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ECOS (INDIA) MOBILITY & HOSPITALITY LIMITED
Corporate Identity Number: U74999DL1996PLC076375

Our Company was originally incorporated as "ET TRAV-AIDES Private Limited" a private limited company under the Companies Act, 1956 through certificate of incorporation dated February 15, 1996, issued by the RoC. Thereafter, the name of the Company was changed to "Ecos (India) Mobility & Hospitality Private Limited" pursuant to a Board resolution dated August 08, 2008 and a special resolution passed in the extra ordinary general meeting of the Shareholders held on August 12, 2008 and consequently a fresh certificate of incorporation dated September 23, 2008 was issued by the RoC to reflect the change in name. Thereafter, the name of our Company was changed to "Ecos (India) Mobility & Hospitality Limited" upon conversion to a public limited company pursuant to a Board resolution dated February 29, 2024 and a resolution passed in the extra-ordinary general meeting of the Shareholders held on February 29, 2024 and consequently a fresh certificate of incorporation dated March 22, 2024, was issued by the RoC. For further details, see "History and Certain Corporate Matters – Brief History of our Company" on page 169 of the Draft Red Herring Prospectus.

Registered and Corporate Office: 45, First Floor, Corner Market, Malviya Nagar, New Delhi-110017
Contact Person: Shweta Bhardwaj, Company Secretary and Compliance Officer; **Tel:** + 011-41326436
E-mail: legal@ecorentacar.com; **Website:** www.ecosmobility.com; **Corporate Identity Number:** U74999DL1996PLC076375

NOTICE TO INVESTORS: ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS (THE "ADDENDUM")
OUR PROMOTERS: RAJESH LOOMBA, ADITYA LOOMBA, NIDHI SETH, RAJESH LOOMBA FAMILY TRUST AND ADITYA LOOMBA FAMILY TRUST

INITIAL PUBLIC OFFERING OF UP TO 18,000,000 EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF ECOS (INDIA) MOBILITY & HOSPITALITY LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION (THE "OFFER"). THE OFFER COMPRISES OF AN OFFER FOR SALE OF UP TO 18,000,000 EQUITY SHARES (THE "OFFERED SHARES") AGGREGATING UP TO ₹ [●] MILLION, INCLUDING UP TO 9,900,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY RAJESH LOOMBA AND UP TO 8,100,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY ADITYA LOOMBA ("SELLING SHAREHOLDERS") (THE "OFFER FOR SALE"). THE OFFER SHALL CONSTITUTE [●] % OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 2 EACH AND THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT SIZE WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS, IN CONSULTATION WITH THE BRLMS AND WILL BE ADVERTISED IN ALL EDITIONS OF THE FINANCIAL EXPRESS, AN ENGLISH LANGUAGE NATIONAL DAILY NEWSPAPER WITH WIDE CIRCULATION, AND ALL EDITIONS OF JANSATTA, A HINDI LANGUAGE NATIONAL DAILY NEWSPAPER WITH WIDE CIRCULATION (HINDI ALSO BEING THE REGIONAL LANGUAGE OF DELHI WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST 2 WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE STOCK EXCHANGES FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES, IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

Potential Bidders may note the following:

- At the time of filing of the Draft Red Herring Prospectus, our Company had identified Rajesh Loomba, Aditya Loomba, Rajesh Loomba Family Trust and Aditya Loomba Family Trust as the Promoters of the Company. Our Company, in consultation with the relevant stakeholders, decided to also identify Nidhi Seth as the Promoter of the Company and accordingly, the Draft Red Herring Prospectus, including the cover page and sections titled "Definitions and Abbreviations", "Offer Document Summary", "Risk Factors", "Capital Structure", and "Our Promoters and Promoter Group" beginning on pages 1, 13, 25, 77 and 194, respectively, of the Draft Red Herring Prospectus have been suitably updated. All references to the term "Promoter" in the Draft Red Herring Prospectus, will include Nidhi Seth, along with Rajesh Loomba, Aditya Loomba, Rajesh Loomba Family Trust and Aditya Loomba Family Trust. All the necessary updates to the Draft Red Herring Prospectus in this regard will be carried out in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, SEBI and the Stock Exchanges.
- Pursuant to the change in directors on the Board of our Company, the sections titled "General Information" and "Our Management" beginning on pages 68 and 177, respectively, of the Draft Red Herring Prospectus have been updated to provide certain details in relation to the appointment and resignation of Directors, namely, (i) appointment of Nidhi Seth as a Non-executive Director and (ii) resignation of Chanchal Loomba as a non-executive director. All the necessary updates to the Draft Red Herring Prospectus in this regard will be carried out in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, SEBI and the Stock Exchanges.

