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**ondoor**

**ON DOOR CONCEPTS LIMITED**  
Corporate Identification Number: U52100MP2014PLC033570

Our Company was originally incorporated as a private limited company under the Companies Act, 2013 pursuant to a certificate of incorporation issued by the Registrar of Companies, Gwalior dated December 15, 2014 with the name 'On Door Concepts Private Limited'. Our Company was converted into to a public limited company and the name of our Company was changed to 'On Door Concepts Limited' by a fresh Certificate of Incorporation consequent upon conversion to public limited was issued on May 01, 2023 by the Registrar of Companies, Gwalior. For further details of our Company, see "General Information" and "History and Certain Other Corporate Matters" on pages 49 and 105, respectively in the Draft Prospectus.

**Registered Office:** Phoenix Corporate Park, First Floor, Opp. Vrindawan Garden, Hoshangabad Road Bhopal, Madhya Pradesh, India, 462026; **Tel:** +91 755 3511480; **Website:** [www.ondoor.com](http://www.ondoor.com); **E-mail:** [cs@ondoor.com](mailto:cs@ondoor.com); **Contact Person:** Ms. Vaishali Bakliwal, Company Secretary and Compliance Officer

**ADDENDUM TO THE DRAFT PROSPECTUS DATED JUNE 22, 2023: NOTICE TO INVESTORS (THE "ADDENDUM")**

**OUR PROMOTERS: NSB BPO SOLUTIONS PRIVATE LIMITED, MR. NARENDRA SINGH BAPNA, MR. PRAMOD RAMDAS INGLE, MRS. SWATI BAPNA AND MRS. VAISHALI INGLE**

**PUBLIC ISSUE OF 17,84,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH OF ON DOOR CONCEPTS LIMITED ("OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹ 259.00 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹249.00 PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO ₹4,620.56 LAKHS ("THE ISSUE"). OF THE ISSUE, 78,000 EQUITY SHARES AGGREGATING TO ₹202.02 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY PROMOTERS ("PROMOTER CONTRIBUTION") AND 86,000 EQUITY SHARES AGGREGATING TO ₹222.74 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 16,20,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH AT AN ISSUE PRICE OF ₹ 259.00 PER EQUITY SHARE AGGREGATING TO ₹4,195.80 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.37% AND 25.04%, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, SEE "TERMS OF THE ISSUE" ON PAGE 187 OF THE DRAFT PROSPECTUS.**

This is with reference to the Draft Prospectus filed by the Company with the National Stock Exchange of India Limited ("NSE"). Potential Applicants/Bidders may note the following and for details the Applicants/Bidders may scan the QR code as mentioned in this advertisement:

- 1) Under the section titled "Risk Factors" beginning from page 24 of the Draft Prospectus, certain Risk Factors shall be amended and/ or updated and/ or added, as provided beginning on page 1 of the Addendum.
- 2) Under the section titled "Objects of the Offer" beginning from page 71 of the Draft Prospectus and accordingly, key assumptions to the working capital projections shall be amended and/ or updated and/ or added, as provided beginning on page 5 of the Addendum.
- 3) Under the section titled "Business Overview" beginning from page 90 of the Draft Prospectus, business process and certain additional information shall be updated and/ or added, as provided beginning on page 6 of the Addendum.
- 4) Under the section titled "Outstanding Litigation and Material Developments" beginning from page 166 of the Draft Prospectus and accordingly, certain litigations shall be amended and/ or updated and/ or added, as provided beginning on page 8 of the Addendum.
- 5) Under the section titled "Government and Other Approvals" beginning from page 171 of the Draft Prospectus and accordingly, certain government approvals shall be amended and/ or updated and/ or added, as provided beginning on page 14 of the Addendum.
- 6) The consequent changes and/ or additions as made in the respective above sections shall be accordingly disclosed in the Draft Prospectus wherever applicable.

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

The Addendum is filed with NSE and shall be made the respective websites NSE i.e. [www.nseindia.com](http://www.nseindia.com); Lead Manager at [www.focl.in](http://www.focl.in) and the Issuer Company at [www.ondoor.com](http://www.ondoor.com).

All capitalized terms used in the Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered, 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 and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of each jurisdictions where such offers and sales are made.

