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WELDOR CNC MACHINES LIMITED
CIN: U28229GJ2024PLC157041

DRAFT RED HERRING PROSPECTUS
Dated: September 30, 2026
Please read Section 26 and 32 of the Companies Act, 2013
(This Draft Red Herring Prospectus will be updated upon filing with the ROC)
100% Book Built Issue

REGISTERED OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
Plot No. 6/A, Plot No. 6/B, Revenue Survey no. 240p, Veraval (Shapar), Rajkot, Kotda Sanghani, Gujarat-360024, India.	Paragkumar Sandipkumar Dave, Company Secretary & Compliance Officer	E-mail: investors@weldorcncmachines.com Tel No: +91-9274396173	Website: https://weldorcncmachines.com/

PROMOTERS OF THE COMPANY	MAHESHKUMAR GORDHANDAS VAGHELA, NIKUNJ MAHESHKUMAR VAGHELA AND MINABEN MAHESHKUMAR VAGHELA
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DETAILS OF THE ISSUE				
TYPE	FRESH ISSUE SIZE (IN ₹ LAKHS)	OFS SIZE (BY NO. OF SHARES OR BY AMOUNT IN ₹)	TOTAL ISSUE SIZE (IN ₹ LAKHS)	ELIGIBILITY
Fresh Issue	Upto 23,30,000 Equity Shares aggregating to ₹ [●] Lakhs	Nil	Upto 23,30,000 Equity Shares aggregating to ₹ [●] Lakhs	This Issue is being made in terms of regulation 229(1) and 253(1) of chapter IX of the SEBI (ICDR) Regulations, 2018 as amended.

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION – NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES

RISK IN RELATION TO THE FIRST ISSUE

This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the Equity Shares is ₹10 each. The Floor Price, Cap Price and Issue Price determined by our Company, in consultation with the Book Running Lead Manager, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under **“Basis for Issue Price”** on page 100 should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue 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 Draft Red Herring Prospectus. Specific attention of the investors is invited to the section **“Risk Factors”** beginning on page 22 of the Draft Red Herring Prospectus.

ISSUER’S ABSOLUTE RESPONSIBILITY

The Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Draft Red Herring Prospectus contains all information with regard to the Company and the Issue, which is material in the context of the Issue, that the information contained in the Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes the Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

LISTING

The Equity Shares Issued through the Draft Red Herring Prospectus are proposed to be listed on the SME Platform of BSE (“BSE SME”). In terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time, our Company has received “in-principle” approval letter dated [●] from BSE (BSE SME) for using its name in the Offer Document. For the purpose of this Issue, the Designated Stock Exchange will be the BSE Limited (“BSE”).

BOOK RUNNING LEAD MANAGER TO THE ISSUE
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Name and Logo	Contact Person	Email & Telephone
 Elevate Your Potential Seren Capital Private Limited	Venil Mehta / Tripti Pathani	Email: info@serencapital.in Tel. No.: +91- 22- 46011058

REGISTRAR TO THE ISSUE

Name and Logo	Contact Person	Email & Telephone
 Maashitla Securities Private Limited	Mukul Agrawal	Email: investor.ipo@maashitla.com Tel No.: 011- 47581432

BID/ISSUE PERIOD

ANCHOR PORTION ISSUE OPENS/CLOSES ON: [●]*	BID/ISSUE OPENS ON: [●]**	BID/ISSUE CLOSES ON: [●]***
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**Our Company in consultation with the BRLM may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date.*
***Our Company in consultation with the BRLM may consider closing the Bid/ Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.*
****The UPI mandate end time and date shall be at 5.00 p.m. on Bid/Issue Closing Day.*

SUMMARY OF THE PRIMARY BUSINESS

Our Company was originally formed as a partnership firm under the name and style of “Weldor CNC Machines”, pursuant to a partnership deed dated December 01, 2015. Subsequently, the partnership firm was converted into a public limited company under Part I of Chapter XXI of the Companies Act, 2013, in the name of “Weldor CNC Machines Limited”, pursuant to a certificate of incorporation dated December 13, 2024 issued by the Registrar of Companies, Central Registration Centre.

Our Company is engaged in the manufacture and supply of machinery used across metalworking and fabrication processes. Our principal product portfolio comprises CNC Press Brake Machines, Shearing Machines, CNC Punch Presses, CNC/NC Rolling Machines and CNC V-Grooving Machines, together with related accessories. Our machines are offered across varying capacities, control systems and configurations to cater to customer-specific requirements based on material specifications, processing requirements and intended applications.