Potential Bidders may note that in order to assist the Bidders to get a complete understanding of the updated information, the updated relevant portions of the cover page and sections titled "Definitions and Abbreviations", "Offer Document Summary", "Risk Factors", "General Information", "Capital Structure", "Our Management" and "Our Promoters and Promoter Group" have been included in this Addendum. The above changes are to be read in conjunction with the Draft Red Herring Prospectus and accordingly their references in the Draft Red Herring Prospectus stand updated pursuant to this Addendum. The information in this Addendum supplements the Draft Red Herring Prospectus and updates the information in the Draft Red Herring Prospectus, as applicable. However, this Addendum does not reflect all the changes that have occurred between the date of filing of the Draft Red Herring Prospectus and 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 all other details / 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, SEBI and the Stock Exchanges. 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, SEBI and the Stock Exchanges before making an investment decision with respect to the Offer.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the law of any state of the United States, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act (as defined in Regulation S under the U.S. Securities Act ("Regulation S")) and applicable state securities laws in the United States. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined and in reliance on Regulation S and the applicable laws of the jurisdictions where such offers and sales are made. There will be no public offering of the Equity Shares in the United States. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. This addendum which has been filed with SEBI and the Stock Exchanges shall be made available to the public for comments, if any, for a period of at least 21 days, from the date of such filing with SEBI and will be available on their website www.sebi.gov.in, the websites of the Stock Exchanges i.e., www.nseindia.com and www.bseindia.com, the website of the Company, i.e., www.ecosmobility.com and the website of the BRLMs, i.e., Equirus Capital Private Limited and IIFL Securities Limited at www.equirus.com and www.iiflcap.com, respectively. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

For Ecos (India) Mobility & Hospitality Limited
 On behalf of the Board of Directors

Place: New Delhi, India
 Date: June 13, 2024

Sd/-
Shweta Bhardwaj
 Company Secretary and Compliance Officer
 (India)

| BOOK RUNNING LEAD MANAGERS | | REGISTRAR TO THE OFFER |
|--|---|--|
| | | |
| Equirus Capital Private Limited 12th Floor, C Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai – 400013 Maharashtra, India Tel.: +91 22 4332 0735 E-mail: ecos.ipo@equirus.com Website: www.equirus.com Investor grievance e-mail: investorsgrievance@equirus.com Contact person: Jenny Bagrecha SEBI Registration Number: INM000011286 | IIFL Securities Limited 24 th Floor, One Lodha Place, Senapati Bapat Marg Lower Parel (West) Mumbai 400013 Maharashtra, India Tel.: +91 22 4646 4728 E-Mail: eco.ipo@iiflcap.com Website: www.iiflcap.com Investor Grievance e-mail: ig_ib@iiflcap.com Contact person: Pawan Jain/ Yogesh Malpani SEBI registration No: INM000010940 | Link Intime India Private Limited C 101, 1 st Floor, 247 Park Lal Bahadur Shastri Marg, Vikhroli (West) Maharashtra, India 400083 Tel.: +91 81081 14949 E-mail: ecorentacar.ipo@linkintime.co.in Website: www.linkintime.co.in Investor grievance e-mail: ecorentacar.ipo@linkintime.co.in Contact person: Shanti Gopalkrishnan SEBI Registration No.: INR000004058 |

| BID/OFFER PROGRAMME | | | |
|-----------------------------------|---------------------|----------------------|--|
| ANCHOR INVESTOR BID/ OFFER PERIOD | BID/ OFFER OPENS ON | BID/ OFFER CLOSES ON | |
| [●]* | [●] | [●]**^ | |

Our Company and the Selling Shareholders, in consultation with the BRLMs, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investors shall Bid during the Anchor Investor Bidding Date, i.e., one Working Day prior to the Bid/Offer Opening Date.

** Our Company and the Selling Shareholders, in consultation with the BRLMs, may consider closing the Bid/Offer Period for QIBs one day prior to the Bid/Offer Closing Date, in accordance with the SEBI ICDR Regulations.

^ UPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date.

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SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

The following definitions shall replace the respective definitions in the section “Definitions and Abbreviations” beginning on page 1 of the Draft Red Herring Prospectus.

