on high level breakup of each head of Financial and Current Assets for assessment (as per RKA Format).

- Review of data/ inputs/ information which company could provide to us against the queries raised by the consultant.
- Final assessment as per the data /information available on record.

Notes:

- a. *There is no a fixed criterion, formula or norm for the Valuation of Current Assets. It is purely based on the individual assessment and may differ from consultant to consultant based on the practicality he analyses in recoveries of the outstanding dues. Ultimate recovery depends on efforts, extensive follow-ups of the individual case by the company. So, our values should not be regarded as any judgement in regard to the recoverability of current assets but should only be read in terms of analysis.*
- b. *No audit of any kind is performed by us at our end from the books of account or ledger statements. All the data/ information/ input/ details provided to us by the company.*

lenders are taken by us as-it-is on good faith and assumed that that these are factually correct information.

- c. This is a general assessment of the estimated fair value of the current assets based on the data/ input/ Information Company/ lenders could provide to us against our questions/ queries. In no manner this should be regarded as an audit activity/ report and NO micro analysis or detailed or forensic audit/ scrutiny of the financial transactions or accounts of any kind has been carried out at our end.*

2. SUMMARY OF VALUATION ASSESSMENT:

(Value in INR Thousands)

Assets	Amount as on 31st March 2024	Fair Market Value
Non-Current Assets		
Property, Plant & Equipment	49.63	27.39
Non-Current Investments	3,795.45	51,837.45
Deferred Tax Assets	325.37	325.37
Total Non-Current Assets	4,120.82	52,162.82
Current Assets		
Cash and cash equivalents	783.62	783.62
Short term loans and advances	2,107.87	2,107.87
Other Current Assets	11.39	11.39
Total Current Assets	2,902.88	2,902.88
Total Assets	7,023.70	55,065.70
Liabilities		
Current Liabilities		
Other Current Liabilities	17.70	17.70
Total Liabilities	17.70	17.70

NET ASSET VALUE (Net Worth)	
PARTICULARS	AMOUNT (In INR Thousands)
Total Assets (A)	55,065.70
Total Liabilities (B)	17.70
Net Assets Value (Net Worth) (A-B)	55,048.00

3. SHARE VALUE:

CALCULATION OF SHARE PRICE

Particulars	Amount
Net Worth of G. D. Contractors Private Limited	INR 5,50,47,996.57
No. of Shares Outstanding	2,85,200
Share Price	INR 193.02



SHARE PRICE OF M/S G.D. CONTRACTORS PRIVATE LIMITED
INR ONE HUNDRED NINETY-THREE RUPEES AND TWO PAISE (INR 193.02)

Hence, the "Share Price" of the Firm "M/s G. D. Contractors Private Limited" is INR 193.02

This is only a general assessment of the current value of the equity shares based on the data/ input that the Bank/Client/Company could provide to us against our questions/ queries using the appropriate method with respect to the present scenario. In no manner this should be regarded as an audit activity/ report and NO micro analysis or detailed or forensic audit/ scrutiny of the financial transactions or accounts of any kind has been carried out at our end.

4. KEY ASSUMPTIONS:

a) NON-CURRENT ASSETS:

• PROPERTY, PLANT AND EQUIPMENTS:

S. No.	Particular	As per Balance Sheet as on 31-03-2024		As per RKA as on 09-09-2024	
		Gross Block	Net Block	GCRC	Prospective Fair Market Value
1	Office Equipments	9,32,057	49,632	3,85,611	27,385
	Total	9,32,057	49,632	3,85,611	27,385
NOTES:					
1. Office equipment pertaining to Unit No. 15 Ground Floor GDITL Northex Tower Plot No. A-9 Netaji Subhash Place Pitampura New Delhi 11003. is considered in this section of valuation report.					
2. Useful life of office equipments of the like printer, Air conditioner & Table chairs etc. is taken as 3 to 5 years.					
3. During the site visit, the office equipments are in average condition. Our engineering team visited all the sections and manually inspected the machines and equipment on the basis of their physical existence not on the basis technical.					
4. The valuation is done by considering the Market Comparable Sales Method, further depreciation in respective commodity has been applied to the respective Gross current reproduction Cost to derive the Fair Market Value.					
5. Since the FAR is not provided to us, all the valuation of the office equipment has been done according to the site survey.					