Our machines cater to customers across diverse manufacturing sectors, including general engineering, steel and metal processing and fabrication, storage and display systems, automotive and heavy equipment, electrical and electronics, railways, aerospace, refrigeration, HVAC/ventilation, solar and energy-related industries, among others. Our customers deploy our machines across various stages of their manufacturing and fabrication processes for producing components, structures and assemblies with varying dimensions, material specifications and processing requirements.

Our Product-wise revenue for the last three financial years and stub period is as follows:

(Rs. In Lakhs, unless otherwise stated)

Particulars	FY 25-26	% of Revenue from operations	FY 24-25	% of Revenue from operations	FY 23-24	% of Revenue from operations
CNC Press Brake Machines	1,848.84	73.03%	1,142.00	81.57%	930.65	88.97%
Shearing Machines	174.05	6.88%	8.99	0.64%	-	0.00%
CNC Punch Press	165.00	6.52%	112.60	8.04%	-	0.00%
CNC/ NC Rolling Machines	118.40	4.68%	15.00	1.07%	-	0.00%
Accessories	101.08	3.99%	51.46	3.68%	35.47	3.39%
CNC V- Grooving Machines	34.50	1.36%	22.81	1.63%	37.51	3.59%
Others*	89.58	3.54%	47.15	3.37%	42.37	4.05%
Grand Total	2,531.44	100.00%	1,400.01	100.00%	1,046.00	100.00%

*Others includes revenue from sale of machines that do not fall under the principal product categories and revenue from ancillary services.

STATE-WISE REVENUE ACROSS INDIA

(Rs. In Lakhs, unless otherwise stated)

Sr No	Particular	FY 2025 -26	% of Revenue	FY 2024 -25	% of Revenue	FY 2023-24	% of Revenue
1	Gujarat	1,077.10	42.55%	509.67	36.40%	221.62	21.19%
2	Maharashtra	729.83	28.83%	521.52	37.25%	199.36	19.06%
3	West Bengal	213.75	8.44%	-	-	-	-
4	Karnataka	176.38	6.97%	119.06	8.50%	230.35	22.02%
5	Uttar Pradesh	132.76	5.24%	51.70	3.69%	33.75	3.23%
6	Tamil Nadu	109.35	4.32%	15.72	1.12%	-	-
7	Goa	25.00	0.99%	25.48	1.82%	-	-
8	Delhi	22.50	0.89%	-	0.00%	-	-
9	Haryana	18.00	0.71%	37.15	2.65%	141.88	13.56%
10	Uttarakhand	17.50	0.69%	-	-	77.28	7.39%
11	Kerala	8.50	0.34%	-	-	-	-
12	Madhya Pradesh	0.78	0.03%	13.93	1.00%	57.89	5.53%
13	Andhra Pradesh	-	-	28.55	2.04%	0.34	0.03%
14	Chandigarh	-	-	-	-	0.27	0.03%
15	Chhattisgarh	-	-	-	-	0.04	0.00%
16	Dadra And Nagar Haveli	-	-	-	-	0.28	0.03%
17	Jharkhand	-	-	-	-	11.76	1.12%

18	Rajasthan	-	-	17.49	1.25%	36.19	3.46%
19	Telangana	-	-	59.75	4.27%	34.99	3.35%
Total Revenue from Operations		2,531.44	100.00%	1,400.01	100.00%	1,046.00	100.00%

Revenue from our top 5 customers in is as given below:

(Rs. In Lakhs, unless otherwise stated)

Particulars	March 31, 2026		March 31, 2025		March 31, 2024	
	Amount	%	Amount	%	Amount	%
Top 5 Customers*	1,044.46	41.25%	500.93	35.78%	365.85	34.97%

*The customers may vary across the fiscal/relevant period.

KEY OPERATIONAL FACILITIES

Registered Office & Manufacturing Unit	Plot No.6/b, 6/a, Revenue Survey No. 240p, of village Veraval (Shapar), Taluka Kotda Shangani, District-Rajkot, Gujarat – 360024
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BUSINESS STRENGTHS AND STRATEGIES

STRENGTH

1. Manufacturing and machining capabilities supported by our design function
2. Broad product portfolio across metalworking and fabrication applications
3. Track record of supplying machines to government organizations and public sector undertakings
4. Well diversified customer base spread across various industries and geography
5. Experienced Promoters with Industry Expertise

STRATEGIES

1. Expand our production capabilities through the proposed manufacturing facility
2. Expansion of Product Offerings
3. Expand our participation in government and public sector procurement opportunities
4. Continue to focus on product quality and customer-specific requirements

For further details, please refer to the chapter titled “Our Business” beginning on page 131 of the Draft Red Herring Prospectus.