Company-related terms

| Term | Description |
|-------------|---|
| Promoters | The Promoters of our Company, namely Rajesh Loomba, Aditya Loomba, Nidhi Seth, Rajesh Loomba Family Trust and Aditya Loomba Family Trust. For details, see “ <i>Our Promoters and Promoter Group</i> ” on page 11 of this Addendum. |

Offer-related terms

| Term | Description |
|--------------------------------------|--|
| Addendum | The addendum dated June 13, 2024 to the Draft Red Herring Prospectus. |
| Draft Red Herring Prospectus or DRHP | The draft red herring prospectus dated March 28, 2024 filed with SEBI and issued in accordance with SEBI ICDR Regulations, which did not contain complete particulars of the price at which the Equity Shares will be Allotted and the size of the Offer, read with this Addendum and any other addenda or corrigenda thereto. |

OFFER DOCUMENT SUMMARY

The following headings shall replace the respective headings in the section “Offer Document Summary” beginning on page 13 of the Draft Red Herring Prospectus.

Name of our Promoters

Our Promoters are Rajesh Loomba, Aditya Loomba, Nidhi Seth, Rajesh Loomba Family Trust and Aditya Loomba Family Trust. For further details, please see section titled “Our Promoters and Promoter Group” on page 194 of the Draft Red Herring Prospectus and page 11 of this Addendum.

Aggregate pre-Offer and post-Offer shareholding of our Promoters, members of the Promoter Group and Selling Shareholder as a percentage of the paid-up Equity Share capital of our Company

The aggregate pre-Offer and post-Offer shareholding of our Promoters, members of our Promoter Group and Selling Shareholder as a percentage of the paid-up Equity Share capital of our Company is set out below:

| Name of the Shareholder | Pre-Offer Equity Share Capital | | Post-Offer Equity Share Capital [^] | |
|--|--------------------------------|--|--|--|
| | Number of Equity Shares held | Percentage of the Equity Share capital (%) | Number of Equity Shares held | Percentage of the Equity Share capital (%) |
| Promoters | | | | |
| Rajesh Loomba (also a Selling Shareholder) | 29,999,997 | 50.00 | 20,099,997 | 33.50 |
| Aditya Loomba (also a Selling Shareholder) | 23,999,999 | 40.00 | 15,899,999 | 26.50 |
| Rajesh Loomba Family Trust* | 3,000,000 | 5.00 | 3,000,000 | 5.00 |
| Aditya Loomba Family Trust** | 3,000,000 | 5.00 | 3,000,000 | 5.00 |
| Nidhi Seth | 1 | Negligible | 1 | Negligible |
| Total (A) | 59,999,997 | 100.00 | 41,999,997 | 70.00 |
| Promoter Group | | | | |
| Preeti Loomba | 1 | Negligible | 1 | Negligible |
| Noorie Loomba | 1 | Negligible | 1 | Negligible |
| Paramjit Singh Arora | 1 | Negligible | 1 | Negligible |
| Total (B) | 3 | Negligible | 3 | Negligible |
| Total (A + B = C) | 60,000,000 | 100.00 | 42,000,000 | 70.00 |

* Held through its trustee, Rajesh Loomba.

** Held through its trustee, Aditya Loomba.

[^] Assuming that all equity shares included in the Offer are sold.

Weighted average price at which the specified securities were acquired by our Promoters and the Selling Shareholder, in the last one year preceding the date of this Addendum

The weighted average price at which the Equity Shares were acquired by our Promoters and Selling Shareholder in the last one year preceding the date of this Addendum are:

| Name | Number of Equity Shares acquired in the one year preceding the date of the Addendum | Weighted average price of acquisition per Equity Share (in ₹)* |
|--|---|--|
| Promoters | | |
| Rajesh Loomba (also a Selling Shareholder) | 656,700 | Nil |
| Aditya Loomba (also a Selling Shareholder) | 477,600 | Nil |
| Rajesh Loomba Family Trust** | 3,000,000 | Nil |
| Aditya Loomba Family Trust*** | 3,000,000 | Nil |
| Nidhi Seth | 1 | 26 |

* As certified by MRKS and Associates, Chartered Accountants, by way of their certificate dated June 13, 2024.