• INVESTMENTS:

i. Investments in capital partnership firms unquoted non-trade - ITL Infotech LLP

Assets	Amount as on 31st March 2024
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SHARE VALUATION REPORT

G. D. CONTRACTORS PRIVATE LIMITED

Non-Current Assets	
Non-Current Investment	12,79,000.00
Current Assets	
Cash and Cash Equivalent	3,48,559.00
Short-term Loans and Advances	27,67,298.00
Total Assets	43,94,857.00
Liabilities	
Current Liabilities	
Other Current Liabilities	7,500.00
Short-Term Loans and Advances	65,680.00
Total Liabilities	73,180.00

Particulars	Amount
Net Worth of LLP	INR 43,21,677.00
% Owned by GDTIL	15%
Fair Value of Investment	INR 6,56,030.57
Fair Value of Investment (In INR Thousands)	656.03

ii. Investment Property

S. No.	Description	Super Area in Sq. ft.	Rate Range	Basic rate on Super Area	Discount	Premium	Rate Adopted	FMV	Remark
1	Commercial Built-up Unit	1938.69	20,000-24,000	22,000	0.00%	20.00%	26,400	5,11,81,416	20% premium for ground floor
REMARKS:									
1. The subject property is situated at Unit No. 15 Ground Floor GDITL Northex Tower Plot No. A-9 Netaji Subhash Place Pitampura New Delhi 110034.									
2. Area details are mentioned above is taken from the documents provided to us by Client.									
3. All the building and structures belongs to M/s G.D contractors Pvt. Ltd.									
4. The total super area of the commercial space is 1,938.69 sq. ft.									
5. The valuation is done by considering the Market Comparable Sales Method.									
6. As per the discussion with the property dealer of the subject locality we came to know that the prevailing market rate for commercial Built-up space having size around 2000/- sq. ft. will be available in Neta ji Subhash Palace Delhi within the range around Rs. 20,000/- to Rs. 24,000/- per sq. ft. Further depending on the location, size and area of the subject property.									

• DEFERRED TAX ASSETS:

Particulars	Value as on 31st March 2024	Fair Market Value	Factor
Security Deposit:			
Maashitla Securities Pvt. Ltd.	9,000	9,000	1.00
National Securities Depository Limited	10,000	10,000	1.00
Total Other Non-Current Assets	19,000	19,000	

The fair market value is determined as per the information provided by the client/company referring the audited balance sheet as on 31st March 2024. We have considered the fair value to be 100% of the book value considering the nature of the asset as the probability of recoverability of security deposit with NSDL and Maashitla Securities is high.

b) CURRENT ASSETS:

• CASH & CASH EQUIVALENTS

(In INR Thousands)

PARTICULARS	Value as on 31st March 2024	Fair Market Value	Factor
Balance with Bank – In Current Account	558.69	558.69	1.00
Cash Balance	224.94	224.94	1.00
Total Current Assets	783.62	783.62	

The fair market value is determined as per the information provided by the client/company referring the audited balance sheet as on 31st March 2024. We have considered the fair value to be 100% of the book value.

• SHORT-TERM LOANS & ADVANCES:

(In INR Thousands)

PARTICULARS	Value as on 31st March 2024	Fair Market Value	Factor
Loans and Advances to Related Parties	2,000.00	2,000.00	1.00
Balance with Revenue Authority	107.87	107.87	1.00
Total Current Assets	2,107.87	2,107.87	

As per audited financial statement dated 31.03.2024, this head includes Loans & Advances to Related Parties amounting to INR 20,00,000 and Balance with Revenue Authority amounting to INR 1,07,870.

For Loans & Advances, we have considered the fair value to be 100% of the book value considering the nature of the asset as the advances are given to Aakash and Company (Related Party) which is in good condition as information received by us, which makes the chances of recoverability of this amount is high.

For Balance with Revenue Authority, we have considered the fair value to be 100% of the book value considering the nature of the asset as the balance is with a government organization which makes the chances of recoverability of this amount is high.

- OTHER CURRENT ASSETS:** As per audited financial statement dated 31.03.2024, this head includes Interest Accrued and Due (with related parties) amounting to INR 11,390.

As per the information received, we have considered the fair value to be 100% of the book value considering the nature of the asset as the advances are given to Aakash and Company (Related Party) which is in good condition as information received by us, which makes the chances of recoverability of this amount is high.

- c) **Thus, the Fair Market Value of Total Assets is being calculated as INR 5,50,65,696.57 as on valuation date.**
- d) The fair market value of Total liabilities has been considered as 100% of the book value as on 31st March 2024.

Thus, the fair market value of Total Liabilities is being calculated as INR 17,700 as on valuation date, i.e., 31.03.2024.