SUMMARY OF THE INDUSTRY

The Engineering & Capital Goods Industry constitutes a critical pillar of the manufacturing sector, providing machinery, equipment and technological solutions that support industrial production across a wide range of end-use industries. The industry encompasses the design, manufacture and supply of machine tools, industrial machinery, process equipment, material handling systems and precision engineering solutions, which serve as essential capital assets for sectors such as automotive, aerospace, defence, railways, infrastructure, construction, power, oil & gas and general engineering. Machine tools, including CNC press brakes, shearing machines, laser cutting systems and other sheet metal forming equipment, form an important segment of the capital goods industry by enabling precision fabrication and efficient metal processing across manufacturing industries.

The Indian Machine Tools segment has exhibited a strong growth trajectory over the period under review, with the market size increasing from INR 3,76,752 million in FY2020-21 to INR 7,40,951 million in FY2024-25. The Machine Tools segment constitutes an important component of the broader Engineering & Capital Goods Industry and includes various categories of manufacturing equipment, including CNC machines, presses, press brakes, pipe bending, rolling and bending machines. Accordingly, growth in the overall Machine Tools market provides a favourable operating environment for manufacturers of CNC Press Brakes and Rolling Machines.

The market size increased from INR 3,76,752 million in FY2020-21 to INR 5,12,087 million in FY2021-22 and further to INR 5,83,582 million in FY2022-23, reflecting increasing industrial activity and rising investments in manufacturing and production capabilities. The market subsequently expanded to INR 6,52,691 million in FY2023-24 and INR 7,40,951 million in FY2024-25, supported by increasing demand for precision machinery, automation and technologically advanced manufacturing equipment.

For further details, please refer to the chapter titled “Industry Overview” beginning on page 110 of the Draft Red Herring Prospectus.

PROMOTERS OF THE ISSUER COMPANY			
Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification
1.	Maheshkumar Gordhandas Vaghela	Individual	Maheshkumar Gordhandas Vaghela is the Promoter, Chairman and Managing Director of our Company. He completed his Matriculation in 1985 from the Gujarat Secondary Education Board, Gandhinagar. He commenced his career in 1990 with Weldor Engineering Private Limited, where he served as a Technical Director until 2007 . Thereafter, he served as Head of the Sales Department of Weldor Engineering Private Limited from 2007 to 2015 . In 2015 , he became associated with the business of our Company when it was carried on as a partnership firm, “Weldor CNC Machines”, wherein he was a partner. He has over 36 years of experience in the sheet metal forming machinery industry. He currently oversees the overall business, sales and marketing, and finance functions of our Company.
2.	Nikunj Maheshkumar Vaghela	Individual	Nikunj Maheshkumar Vaghela is the Promoter and Whole-Time Director of our Company. He has been associated with the business of our Company since 2015 , when it was carried on as a partnership firm, “Weldor CNC Machines”, wherein he was a partner. He completed his Diploma in Mechatronics Engineering in 2019 from Gujarat Technological University. He has over 6 years of experience in the machine tools industry. He currently oversees the production and manufacturing operations of our Company.
3.	Minaben Maheshkumar Vaghela	Individual	Minaben Maheshkumar Vaghela is the Promoter and Non-Executive Director of our Company. She has been associated with our Company since 2015, when it was carried on as a partnership firm wherein she was a partner. She passed Grade IX from Shree Bai Sheba Sahebba Girls High School, Rajkot. She possesses 10 years of experience in HR and administrative role in our Company.

For details in respect of our Promoters, please refer to the chapter titled “**Our Promoters and Promoter Group**” beginning on page 179 of the Draft Red Herring Prospectus.

OBJECTS OF THE ISSUE

The Issue comprises a Fresh Issue of up to 23,30,000 Equity Shares of face value of ₹10 each, aggregating up to ₹ [●] Lakhs by our Company.

Details of means of finance – The fund requirements for the object of the Issue is stated as follows:

(Rs. In Lakhs)

S. No.	Particulars	Estimated Amount to be deployed and utilized in F.Y. 26-27	Estimated Amount to be deployed and utilized in F.Y. 27-28
1.	Funding of Capital Expenditure towards set up of a New Manufacturing facility	428.66	1,726.48
2.	Funding of Working Capital Requirements	100.00	200.00
3.	General corporate purposes*	[●]	[●]
	Total	[●]	[●]

*To be finalized upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC.