** Held through its trustee, Rajesh Loomba.

*** Held through its trustee, Aditya Loomba.

Average cost of acquisition of shares for our Promoters and the Selling Shareholder

The average cost of acquisition of Equity Shares for our Promoters and Selling Shareholder is as set out below:

| Name of acquirer | Number of Equity Shares | Acquisition price per Equity Share (in ₹)* |
|--|-------------------------|--|
| Promoters | | |
| Rajesh Loomba (also a Selling Shareholder) | 29,999,997 | Nil# |
| Aditya Loomba (also a Selling Shareholder) | 23,999,999 | Nil# |
| Rajesh Loomba Family Trust** | 3,000,000 | Nil# |
| Aditya Loomba Family Trust*** | 3,000,000 | Nil# |
| Nidhi Seth | 1 | 26 |

* As certified by MRKS and Associates, Chartered Accountants, by way of their certificate dated June 13, 2024.

** Held through its trustee, Rajesh Loomba.

*** Held through its trustee, Aditya Loomba.

Includes equity shares acquired pursuant to bonus issue on November 1, 2023 by the Company in the ratio of 199 Equity Shares for every one fully paid-up Equity Share held.

Details of price at which specified securities were acquired in the last three years preceding the date of this Addendum by our Promoters, the Promoter Group, the Selling Shareholders or Shareholder(s) with rights to nominate Director(s) or other special rights

Except as stated below, there have been no specified securities that were acquired in the last three years preceding the date of this Addendum, by our Promoters, members of our Promoter Group and Selling Shareholders. There are no Shareholders with nominee director or other special rights. The details of the price at which these acquisitions were undertaken are stated below:

| Name of the acquirer | Date of acquisition of Equity Shares | Number of Equity Shares acquired ⁽¹⁾ | Acquisition price per Equity Share (in ₹)* |
|--|--------------------------------------|---|--|
| Promoters | | | |
| Rajesh Loomba (also a Selling Shareholder) | November 1, 2023 | 656,700 | Nil# |
| Aditya Loomba (also a Selling Shareholder) | November 1, 2023 | 477,600 | Nil# |
| Rajesh Loomba Family Trust** | March 20, 2024 | 3,000,000 | Nil\$ |
| Aditya Loomba Family Trust*** | March 20, 2024 | 3,000,000 | Nil\$ |
| Nidhi Seth | February 28, 2024 | 1 | 26.00 |
| Promoter Group | | | |
| Chanchal Loomba | November 1, 2023 | 59,700 | Nil# |
| Chanchal Loomba | March 20, 2024 | 3,000,000 | Nil\$ |
| Preeti Loomba | February 28, 2024 | 1 | 26.00 |
| Noorie Loomba | February 28, 2024 | 1 | 26.00 |
| Paramjit Singh Arora | February 28, 2024 | 1 | 26.00 |

⁽¹⁾ The Company has sub-divided the nominal value of its equity shares from existing ₹100 per equity share to ₹2 per equity share on November 15, 2023.

Bonus issue on November 1, 2023 by the Company in the ratio of 199 Equity Shares for every one fully paid-up Equity Share held.

\$ Transfers by way of gift.

* As certified by S. S. Kothari Mehta & Co., Chartered Accountants, by way of their certificate dated June 13, 2024.

** Held through its trustee, Rajesh Loomba.

*** Held through its trustee, Aditya Loomba.

SECTION II - RISK FACTORS

The following risk factors shall be updated / replaced with the existing risk factors in the section "Risk Factors" beginning on page 25 of the Draft Red Herring Prospectus.

- 43. *Our Promoters shall continue to retain significant control in our Company after the Offer, which shall allow them to influence the outcome of matters submitted to Shareholders for approval. Such a concentration of ownership may also have the effect of delaying, preventing or deterring a change in control.***

As on date of this Addendum, our Promoters collectively hold 59,999,997 Equity Shares representing 100% of the pre-issued, subscribed and paid-up Equity Share capital of our Company. After the completion of this Offer, our Promoters shall continue to hold significant shareholding in our Company. As a result, our Promoters shall continue to exercise significant control over us, including being able to control the composition of our Board of Directors and determine decisions requiring simple or special majority voting, and our other Shareholders shall be unable to affect the outcome of such voting. Our Promoters may take or block actions with respect to our business, which may conflict with our interests or the interests of our minority Shareholders, such as actions which delay, defer or cause a change of our control or a change in our capital structure, merger, consolidation, takeover or other business combination involving us, or which discourage or encourage a potential acquirer from making a tender Offer or otherwise attempting to obtain control of us. We cannot assure that our Promoters shall act in our interest while exercising their rights in such entities, which may in turn materially and adversely affect our business and results of operations. We cannot assure you that our Promoters shall act to resolve any conflicts of interest in our favour. If our Promoters sell a substantial number of the Equity Shares in the public market, or if there is a perception that such sale or distribution could occur, the market price of the Equity Shares could be adversely affected. No assurance can be given that such Equity Shares that are held by the Promoters shall not be sold any time after the Offer, which could cause the price of the Equity Shares to decline.