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 issued or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

**For On Door Concepts Limited**  
**On behalf of the Board of Directors**  
**Sd/-**  
**Narendra Singh Bapna**  
**Managing Director**

**Place: Bhopal**  
**Date: August 16, 2023**

**LEAD MANAGER TO THE OFFER**

**REGISTRAR TO THE OFFER**



**FIRST OVERSEAS CAPITAL LIMITED**  
1-2 Bhupen Chamber, Dalal Street, Fountain,  
Mumbai -400 001 Maharashtra, India  
**Telephone:** +91 22 4050 9999  
**E-mail:** [mb@focl.in](mailto:mb@focl.in)  
**Investor grievance e-mail:**  
[investorcomplaints@focl.in](mailto:investorcomplaints@focl.in)  
**Website:** [www.focl.in](http://www.focl.in)  
**Contact Person:** Satish Sheth/ Mala Soneji  
**SEBI Registration No.:** INM000003671



**BIGSHARE SERVICES PRIVATE LIMITED**  
S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, Mahakali Caves Road,  
Next to Ahura Centre, Andheri East,  
Mumbai - 400 093, Maharashtra, India  
**Tel. No.:** +91 22 6263 8200  
**Email:** [ipo@bigshareonline.com](mailto:ipo@bigshareonline.com)  
**Investor Grievance Email:** [investor@bigshareonline.com](mailto:investor@bigshareonline.com)  
**Website:** [www.bigshareonline.com](http://www.bigshareonline.com)  
**Contact Person:** Babu Rapheal C.  
**SEBI Registration No.:** INR000001385

On Door Concepts Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has been filed the Draft Prospectus dated June 22, 2023 with NSE. The Draft Prospectus and the Addendum to the Draft Prospectus shall be available on the respective websites NSE i.e. [www.nseindia.com](http://www.nseindia.com); Lead Manager at [www.focl.in](http://www.focl.in) and the Issuer Company at [www.ondoor.com](http://www.ondoor.com). Potential Applicants/Bidders should note that investment in equity shares involves a high degree of risk and details relating to such risk, please see the section entitled "Risk Factors" beginning on page 24 of the Draft Prospectus. Potential Applicants/Bidders should not rely on the Draft Prospectus filed with NSE for making any investment decision.

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## RISK FACTORS

The following Risk Factors shall be amended and/ or updated and/or added under the section titled “Risk Factors” beginning from page 24 of the Draft Prospectus:

### INTERNAL RISK FACTORS

- Our Company, Promoters, and Directors are involved in certain legal proceedings and potential litigations. Any adverse decision in such proceedings may render us/them liable to liabilities/penalties which may adversely affect our business, financial condition and results of operations.***

Our Company, Promoters, and Directors are currently involved in certain legal proceedings. These legal proceedings are pending at different levels of adjudication before various courts, enquiry officers and appellate forums. Such proceedings could divert management time, attention and consume financial resources in their defence. Further, an adverse judgment in some of these proceedings could have an adverse impact on our business, financial condition and results of operations.

There is a pending litigation against the promoter/ director our Company. The criminal case bearing No ST/688/2019 dated 25/10/2013 filed by Central Bureau of Investigation (complainant) pending before 17th Additional District & Session Judge, District & Session Court, Indore against Narendra Singh Bapna, NSB BPO Solution & others amounting to Rs 164.00 Lakhs in the matter of Service Tax, Pertains to the Period from April 2005 to September 2008 for misrepresentation in service tax returns & alleging that Service Tax Cenvat Credit of Rs 118 Lakhs is fraudulently availed and falsely shows less taxable receipts during the aforementioned period resulting to tax evasion. The same is pending against promoter / directors of company for recording evidence. The next date of hearing is 10/10/2023.