Details of Utilization of Net Proceeds

The details of utilization of the Net Proceeds are set forth herein below:

1. Funding of capital expenditure towards set up of a new manufacturing facility

Our Company is engaged in the manufacture and supply of machinery used across metalworking and fabrication processes. Our manufacturing operations are currently undertaken at our manufacturing facility located at Plot No. 6/A and Plot No. 6/B, Revenue

Survey No. 240P, Village Veraval (Shapar), Taluka Kotda Sangani, District Rajkot, Gujarat – 360024. For Fiscal 2026, our existing manufacturing facility had an installed production capacity, on the capacity basis adopted by the Chartered Engineer, of 110 machines per annum and actual production of 90 machines, resulting in capacity utilisation of 81.82%.

As set out in the Project Report dated September 26, 2026 issued by R K Patel & Co., Chartered Engineers and Registered Valuers, our existing manufacturing premises at Plot No. 6/A and Plot No. 6/B admeasure approximately 2,772.72 square metres, of which approximately 2,534.80 square metres is built-up, representing approximately 91.41% ground coverage. Accordingly, limited contiguous shop-floor area is presently available for installation of additional large-scale manufacturing machinery. Further, the crane hook height at our existing facility is approximately 18–20 feet, which restricts the handling and assembly of certain larger and higher-tonnage machines.

In order to address the aforesaid constraints and support our future manufacturing requirements, we propose to establish a new manufacturing facility at Revenue Survey No. 240P, Plot No. 3, Veraval (Shapar), Taluka Kotda Sangani, District Rajkot, Gujarat – 360024, admeasuring approximately 2,336.17 square metres. The proposed facility is intended to augment our manufacturing infrastructure, enhance our in-house machining capabilities and support expansion of our product portfolio. The proposed facility is also intended to support our proposed introduction of CNC Panel Bending Machines as a product offering.

In order to implement the proposed expansion, we intend to undertake civil construction and related structural works and procure and install additional plant and machinery at the proposed facility. The proposed plant and machinery comprises 12 Double Girder EOT Cranes, one WF 13 R CNC Horizontal Floor Type Boring Mill, one Jyoti NX 6240 EY CNC Vertical Machining Centre and one Mazak VC-Ez 510 IP CNC Vertical Machining Centre. The proposed investment is intended to enhance our in-house machining and material-handling capabilities, improve machining accuracy and production efficiency, strengthen our control over production schedules and quality and reduce our dependence on external machining facilities. The plant and machinery proposed to be procured under the expansion comprises 15 capital units in aggregate.

The total estimated cost of the proposed manufacturing facility is ₹ 2,262.90 lakhs, as per the Project Report dated September 26, 2026, obtained by our Company from R K Patel & Co., Chartered Engineers & Registered Valuers (“Project Report”). Pursuant to the Board Resolution dated September 26, 2026, our Company proposes to utilize an amount of up to ₹ 2,155.14 lakhs from the Net Proceeds for funding capital expenditure requirements of our Company towards setting up the Proposed Facility.

The total estimated cost for setting up the Proposed Facility comprises the following:

<i>(Rs. in lakhs)</i>				
S. No	Particulars	Estimated Cost	Funds to be deployed from Internal Accruals	To be met from Issue Proceeds
1.	Civil Construction Work	280.00	-	280.00
2.	Plant & Machinery	1,875.14	-	1,875.14
3.	Contingency*	107.76	107.76	-
	Total Cost	2,262.90	107.76	2,155.14

* Our Company has provided for a contingency amount of ₹107.76 lakhs, equivalent to 5% of the aggregate estimated cost of Civil Construction Work and Plant & Machinery, which shall be funded through internal accruals. Such contingency is intended to meet potential variations in machinery costs (if any), costs associated with obtaining requisite permissions and approvals, transportation and installation charges, expenses relating to utilities and other ancillary expenses associated with the proposed project.

2. To Meet Working Capital Requirements

With the expansion of the business company will be in the need of additional working capital requirements. We fund a majority of our working capital requirements in the ordinary course of business from banking facilities and internal accruals. Our Company requires additional working capital for funding its incremental working capital requirements.