SECTION III- INTRODUCTION

CAPITAL STRUCTURE

A. The sub-section titled “Details of Build-up, Contribution and Lock-in of Promoters Shareholding and Lock-in of other Equity Shares” on page 80 of the Draft Red Herring Prospectus, shall be read with the following additional details in relation to our Promoter:

6. Details of Build-up, Contribution and Lock-in of Promoters Shareholding and Lock-in of other Equity Shares

As on the date of this Addendum, our Promoters collectively hold 59,999,997 Equity Shares constituting approximately 100.00% of the issued, subscribed and paid-up share capital of our Company.

(a) Build-up of Promoters equity shareholding in our Company

The build-up of the equity shareholding of our Promoters since incorporation of our Company is set forth below:

Nidhi Seth

| Date of allotment/ transfer | Number of fully paid-up equity shares | Face value (₹) | Issue/ Transfer price per equity share (₹) | Nature of consideration | Nature of acquisition/ allotment/ transfer | Percentage of pre- Offer equity share capital (%) | Percentage of post- Offer equity share capital (%) |
|-----------------------------|---------------------------------------|----------------|--|-------------------------|--|---|--|
| February 28, 2024 | 1 | 2 | 26 | Cash | Transfer of equity shares from Rajesh Loomba | Negligible | Negligible |
| Total | 1 | | | | | Negligible | Negligible |

As on the date of this Addendum, none of the Equity Shares held by our Promoters are pledged or are otherwise encumbered. All the Equity Shares acquired by the Promoters are fully paid-up on the respective dates of acquisition/allotment of such Equity Shares.

B. The sub-section titled “9. Details of the Shareholding of our Directors, our Key Managerial Personnel, our Senior Management Personnel, our Promoters and members of our Promoter Group” on page 85 of the Draft Red Herring Prospectus shall be replaced as follows:

9. Details of the Shareholding of our Directors, our Key Managerial Personnel, our Senior Management Personnel, our Promoters and members of our Promoter Group

Except as disclosed below, as on the date of this Addendum, neither our Promoters, the members of our Promoter Group, Directors, Key Managerial Personnel or Senior Management Personnel hold any Equity Shares in our Company:

| S. No. | Name of the Shareholder | Number of Equity Shares held | Percentage of the pre- Offer Equity Share capital (%) | Percentage of the post- Offer Equity Share capital (%) |
|-----------------------|---|------------------------------|---|--|
| Promoters | | | | |
| 1. | Rajesh Loomba (also a Director and KMP) | 29,999,997 | 50.00 | [●] |
| 2. | Aditya Loomba (also a Director and KMP) | 23,999,999 | 40.00 | [●] |
| 3. | Rajesh Loomba Family Trust* | 3,000,000 | 5.00 | [●] |
| 4. | Aditya Loomba Family Trust** | 3,000,000 | 5.00 | [●] |
| 5. | Nidhi Seth (also a Director) | 1 | Negligible | [●] |
| Promoter Group | | | | |
| 6. | Preeti Loomba | 1 | Negligible | [●] |
| 7. | Noorie Loomba | 1 | Negligible | [●] |
| 8. | Paramjit Singh Arora | 1 | Negligible | [●] |
| Total | | 60,000,000 | 100.00 | [●] |

* Held through its trustee, Rajesh Loomba.

** Held through its trustee, Aditya Loomba.

For details, with respect to the shareholding of our Directors, KMPs and SMPs, see “*Our Management – Shareholding of Directors in our Company*” on page 8 of this Addendum and “*Our Management – Shareholding of Key Managerial Personnel and Senior Management Personnel*” on page 192 of the Draft Red Herring Prospectus, respectively.

GENERAL INFORMATION

The following table shall replace the disclosure in the section “General Information -Board of Directors” on page 69 the Draft Red Herring Prospectus.