A summary of the outstanding proceedings and litigations, to the extent quantifiable, by and against our Company, Promoters, and Directors have been set out below:

<b>Nature of Case</b>	<b>Number of Cases</b>	<b>Amount involved (Rs. in Lakhs)</b>
<b>Company</b>		
Direct Tax	1	10.44*
Indirect Tax	3	356.13**
Criminal Matters	1	0.02
Civil Matters	5	41.17
<b>Our Promoters / Directors</b>		
Direct Tax	3	Not Ascertainable
Indirect Tax	3	992.91
Criminal Matters	3	171.25
Civil / Labour Matters	8	414.33
<b>Our Directors other than Promoters</b>		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Criminal Matters	Nil	Nil
Civil Matters	Nil	Nil
<b>Our Promoter Group Companies</b>		
Direct Tax	Nil	Nil
Indirect Tax	2	914.00**
Criminal Matters	Nil	Nil
Civil / Labour Matters	Nil	Nil

\*Out of Rs.10.44 lakhs demand, Rs.5.30 Lakhs has been adjusted against income tax refund of FY 2021-22.

\*\* The Company received Notice from the office of Deputy Commissioner, Commercial Taxes Department, Government of Madhya Pradesh for the Period 2016-2017 on 20th Nov 2019, having Notice id-10300008517773, bearing case no. CS0000001119179 in respect of Value Added Tax (VAT), whereas department has assessed the VAT payable of Rs.149.85 Lacs by disallowing the Input Tax credit (ITC) of Rs.85.85 Lacs, Reversal of ITC of Rs.1.28 Lacs & Penalty of Rs.62.72 Lacs. The company has appealed against the order of the Deputy Commissioner, Commercial Taxes Department, with the Appellate Authority, Additional Commissioner, Commercial Taxes Department on 09/01/2020 Acknowledgement No. AA021920001515, & paid 10 Percent of the demand raised i.e., Rs.14.98 Lacs. for making the appeal vide challan no.75016 dated 08/01/2020. The case is pending with Appellate Authority.

\*\*The company has received show cause notice from M.P State GST Authority on 07/10/2021 vide reference no. AEBBPL/293, and has ascertained the tax liability of Rs.47.28 lacs for the FY 2019-20 towards the

*difference in Input tax claimed in the monthly return furnished in GSTR-3B against the Input available in GSTR-2A on the GST portal. For the FY2021-22 the authority has ascertained tax liability of Rs.159 Lacs towards the difference in the turnover in the monthly returns furnished in GSTR-3B compared to GSTR-01.*

*Both the above matters have been replied on dated 30/12/2022 & on 21/02/2023 & the same is pending.*

*\*\*\*Department has raised demand without considering amount of Rs.417.00 Lakhs which has been already paid.*

*The table above does not include those penalties, interests and costs, if any, which may be imposed or which may have been pleaded but not quantified in the course of legal proceedings, or which the Court / Tribunal otherwise has the discretion to impose. The imposition and amount of such penalties / interests / costs are at the discretion of the court / tribunal where the case is pending. Such liability, if any, would crystallize only on the order of the tribunal where the case(s) is / are pending.*

For further details, please refer to section titled "Outstanding Litigation and Material Developments" beginning on page 8 of this Draft Prospectus.

- 2. *We are dependent upon few suppliers for the material requirements of our business. Further, we do not have definitive agreements or fixed terms of trade with most of our suppliers. Failure to successfully leverage our relationships with existing suppliers or to identify new suppliers could adversely affect our business operations.***

Our top 5 suppliers represented 33.97%, 28.02% and 30.91%, respectively, of our total purchases for financial year ended March 31, 2023, 2022 and 2021, respectively.

In our retail industry for the MSME segment players, generally there are no definitive agreements with the suppliers of the products we sell. We also do not have any long-term supply agreements with our suppliers or distributors and we procure our products on a purchase order basis. Since there are no fixed terms of trade, the discounts and schemes for our customers are decided based on the negotiation skills of the procurement team. If we are unable to continue to procure supplies at competitive prices, our margins and business will be adversely affected.

Any problems faced by our supplier resulting in delays or non-adherence to quality requirements could adversely impact our ability to meet our customer's requirements in time and our operations would be affected to the extent we are unable to line up supplies from alternate suppliers. If we fail to successfully leverage our existing and new relationships with suppliers, our business and financial performance could be adversely affected.