Our Company proposes to utilize ₹ 100.00 lakhs in FY 2026-27 and ₹200.00 lakhs in FY 2027-28 of the Net Proceeds towards our Company’s working capital requirements (as per detail given below). The balance portion of our Company working capital requirement shall be met from the working capital facilities availed from the banks and internal accruals. The incremental and proposed working capital requirements and key assumptions with respect to the determination of the same are mentioned below:

Details of Estimation of Working Capital requirement are as follows:

<i>(Rs. in Lakhs)</i>					
Particulars	March 31, 2024	March 31, 2025	March 31, 2026	March 31, 2027	March 31, 2028

	Restated			Projected	
Current Assets					
Inventories	315.55	384.00	898.10	1,170.54	2,048.44
Trade receivables	70.12	310.38	707.49	1,000.43	1,750.75
Short-Term Loans And Advances	26.20	82.57	242.76	291.31	349.57
Other Current Assets	28.51	0.74	4.24	5.09	6.11
Total Current Assets(A)	440.38	777.69	1,852.59	2,467.37	4,154.87
Current Liabilities					
Trade Payables	340.83	424.32	721.90	764.29	1,138.27
Other Current Liabilities	50.54	268.97	140.80	154.88	170.36
Short-Term Provisions	83.96	107.83	178.53	196.38	216.02
Total Current Liabilities(B)	475.33	801.11	1,041.22	1,115.55	1,524.65
Total Working Capital Requirement (A-B)	(34.95)	(23.43)	811.37	1,351.81	2,630.22
Funding Pattern:					
From Short term Borrowings	-	-	743.74	637.50	680.00
Internal Accruals*	-	-	67.62	614.31	1,750.22
Net Proceeds from IPO				100.00	200.00

*Internal accruals generally comprise funds generated through the Company's regular business operations, including profits retained in the business after meeting operating expenses, taxes and routine working capital requirements. In the present case, the internal accruals proposed to be deployed towards the project will be funded primarily from liquidity generated from operations.

Note: The Company had negative working capital of ₹34.95 lakhs and ₹23.43 lakhs as at March 31, 2024 and March 31, 2025, respectively, primarily on account of higher trade payables and other current liabilities relative to its current assets. During these periods, the Company availed credit from its suppliers in the ordinary course of business, resulting in trade payable days of 143 days and 158 days, respectively, as compared to trade receivable days of 24 days and 81 days, respectively. Accordingly, the negative working capital during these periods was primarily attributable to the timing of payments to suppliers and collections from customers in the ordinary course of business.

As at March 31, 2026, the working capital requirement increased to Rs.811.37 lakhs, primarily due to the expansion in the scale of business operations, resulting in higher procurement and production requirements and a corresponding increase in inventory and trade receivables. Accordingly, the Company required additional working capital to support the increased scale of its operations

Assumptions for working capital requirements

The following table sets forth the details of the holding period (with days rounded to the nearest whole number) considered for the financial years ended March 31, 2024, March 31, 2025, March 31, 2026 and projected figures for financial years ended March 31, 2027, March 31, 2028.

Particulars	March 31, 2024	March 31, 2025	March 31, 2026	March 31, 2027	March 31, 2028
Trade Receivables days	24	81	102	90	90
Trade Payables days	143	158	137	105	90
Inventory days	110	100	129	105	105

Reasons for considering the above-mentioned days:

Trade Receivables	The Company is engaged in the manufacturing of CNC machines, wherein sales are influenced by customer orders, machine specifications, production lead time and the timing of installation and commissioning. Trade receivable days stood at 24 days in FY 2023-24, increased to 81 days in FY 2024-25 and further increased to 102 days in FY 2025-26. The variation in the historical receivable cycle is primarily attributable to changes in sales volumes, customer mix, order execution and the timing of collections from customers. For FY 2026-27 and FY 2027-28, trade receivable days have been considered at 90 days, taking into account the expected increase in the scale of operations, higher sales volumes and the credit period generally applicable to customers. The projected receivable cycle reflects the expected collection period commensurate with the Company's projected business operations.
Trade Payable	The Company's trade payables primarily arise from purchases made in the ordinary course of its CNC machine manufacturing operations. Trade payable days stood at 143 days in FY 2023-24, 158 days in FY 2024-25 and

	137 days in FY 2025-26. The variation in the historical creditor cycle is primarily attributable to the timing and volume of purchases, supplier credit terms and the timing of settlement of supplier dues. For FY 2026-27 and FY 2027-28, creditor days have been considered at 105 days and 90 days, respectively, considering the expected increase in procurement requirements corresponding to the projected growth in operations and the anticipated credit terms from suppliers. The projected creditor cycle reflects the expected level of supplier credit available to the Company in the normal course of its CNC machine manufacturing operations.
Inventories	The Company's inventory primarily comprises items held for manufacturing and finished CNC machines. Inventory days stood at 110 days in FY 2023-24, reduced to 100 days in FY 2024-25 and increased to 129 days in FY 2025-26. The variation in inventory days during the historical period is primarily attributable to changes in the scale of operations, procurement planning, production lead time, work-in-progress requirements and the timing of completion and dispatch of machines against customer orders. For FY 2026-27 and FY 2027-28, inventory days have been considered at 105 days, taking into account the projected increase in production and sales volumes, procurement requirements and the need to maintain adequate inventory levels to support timely execution of customer orders. The projected inventory cycle reflects the expected inventory holding requirements associated with the Company's anticipated scale of operations
Short term Loans and Advances & Other Current Assets:	Short-term loans and advances and other current assets primarily comprise advances given to vendors for procurement of goods and services, balances with Revenue and GST Authorities, advance salary and interest receivable. These balances arise in the ordinary course of business and are directly linked to the Company's procurement activities, operational requirements and statutory compliances. The level of such balances generally varies based on procurement requirements, timing of statutory recoveries, salary advances and accrual and receipt of interest. Accordingly, these balances may vary from period to period in line with the Company's business operations and working capital requirements.