Board of Directors

The table below sets forth the details of the constitution of our Board of Directors as on the date of this Addendum:

| Name | Designation | DIN | Address |
|---------------|--------------------------------|----------|---|
| Rajesh Loomba | Chairman and Managing Director | 00082353 | E-11/4, Vasant Vihar-1, Delhi, India, 110 057 |
| Aditya Loomba | Joint Managing Director | 00082331 | E-11/4, Vasant Vihar-1, Delhi, India, 110 057 |
| Nidhi Seth | Non-Executive Director | 10639764 | 164, Cariappa Marg, Sainik Farm, Pushpa Bhawan, Hauz Khas, South Delhi, New Delhi, India, 110 062 |
| Rajeev Vij | Independent Director | 07476837 | House No, 47/B, Malviya Nagar, Delhi, India, 110 017 |
| Debashish Das | Independent Director | 07325337 | T12/ 1404, Valley View Estate, Gwal Pahari, Gurgaon, Haryana, India 122 003 |
| Archana Jain | Independent Director | 09171307 | F-13 Kirti Nagar, Ramesh Nagar H.O., West Delhi, Delhi, 110 015 |

For brief profiles and further details of our Directors, see “Our Management” on page 177 of the Draft Red Herring Prospectus.

SECTION IV – ABOUT OUR COMPANY

OUR MANAGEMENT

The following headings in the section “Our Management” beginning on page 177 of the Draft Red Herring Prospectus, shall be read with the following additional details in relation to our Director:

Board of Directors

| Name, DIN, designation, date of birth, address, occupation, term, and period of directorship of our Directors | Age (years) | Other directorships |
|---|-------------|--|
| <p>Nidhi Seth</p> <p>DIN: 10639764</p> <p>Designation: Non-Executive Director</p> <p>Date of birth: February 16, 1976</p> <p>Address: 164, Cariappa Marg, Sainik Farm, Pushpa Bhawan, Hauz Khas, South Delhi, New Delhi, India 110 062</p> <p>Occupation: Service</p> <p>Current term: Since May 22, 2024 and liable to retire by rotation</p> <p>Period of directorship: Since May 22, 2024</p> | 48 | <p>Indian Companies: Nil</p> <p>Foreign Companies: Nil</p> |

Brief Profiles of our Directors

Nidhi Seth is a Non-Executive Director of our Company. She holds a bachelor’s degree in arts (honors) from University of Delhi and a post graduate degree in fashion design from National Institute of Fashion Technology. She has been previously associated with Apparel United as the head designer.

Confirmations

Except as stated below, none of our Directors are related to each other:

1. Rajesh Loomba, Chairman and Managing Director is the brother of Aditya Loomba, Joint Managing Director.
2. Nidhi Seth, Non-Executive Director is the sister of Rajesh Loomba, Chairman and Managing Director and Aditya Loomba, Joint Managing Director.

Terms of appointment of our Non-Executive and Independent Directors

As Nidhi Seth, our Non-Executive Director, was appointed in Fiscal 2025, she has not been paid any sitting fees.

Shareholding of Directors in our Company

Except as disclosed below, as on date of this Addendum, none of our Directors hold any Equity Shares in our Company:

| Sr. No. | Name of Director | Number of Equity Shares | Percentage shareholding (%) |
|---------|------------------|-------------------------|-----------------------------|
| 1. | Rajesh Loomba | 29,999,997 | 50.00 |
| 2. | Aditya Loomba | 23,999,999 | 40.00 |
| 3. | Nidhi Seth | 1 | Negligible |

Interest of Directors

Interest of Directors in the promotion or formation of our Company

Except Rajesh Loomba, Aditya Loomba and Nidhi Seth, who are the Promoters of our Company, none of our Directors have any interest in the promotion or formation of our Company as on the date of this Addendum. Also see, “*Our Promoters and Promoter Group*” on page 11 of this Addendum.

Changes to our Board in the last three years

The changes in our Board during the three years immediately preceding the date of this Addendum are set forth below:

| Name | Date of appointment/ cessation reappointment/resignation/ regularisation | Designation (at the time of appointment/ cessation reappointment/resignation/ regularisation) | Reason |
|-----------------|--|---|---|
| Nidhi Seth | May 28, 2024 | Non-Executive Director | Regularisation as Non-Executive Director |
| Nidhi Seth | May 22, 2024 | Non-Executive Director | Appointment as additional Non-Executive Director |
| Chanchal Loomba | May 23, 2024 | Non-executive director | Resignation as non-executive director due to personal reasons |