- 3. *We have not commissioned an industry report for the disclosures made in the chapter titled "Industry Overview" and made disclosures on the basis of the data available on the internet.***

We have not commissioned an industry report, for the disclosures which need to be made in the chapter titled "Industry Overview" of this Prospectus. We have made disclosures in the said chapter on the basis of the relevant industry related data available online. We cannot assure you that any assumptions made are correct or will not change and, accordingly, our position in the market may differ from that presented in this Prospectus. Although we believe that the data may be considered to be reliable, their accuracy, completeness and underlying assumptions are not guaranteed and their dependability cannot be assured. While we have taken reasonable care in the reproduction of the information, the information has not been prepared or independently verified by us or any of our respective affiliates or advisors and, therefore, we make no representation or warranty, express or implied, as to the accuracy or completeness of such facts and statistics. Further, the industry data mentioned in this Prospectus or sources from which the data has been collected are not recommendations to invest in our Company. Accordingly, Applicants/Bidders should read the industry related disclosure in this Draft Prospectus in this context.

- 4. *Our Company's management will have flexibility in utilizing the Net Proceeds. There is no monitoring agency appointed by our Company and the deployment of funds is at the discretion of our Management and our Board of Directors, though it shall be monitored by our Audit Committee.***

The deployment of the funds towards the objects of the issue is entirely at the discretion of the Board of Directors/Management and is not subject to monitoring by external independent agency. As per SEBI (ICDR) Regulations, 2018, as amended, appointment of monitoring agency is required only for Issue size above ₹ 10,000.00 lakhs. Hence, we have not appointed any monitoring agency to monitor the utilization of Issue

proceeds. However, the audit committee of our Board will monitor the utilization of Issue proceeds in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, our Company shall inform about material deviations in the utilization of Issue proceeds to NSE and shall also simultaneously make the material deviations / adverse comments of the audit committee public. Any inability on our part to effectively utilize the Issue proceeds could adversely affect our financials.

In accordance with Section 13(8) and Section 27 of the Companies Act, 2013, our Company shall not vary the Objects of the Issue without our Company being authorized to do so by the shareholders by way of a special resolution. In addition, the notice issued to the shareholders in relation to the passing of such special resolution shall specify the prescribed details and be published in accordance with the Companies Act 2013.

Further, pursuant to the Companies Act 2013, the Promoters or controlling shareholders will be required to provide an exit opportunity to the shareholders who do not agree to such proposal to vary the Objects of the Issue at the fair market value of the Equity Shares as on the date of the resolution of our Board recommending such variation in the terms of the contracts or the objects referred to in the Draft Prospectus, in accordance with such terms and conditions as may be specified on this behalf by SEBI.

**5. *We have contingent liabilities as per Ind AS 37 as at March 31, 2023. If any of these actually occur, they may adversely impact our profitability and may have a material adverse effect on our results of operations and financial condition.***

The following are the contingent liabilities as per Ind AS 37 as at March 31, 2023. If any of these actually occur, they may adversely impact our profitability and may have a material adverse effect on our results of operations, cash flows and financial condition.

(₹ in lakhs)	
Particulars	As at March 31, 2023
Value added tax (VAT) demands under appeal for FY 2016-17 *	149.85
M.P. State GST (FY 2019-20) **	47.28
M.P. State GST (FY 2021-22) **	159.00

\*The Company received Notice from the office of Deputy Commissioner, Commercial Taxes Department, Government of Madhya Pradesh for the Period 2016-2017 on 20<sup>th</sup> Nov 2019, having Notice id-10300008517773, bearing case no. CS0000001119179 in respect of Value Added Tax (VAT), whereas department has assessed the VAT payable of Rs.149.85 Lacs by disallowing the Input Tax credit (ITC) of Rs.85.85 Lacs, Reversal of ITC of Rs.1.28 Lacs & Penalty of Rs.62.72 Lacs. The company has appealed against the order of the Deputy Commissioner, Commercial Taxes Department, with the Appellate Authority, Additional Commissioner, Commercial Taxes Department on 09/01/2020 Acknowledgement No. AA021920001515, & paid 10 Percent of the demand raised i.e., Rs.14.98 Lacs. for making the appeal vide challan no.75016 dated 08/01/2020. The case is pending with Appellate Authority.