- e) **After deducting the fair market value of Total Liabilities from the fair market value of Total Assets, the Net Asset Value (NAV) is being calculated as INR 5,50,47,996.57 which is being considered as the proxy of Net Worth of "M/s G. D. Contractors Private Limited".**

Hence, after dividing the Net Worth of "M/s G. D. Contractors Private Limited" with the shares outstanding as on 31.03.2024, i.e., 2,85,200 shares, the Share Price as on 31.03.2024 is being calculated as INR 193.02

- Equity Valuation of the subject company has been done by using Net Assets Value (NAV) Method.*
- The Net Assets Value (NAV) of the project has been calculated after the deduction of Liabilities from the Total Assets Value of the company.*
- No employee or member of R.K Associates has any direct/ indirect interest in the Project.*
- This is just an opinion report on Valuation based on the copy of the documents/ information provided to us by the client which has been relied upon in good faith and the assessment and assumptions done by us.*
- This is only a general assessment of the Equity Value of the company based on the data/ input Company officials could provide to us against our questions/ queries and information available in the public domain. In no manner this should be regarded as an audit activity/ report and NO micro analysis or detailed or forensic audit/ scrutiny of the financial transactions or accounts of any kind has been carried out at our end.*

[Handwritten signature]
[Circular stamp: Techno Engineering Consultants Pvt. Ltd.]

SHARE VALUATION REPORT

G. D. CONTRACTORS PRIVATE LIMITED

Declaration	<p>i. The undersigned does not have any direct/indirect interest in the above property.</p> <p>ii. The information furnished herein is true and correct to the best of our knowledge.</p> <p>iii. This valuation work is carried out by our Financial Analyst team on the request from Indus Tubes Limited, B - 08, GD - ITL Tower, Top Floor, Netaji Subhash Place, Wazirpur District Centre, Pitampura, Delhi, India - 110034.</p> <p>iv. We have submitted Valuation report to the Client.</p>
Number of Pages in the Report	23
Enclosed Documents	Disclaimer & Remarks 18-23
Place	Noida
Date	4 th September 2024

FOR ON BEHALF OF			
M/S. R.K. ASSOCIATES VALUER & TECHNO ENGINEERING CONSULTANTS PVT. LTD.			
SURVEY DONE BY	PREPARED BY		REVIEWED BY
Mr. Nischay Gautam	Mr. Rachit Gupta	Er. Nischay Gautam	Mr. Gaurav Kumar
Nischay	Rachit	Nischay	Gaurav



PART D

IMPORTANT DEFINITION

Definitions:

- **Enterprise Value:** Enterprise value (EV) is the corporate valuation of a company, determined by using market capitalization and total debt. Market cap comprises preference stocks, common stocks, and minority interest; total debt comprises short-term and long-term liabilities of the company. Enterprise value (EV) refers to the overall valuation—equity, debt, cash, and cash equivalents. In other words, it is the cost of acquiring a firm. The EV/EBITDA is an enterprise multiple. It correlates EV with earnings before interest, taxes, depreciation, and amortization. The metric determines whether the firm is undervalued or overvalued.

EV is computed using the following formula: $EV = (\text{Market Capitalization} + \text{Market Value of Debt} - \text{Cash and Equivalents})$.

- **Fair Market Value** suggested by the competent Valuer is that prospective estimated amount in his expert & prudent opinion of the subject asset without any prejudice after he has carefully & exhaustively evaluated the facts & information came in front of him related to the subject asset at which the subject asset should be exchanged between a willing buyer and willing seller at an arm's length transaction in an open & unrestricted market, after proper marketing, wherein the parties, each acted knowledgeably, prudently and without any compulsion on the date of the Valuation.

Forced, under compulsion & constraint, obligatory sales transactions data doesn't indicate the Fair Market Value.

- **Realizable Value** is the minimum prospective estimated value of the Company which it may be able to realize at the time of actual transaction factoring in the potential prospects of deep negotiations carried out between the buyer & seller for ultimately finalizing the transaction across the table. Realizable value may be 10-20% less than the Fair Market Value depending on the various salability prospects of the subject asset and the needs of the buyer & the seller.
- **Forced/ Distress Sale Value** is the value when the company has to be sold due to any compulsion or constraint like financial encumbrances, dispute, as a part of a recovery process, legal issues or any such condition or situation. In this type of sale, minimum fetch value is assessed which can be 15-25% less than the estimated Fair Market Value. In this type of sale, negotiation power of the buyer is always more than the seller and eagerness & pressure of selling the asset is more than buying it. Therefore, the Forced/ Distress Sale Value will always fetch significantly less value compare to the estimated Fair Market Value.