Corporate Governance

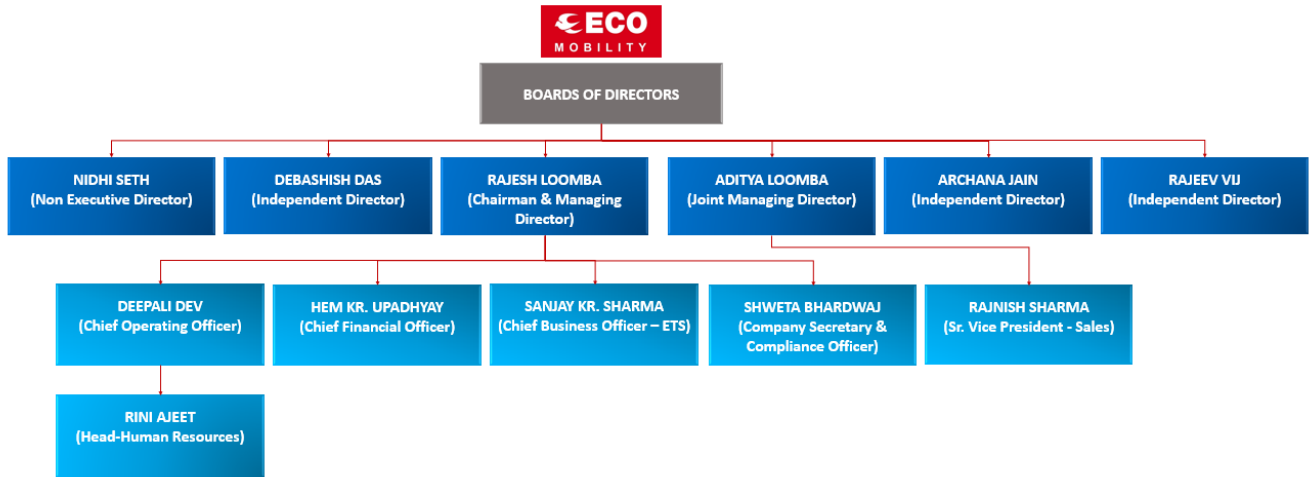
Nomination and Remuneration Committee

The Nomination and Remuneration Committee was constituted by our Board on March 20, 2024 pursuant to a resolution passed by our Board at its meeting held on March 20, 2024 and reconstituted by our Board on May 29, 2024 pursuant to a resolution passed by our Board at its meeting held on May 29, 2024. The Nomination and Remuneration Committee is in compliance with Section 178 of the Companies Act and Regulation 19 of the SEBI Listing Regulations.

The members of the Nomination and Remuneration Committee are:

| Name of the Director | Position in the Committee | Designation |
|----------------------|---------------------------|------------------------|
| Debashish Das | Chairperson | Independent Director |
| Archana Jain | Member | Independent Director |
| Nidhi Seth | Member | Non-Executive Director |

Management organization chart



OUR PROMOTERS AND PROMOTER GROUP


The section “Our Promoters and Promoter Group” beginning on page 194 of the Draft Red Herring Prospectus shall be read with the following additional details in relation to our Promoter:

Our Promoters

Rajesh Loomba, Aditya Loomba, Nidhi Seth, Rajesh Loomba Family Trust and Aditya Loomba Family Trust are the Promoters of our Company.

As on the date of this Addendum, our Promoters collectively hold 59,999,997 Equity Shares, representing 100.00% of the paid-up Equity Share capital of our Company. For details, see “Capital Structure – Details of Build-up, Contribution and Lock-in of Promoters Shareholding and Lock-in of other Equity Shares” on page 5 of this Addendum.

Nidhi Seth

| | |
|--|--|
|  | <p>Nidhi Seth, aged 48 years, is a Promoter, and is also the Non-Executive Director of our Company. She is a resident of 164, Cariappa Marg, Sainik Farm, Pushpa Bhawan, Hauz Khas, South Delhi, New Delhi, India 110 062.</p> <p>DIN: 10639764</p> <p>Date of birth: February 16, 1976</p> <p>Permanent account number: AYKPS4020L</p> <p>For the complete profile of Nidhi Seth, along with details of her educational qualifications, professional experience, position/posts held in the past and directorships held, see “Our Management – Board of Directors” on page 8 of this Addendum.</p> |
|--|--|

Our Company confirms that the permanent account number, bank account number, passport number, Aadhaar card number and driving license number of Nidhi Seth shall be submitted to the Stock Exchanges at the time of filing this Addendum with them.