As certified by Sunit N Chhatbar & Co., Chartered accountant, Statutory auditor of our company, by way of their certificate dated 24th September 2026.

3. General Corporate Purpose

Our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for general corporate purposes.

For further details, please refer to the chapter titled “Objects of the Issue” on page 87 of the Draft Red Herring Prospectus.

PRE AND POST ISSUE SHAREHOLDING OF PROMOTER(S), MEMBERS OF THE PROMOTER GROUP AND TOP 10 SHAREHOLDERS

Sr. No	Name	Pre IPO		Post IPO	
		Shares Held	% Shares Held	Shares Held	% Shares Held
	Promoters (A)				
1.	Maheshkumar Gordhandas Vaghela	39,10,336	65.15	39,10,336	[●]
2.	Minaben Maheshkumar Vaghela	17,42,628	29.03	17,42,628	[●]
3.	Nikunj Maheshkumar Vaghela	2,78,744	4.64	2,78,744	[●]
	Subtotal (A)	59,31,708	98.82	59,31,708	[●]
	Promoter Group (B)				
4.	Namrata Maheshkumar Vaghela	58,784	0.97	58,784	[●]
5.	Sumita Girishbhai Mistry	4,000	0.07	4,000	[●]
6.	Hirva Sandeep Vasoya	4,000	0.07	4,000	[●]
	Subtotal (B)	66,784	1.11	66,784	[●]
	Total (A+B)	59,98,492	99.93	59,98,492	[●]

Sr. No.	Pre-Issue shareholding			Post-Issue shareholding as at the date of Allotment			
	Shareholders	Number of	Share	At Floor Price (₹ [●])	At Cap Price (₹ [●])		
		Equity Shares	Holding (in %)	Number of Equity Shares	Share holding (in %)	Number of Equity Shares	Share holding (in %)
Promoter(s)							

1.	Maheshkumar Gordhandas Vaghela	39,10,336	65.15	[●]	[●]%	[●]	[●]%
	Minaben Maheshkumar Vaghela	17,42,628	29.03	[●]	[●]%	[●]	[●]%
	Nikunj Maheshkumar Vaghela	2,78,744	4.64	[●]	[●]%	[●]	[●]%
	Total (Promoters)	59,31,708	59,31,708	[●]	[●]%	[●]	[●]%
Members of Promoter Group							
2.	Namrata Maheshkumar Vaghela	58,784	0.97	[●]	[●]%	[●]	[●]%
	Sumita Girishbhai Mistry	4,000	0.07	[●]	[●]%	[●]	[●]%
	Hirva Sandeep Vasoya	4,000	0.07	[●]	[●]%	[●]	[●]%
	Total (Promoter Group)	66,784	1.11	[●]	[●]%	[●]	[●]%
Public Shareholders (top 10 shareholders)							
3.	Naman Manojbhai Solanki	4,000	0.07	[●]	[●]%	[●]	[●]%
	Total (Public Shareholders)	4,000	0.07	[●]	[●]%	[●]	[●]%
	Total (aggregate)	60,02,492	100	[●]	[●]%	[●]	[●]%

Notes:

- 1) Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisements until date of prospectus.
- 2) Based on the Issue price of ₹ [●] and subject to finalization of the basis of allotment.