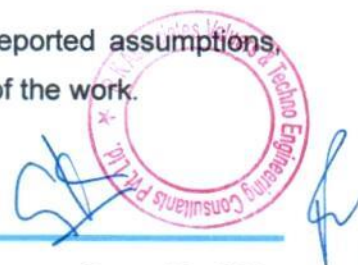
- **Liquidation Value** is the amount that would be realized when an asset or group of assets are sold on a piecemeal basis that is without consideration of benefits (or detriments) associated with a going-concern business. Liquidation value can be either in an orderly transaction with a typical marketing period or in a forced transaction with a shortened marketing period.
- **Difference between Costs, Price & Value:** Generally, these words are used and understood synonymously. However, in reality each of these has a completely different meaning, premise and also have different definitions in the professional & legal terms. Therefore, to avoid confusion, it is our professional responsibility to describe the definitions of these words to avoid ambiguity & confusion in the minds of the user of this report.
 - The **Cost** of an asset represents the actual amount spend in the construction/ actual creation of the asset.
 - The **Price** is the amount paid for the procurement of the same asset.
 - The **Value** is defined as the present worth of future rights in the asset and depends to a great extent on combination of various factors such as demand and supply, market situation, purpose, situation & needs of the buyer & seller, salability outlook, usability factor, market perception & reputation. Needs of the buyer & seller, salability outlook, usability factor, market perception & reputation.
 - Therefore, in actual for the same asset, cost, price & value remain different since these terms have different usage & meaning.

PART E

DISCLAIMER | REMARKS

1. No employee or member of R.K. Associates has any direct/ indirect interest in the Project.
2. This is just an opinion report on Valuation based on the copy of the documents/ information provided to us by the client which has been relied upon in good faith and the assessment and assumptions done by us.
3. This report is prepared based on the copies of the documents/ information which the Bank/ Company has provided to us out of the standard checklist of documents sought from them and further based on our assumptions and limiting conditions. The client/owner and its management/representatives warranted to us that the information they supplied was complete, accurate and true and correct to the best of their knowledge. All such information provided to us has been relied upon in good faith and we have assumed that it is true and correct in all respect. I/We shall not be liable for any loss, damages, cost or expenses arising from fraudulent acts, misrepresentations, or willful default on part of the owner, company, its directors, employee, representative or agents. Verification or cross checking of the documents provided to us from the originals or from any Govt. departments/ Record of Registrar has not been done at our end since this is beyond the scope of our work. If at any time in future, it is found or came to our knowledge that misrepresentation of facts or incomplete or distorted information has been provided to us then this report shall automatically become null & void.
4. This Valuation is prepared based on the current financial status of the company, financial data, other facts & information provided by the client in writing & during verbal discussion during the course of the assignment and based on certain assumptions which are specifically mentioned in the Valuation section of the Report.
5. Key assumptions in the report are taken based on data, information, inputs, financial statements etc. provided by the client to us during the course of the assessment and on the basis of the assessment done by us and we have assumed that all such information is true & factual to the best of the knowledge of the promoter company.
6. Sale transaction method of the asset is assumed as free market transaction while assessing Prospective Fair Market Value of the asset.
7. Legal aspects for e.g., investigation of title, ownership rights, lien, charge, mortgage, lease, sanctioned maps, verification of documents, etc. have not been done at our end and same has to be taken care by legal expert/ Advocate. It is assumed that the concerned Lender/ Financial Institution has satisfied them with the authenticity of the documents, information

- given to us and for which the legal verification has been already taken and cleared by the competent Advocate before requesting for this report. I/ We assume no responsibility for the legal matters including, but not limited to, legal or title concerns.
8. All observations mentioned in the report is only based on the visual observation and the documents/ data/ information provided by the client. No mechanical/ technical tests, measurements or any design review have been performed or carried out from our side during Project assessment.
 9. Bank/FII should ONLY take this report as an Advisory document from the Financial/ Chartered Engineering firm and its specifically advised to the creditor to cross verify the original documents for the facts mentioned in the report which can be availed from the borrowing company directly.
 10. In case of any default in loans or the credit facility extended to the borrowing company, R.K Associates shall not be held responsible for whatsoever reason may be and any request for seeking any explanation from the employee/s of R.K Associates will not be entertained at any instance or situation.
 11. We have relied on data from third party, external sources & information available on public domain also to conclude this report. These sources are believed to be reliable and therefore, we assume no liability for the truth or accuracy of any data, opinions or estimates furnished by others that have been used in this analysis. Where we have relied on data, opinions or estimates from external sources, reasonable care has been taken to ensure that such data has been correctly extracted from those sources and /or reproduced in its proper form and context, however still we can't vouch its authenticity, correctness or accuracy.
 12. This Report is prepared by our competent technical team which includes financial experts & analysts. This report is a general analysis of the project based on the scope mentioned in the report. This is not an Audit report, Design document, DPR or Techno feasibility study. All the information gathered is based on the facts seen on the site during survey, verbal discussion & documentary evidence provided by the client and is believed that information given by the company is true best of their knowledge.
 13. Value varies with the Purpose/ Date/ Condition of the market. This report should not to be referred if any of these points are different from the one mentioned aforesaid in the Report.
 14. Analysis and conclusions adopted in the report are limited to the reported assumptions, conditions and information came to our knowledge during the course of the work.