Change in the management and control of our Company

There has been no change in control of our Company in the five years preceding the date of this Addendum. However, Nidhi Seth has been identified as a Promoter pursuant to a resolution dated May 29, 2024, passed by the Board of Directors. For details in relation to the shareholding of our Promoters and Promoter Group, and changes in the shareholding of our Promoters, including in the five years preceding the date of the Draft Red Herring Prospectus, see “Capital Structure” on page 77 of the Draft Red Herring Prospectus and page 5 of this Addendum.

Promoter Group

In addition to our Promoters, the individuals and entities that form a part of the Promoter Group of our Company in terms of Regulation 2(1) (pp) of the SEBI ICDR Regulations are set out below:

Natural persons who are part of our Promoter Group

The natural persons who are part of our Promoter Group, other than our Promoters, are as follows:

| Name of the Promoter | Name of member of our Promoter Group | Relationship with our Promoter |
|----------------------|--------------------------------------|--------------------------------|
| Rajesh Loomba | Preeti Loomba | Spouse |
| | Chanchal Loomba | Mother |
| | Aditya Loomba | Brother |
| | Nidhi Seth | Sister |
| | Arjun Raj Loomba | Son |
| | Rajvir Loomba | Son |
| | Paramjit Singh Arora | Father of spouse |
| | Harneeta Arora | Mother of spouse |

| Name of the Promoter | Name of member of our Promoter Group | Relationship with our Promoter |
|----------------------|--------------------------------------|--------------------------------|
| | Lavneesh Singh Arora | Brother of spouse |
| Aditya Loomba | Noorie Loomba | Spouse |
| | Chanchal Loomba | Mother |
| | Rajesh Loomba | Brother |
| | Nidhi Seth | Sister |
| | Udaiveer Loomba | Son |
| | Ahaana Loomba | Daughter |
| | Ravi Sachdeva | Father of spouse |
| | Anu Sachdeva | Mother of spouse |
| | Dhruv Sachdeva | Brother of spouse |
| | Priyanka Sharma | Sister of spouse |
| | Nidhi Seth | Ashish Seth |
| Chanchal Loomba | | Mother |
| Rajesh Loomba | | Brother |
| Aditya Loomba | | Brother |
| Arnav Seth | | Son |
| Tarini Seth | | Daughter |
| Ravinder Seth | | Father of spouse |
| Indu Seth | | Mother of spouse |

Entities forming part of the Promoter Group

The entity forming part of our Promoter Group, are as follows:

1. Milan Infrabuild Private Limited
2. CRA Agro Farms Private Limited
3. Blueheaven Realcon Private Limited
4. Adiraj Management Consultants LLP
5. Optimist Softech Private Limited
6. Good Earth Sixty Nine Projects LLP
7. Jag Hardware Private Limited
8. C R A Technologies Private Limited
9. Skylark Offset Private Limited
10. Rajesh Loomba HUF
11. Aashirwad
12. Aditya Loomba HUF
13. Rajesh Loomba Private Family Trust
14. Aditya Loomba Private Family Trust
15. Techenergo Engineering services LLP
16. Wissen Consultants
17. Ashish Seth and Associates

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Rajesh Loomba
(Chairman and Managing Director)

Place: Delhi

Date: June 13, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Aditya Loomba
(Joint Managing Director)

Place: Delhi

Date: June 13, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Nidhi Seth

(Non-Executive Director)

Place: Bangkok

Date: June 13, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Rajeev Vij
(Independent Director)

Place: Gurgaon

Date: June 13, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Debashish Das

(Independent Director)

Place: Gurgaon

Date: June 13, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Archana Jain

(Independent Director)

Place: Delhi

Date: June 13, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in this Addendum are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

Hem Kumar Upadhyay

Place: Delhi

Date: June 13, 2024

DECLARATION

I, Rajesh Loomba, acting as a Selling Shareholder, hereby certify and declare that all statements, disclosures, and undertakings made or confirmed by me in this Addendum about or specifically in relation to myself and portion of the Equity Shares being offered by me in the Offer are true and correct. I assume no responsibility, as a Selling Shareholder, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other person(s) in this Addendum.

SIGNED BY RAJESH LOOMBA

Place: Delhi

Date: June 13, 2024

DECLARATION

I, Aditya Loomba, acting as a Selling Shareholder, hereby certify and declare that all statements, disclosures, and undertakings made or confirmed by me in this Addendum about or specifically in relation to myself and portion of the Equity Shares being offered by me in the Offer are true and correct. I assume no responsibility, as a Selling Shareholder, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other person(s) in this Addendum.

SIGNED BY ADITYA LOOMBA

Place: Delhi

Date: June 13, 2024