SUMMARY OF RESTATED FINANCIAL INFORMATION

Following are the details as per the restated financial statements for the year ended on March 31, 2026, March 31, 2025 and March 31, 2024:

(₹ in Lakhs)

Sr. No	Particulars	March 31, 2026	March 31, 2025	March 31, 2024
1	Share capital/ Partners' Capital	150.06	150.06	1.52
2	Net Worth	867.87	368.31	1.52
3	Revenue from operations	2,531.44	1,400.01	1,046.00
4	EBITDA	786.95	363.57	239.27
5	Net Profit/(Loss) as Restated	499.56	218.25	152.89
6	Basic Earnings per share	8.32	3.64	2.55
7	Diluted Earnings per share	8.32	3.64	2.55
8	Return on Equity	80.82%	118.02%	271.73%
9	NAV per Equity Shares (based on Weighted Average Number of Shares - With Bonus issue effect)	14.46	6.14	0.03
10	Total borrowings	820.22	255.58	466.44
11	Cash flow from operating activities	(213.13)	250.78	232.85
12	Cash flow from investing activities	(475.59)	(73.84)	(136.03)
13	Cash flow from financing activities	520.43	(76.74)	(54.99)

For further details, please refer to the chapter titled “**Restated Financial Statements**” beginning on page 185 of the Draft Red Herring Prospectus.

SUMMARY OF KEY PERFORMANCE INDICATORS

(₹ In Lakhs except percentages and ratios)

Particulars	FY 2025-26	FY 2024-25	FY 2023-24
Revenue from operations ⁽¹⁾	2,531.44	1,400.01	1,046.00
EBITDA ⁽²⁾	786.95	363.57	239.27
EBITDA Margin ⁽³⁾	31.09%	25.97%	22.87%
PAT ⁽⁴⁾	499.56	218.25	152.89
PAT Margin ⁽⁵⁾	19.73%	15.59%	14.62%
RoE (%) ⁽⁶⁾	80.82%	118.03%	271.73%
RoCE (%) ⁽⁷⁾	41.91%	53.55%	54.89%
Net Worth ⁽⁸⁾	867.87	368.31	1.52
Revenue from repeat customers % ⁽⁹⁾	38.90%	18.91%	9.17%
Machines sold ⁽¹⁰⁾	83	55	37

Notes:

⁽¹⁾ Revenue from operation means revenue from sales of product.

⁽²⁾ EBITDA is calculated as Profit before tax + Depreciation + Finance cost - Other Income

⁽³⁾ EBITDA Margin is calculated as EBITDA divided by Revenue from Operations

⁽⁴⁾ PAT is taken as Profit for the year attributable to the Shareholders of the Company

⁽⁵⁾ PAT Margin is calculated as Profit for the year attributable to Shareholders of the Company divided by revenue from operations.

⁽⁶⁾ Return on Equity is the ratio of Profit for the year attributable to Shareholders of the Company and Average Shareholder Equity.

⁽⁷⁾ Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus long-term borrowings and short-term borrowings + deferred tax liability(net).

⁽⁸⁾ Net Worth is calculated as total shareholder's funds.

⁽⁹⁾ Revenue from repeat customers represents revenue generated during the relevant fiscal year or period from customers who were also invoiced in the immediately preceding financial year. The percentage of revenue from repeat customers is calculated by dividing revenue from repeat customers by total revenue from operations for the respective fiscal year or period.

⁽¹⁰⁾ Number of Machines Sold represents the total number of machines sold by the Company during the respective financial year.

For further details, please refer to the chapter titled **"Basis for Issue Price"** beginning on page 100 of the Draft Red Herring Prospectus.

RISK FACTORS

The below mentioned risks are the top 10 internal risk factors as per the Draft Red Herring Prospectus:

1. We derive a significant portion of our revenue from the sale of our key product, namely CNC Press Brakes Machines. Any decline in the sales of our key product could have an adverse effect on our business, results of operations and financial condition.
2. A significant portion of our revenue from operations is derived from a limited number of customers. Any loss of, or reduction in orders from, such customers may adversely affect our business, financial condition, results of operations and cash flows.
3. We are significantly dependent on a limited number of suppliers for procurement of our raw materials, with which we do not have any long-term agreements and any disruption in supply or volatility in raw material prices may adversely affect our business, financial condition, results of operations and cash flows.
4. Our Company operates in the machine tools industry, which is dependent on industrial activity and capital expenditure by customers. Any slowdown in industrial activity or reduction or deferment in capital expenditure by our customers may adversely affect demand for our products and our business, financial condition, results of operations and cash flows.
5. We require certain approvals, licenses, registrations and permits to operate our business and failure to obtain or renew them in a timely manner or maintain the statutory and regulatory permits and approvals required to operate our business may adversely affect our operations and financial conditions
6. Under-utilization of our manufacturing capacities and an inability to effectively utilize our expanded manufacturing capacities could have an adverse effect on our business, future prospects financial condition and results of operations

7. Our Group Company and certain Promoter Group entities are engaged in businesses similar to those undertaken by our Company, which may give rise to potential conflicts of interest.
8. Our existing manufacturing facility and the land on which our proposed manufacturing facility is being established are owned by our Promoter and occupied by our Company under lease/rental arrangements. Any termination, non-renewal or dispute in relation to such arrangements may adversely affect our manufacturing operations and the implementation of our proposed expansion.
9. Any disruption, breakdown or shutdown of our Manufacturing Unit may have a material adverse effect on our business, financial condition, results of operations and cash flows.
10. There have been certain delays in payment of statutory dues in the past. Any delay in payment of statutory dues in future, may result in the imposition of penalties and in turn may have an adverse effect on our business, financial condition, results of operation and cash flows.