15. This report is having limited scope as per its fields to provide only the general indication of the Value of Equity of the companies prevailing in the market based on the documents/ data/ information/ financial statements provided by the client and the assessment and assumption taken by us. The suggested value should be considered only if transaction is happened as free market transaction.
16. Secondary/ Tertiary costs related to transaction like Stamp Duty, Registration charges, Brokerage, etc. pertaining to the sale/ purchase of the company are not considered while assessing the Market Value.
17. Appropriate methodology & assumptions are rationally adopted based on the facts of the case came to our knowledge during the course of the assignment considering many factors like nature of Industry, current market situation and trends.
18. Valuation is a subjective field and opinion may differ from consultant to consultant. To check the right opinion, it is important to evaluate the methodology adopted and various factors/ basis considered during the course of assessment before reaching to any conclusion.
19. At the outset, it is to be noted that Value analysis cannot be regarded as an exact science and the conclusions arrived at in many cases will, of necessity, be subjective and dependent on the exercise of individual judgment. Given the same set of facts and using the same assumptions, expert opinions may differ due to the number of different factors, which have to be made. Therefore, there can be no standard formulae to establish an indisputable exchange ratio. In the event of a transaction, the actual transaction value achieved may be higher or lower than our indicative analysis of value depending upon the circumstances of the transaction. The knowledge, negotiability and motivations of the buyers and sellers and the applicability of a discount or premium for control will also affect actual price achieved. Accordingly, our indicative analysis of value will not necessarily be the price at which any agreement proceeds. The final transaction price is something on which the parties themselves have to agree. However, our Valuation analysis can definitely help the stakeholders to make them informed and wise decision about the Value of the asset and can help in facilitating the arm's length transaction.
20. This report is prepared on the Enterprise Valuation format as per the client requirement. This report is having limited scope as per its fields to provide only the indicative Fair value of the company based on the current financial position, future prospects & current Industry trends. The Valuation assessed in this Valuation Report should hold well only if transaction is happened as per free market transaction. No detailed analysis or verification of the information is carried upon pertaining to the value of the shares of the subject companies.

relied upon in good faith. It doesn't contain any other recommendations of any sort including but not limited to express of any opinion on the suitability or otherwise of entering into any transaction with the borrower.

28. This Valuation is conducted based on the macro analysis of the asset/ property and operations of the companies and not based on the micro, component or item wise analysis. Analysis done is a general assessment and is not investigative in nature.
29. This report is prepared following our Standard Operating Procedures & Best Practices, Limitations, Conditions, Remarks, Important Notes, Valuation TOR.
30. Valuation is done based on the industry wide general accepted norms and based on the international standards & best practices for equity valuations.
31. Any kind of unpaid statutory, utilities, lease, interest or any other pecuniary dues on the asset has not been factored in the Valuation.
32. All Pages of the report including annexures are signed and stamped from our office. In case any paper in the report is without stamp & signature then this should not be considered a valid paper issued from this office.
33. Defect Liability Period is 15 DAYS. We request the concerned authorized reader of this report to check the contents, data and calculations in the report within this period and intimate us in writing if any corrections are required or in case of any other concern with the contents or opinion mentioned in the report. Corrections only related to typographical, calculation, spelling mistakes, incorrect data/ figures/ statement will be entertained within the defect liability period. Any new changes for any additional information in already approved report will be regarded as additional work for which additional fees may be charged. No request for any illegitimate change in regard to any facts & figures will be entertained.
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36. This Enterprise Valuation report is governed by our (1) Internal Policies, Processes & Standard Operating Procedures, (2) R.K Associates Quality Policy, (3) Valuation & Survey

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