For further details, please refer to the chapter titled **“Risk Factors”** beginning on page 22 of the Draft Red Herring Prospectus.

THE DETAILS OF WEIGHTED AVERAGE COST OF ACQUISITION OF SHARES FOR PROMOTER

PARTICULARS	NUMBER OF EQUITY SHARES HELD AS ON DATE*	WEIGHTED AVERAGE COST OF ACQUISITION (“WACA”) PER EQUITY SHARE (IN ₹)*	WACA PER EQUITY SHARES ACQUIRED IN LAST ONE YEAR*
Promoter(s)			
Maheshkumar Gordhandas Vaghela	39,10,336	2.50	Nil
Minaben Maheshkumar Vaghela	17,42,628	2.50	Nil
Nikunj Maheshkumar Vaghela	2,78,744	2.50	Nil

Weighted average cost of acquisition of all shares transacted in the one year and three years preceding the date of draft offer document / offer document.

Period	Weighted Average Cost of Acquisition (in Rs.)	Cap Price (₹[•]) is ‘X’ times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last one year preceding the date of the Draft Red Herring Prospectus	Nil	[•]	0
Last three years preceding the date of the Draft Red Herring Prospectus	2.50	[•]	0-10

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	Name	Designation (Independent / Whole-Time / Executive / Nominee)
1.	Maheshkumar Gordhandas Vaghela	Chairman and Managing Director
2.	Nikunj Maheshkumar Vaghela	Whole-time director
3.	Minaben Maheshkumar Vaghela	Non- Executive Director
4.	Arun Dash	Independent Director
5.	Mahipal Singh Chouhan	Independent Director
6.	Tushar Rai Sharma	Independent Director
7.	Paragkumar Sandipkumar Dave	Company Secretary & Compliance officer
8.	Vandankumar Mahendrabhai Davess	Chief Financial Officer (CFO)

For further details, please refer to the chapter titled **“Our Management”** beginning on page 163 of the Draft Red Herring Prospectus.

AUDITOR QUALIFICATIONS

There are no audit qualifications which have not been given effect in the Restated Financial Statements.

SUMMARY TABLE OF OUTSTANDING LITIGATIONS

A summary of outstanding litigations proceedings involving our Company, Promoters, Directors, KMPs, SMPs and Group Company (to the extent material to our Company) as on the date of the draft Red Herring Prospectus are as below:

(₹ in lakhs)

S. No.	Name of Entity	Criminal Proceedings	Tax Proceedings	Actions by statutory and regulatory authorities	Other Material Litigation	Aggregate amount involved
1.	Company					
	By the Company	-	-	-	-	-
	Against the Company	-	01	-	-	0.04
2.	Promoters & Directors					
	By the Promoters & Directors	-				
	Against the Promoters & Directors	-	-	-	-	-
3.	Group Company					
	By the Company	-	-	-	-	-
	Against the Company	-	-	-	-	-
4.	Controlled Entity (Aarjay Enterprises)*					
	By the Firm	-	-	-	-	-
	Against the Firm	-	-	-	-	-

Our Company was incorporated upon conversion of the partnership firm “Weldor CNC Machines” (“Erstwhile Partnership Firm”) under Part I of Chapter XXI of the Companies Act, 2013. The income tax and TRACES credentials of the Erstwhile Partnership Firm (PAN: AACFW1825D) have not yet been closed, and TDS defaults aggregating ₹0.04 Lakhs are reflected on the TRACES portal, comprising ₹0.03 Lakhs for FY 2023-24 (being interest on payments default under Section 201 of ₹0.03 Lakhs and late filing fee under Section 234E of ₹0.002 Lakhs) and ₹0.003 Lakhs for prior years (being interest on payments default under Section 201 of ₹0.002 Lakhs and interest under Section 220(2) of ₹0.001 Lakhs).

For further details, please refer to the chapter titled **“Outstanding Litigations and Material Developments”** beginning on page 256 of the Draft Red Herring Prospectus.

DECLARATION BY THE COMPANY

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