\*\* The company has received show cause notice from M.P State GST Authority on 07/10/2021 vide reference no. AEBBPL/293, and has ascertained the tax liability of Rs.47.28 lacs for the FY 2019-20 towards the difference in Input tax claimed in the monthly return furnished in GSTR-3B against the Input available in GSTR-2A on the GST portal. For the FY2021-22 the authority has ascertained tax liability of Rs.159 Lacs towards the difference in the turnover in the monthly returns furnished in GSTR-3B compared to GSTR-01.

In the event, above liabilities crystallises then our profits and cash flow will be impacted to the extent of the above referred amounts.

**6. *There have been several instances of delay/ default in payment of statutory dues and filing of statutory returns by our Company in the past.***

There have been several instances of delay/ default in payment of statutory dues including EPF payments and filing of GST returns by our Company in the past which were not material in nature and the same were regularised subsequently by payments and filing of return with interest and penalty. For the last three Fiscals there has been generally delay in depositing undisputed statutory dues such as Provident Fund, Tax deducted at source, Income Tax, Good and Service Tax etc. due to several reasons including liquidity issues. Though these delays have been regularised, we cannot assure you that there will be no default or delay in future in payment of such statutory dues. Further, we cannot assure that we will not be subject to any legal proceeding or regulatory actions, including monetary penalties by respective statutory authorities on account of such delay in payments or filing of returns, which may adversely affect our business, financial condition, and reputation.

- 7. Our Corporate Promoter, NSB BPO Solutions Private Limited have objects similar to our Company. There are no non- compete agreements between our Company and such Promoter Entity. We cannot assure that our Promoter will not favour its own interests over our interest or that the said entities will not expand which may increase our competition and may adversely affect business operations and financial condition of our Company.***

Our Corporate Promoter, NSB BPO Solutions Private Limited have one of the objects similar to our Company. We have not entered into any non-compete agreement with them. We cannot assure that our Promoter who has conflict of interest will not favour its own interest. As a result, conflicts of interests can arise on account of common suppliers/ customers and in allocating business opportunities amongst our Company and our Promoter entity in circumstances where our respective interests diverge. Any such present and future conflicts could have a material adverse effect on our reputation, business, results of operations and financial condition which may adversely affect our profitability and results of operations.

## **OBJECTS OF THE ISSUE**

The following shall be disclosed under the heading “The working capital projections made by the Company are based on certain key assumptions”:

- Inventories- In Fiscal 2021, 2022 and 2023 our inventory holding days were 57 days, 77 days and 57 days respectively. Due to business growth and the need to increase the sales volume we need to maintain inventories at certain level and hence the inventories days are more or less in line with the FY 2023 days accordingly increase in amount is contributed by incremental Sales of FY 2024. Accordingly, we have estimated the inventory holding levels at 59 days for Fiscal 2024.
- Trade Receivable- In Fiscal 2021, 2022 and 2023 our receivable days were 2 days, 4 days and 23 days respectively. Due to business growth, change in customer profile and the need to increase the sales volume, Trade Receivable days are more or less in line with the FY 2023 days accordingly increase in amount is contributed by incremental Sales of FY 2024. Accordingly, we estimate the receivable levels at 22 days for Fiscal 2024.
- Trade Payables-Our trade payables have been for 31 days, 47 days and 62 days for fiscal 2021, 2022 and 2023 respectively. During FY 2023, the company had faced crunch in liquidity due to accumulated losses over a period due to which the company had to delay payments of Trade payables and other liabilities which is reflected in higher number of days of Trade Payables compared to FY 2021 and FY 2022. This is also one of the reasons for higher cost of goods sold during FY 2023 compared to FY 2021 and FY 2022 as the company had to pay higher prices for our purchases. However, going forward the company has estimated Trade Payables days to be 30 days in FY 2024 so that it get better prices for our purchase and in turn the better margins. Thus to streamline the supplier payments and to increase the profitability we have assumed to keep Trade Payables at 30 days, resulting in increase of working capital requirements.

## BUSINESS OVERVIEW

The following shall be amended and/ or updated and/or added under the section titled “Business Overview” beginning from page 90 of the Draft Prospectus:

**The following table sets forth the revenue earned from sales through Online delivery and offline delivery:**

Financial Year	Offline Mode		Online Mode	
	Revenue earned (Rs. in Lakhs)	%	Revenue earned (Rs. in Lakhs)	%
2020-21	11024.83	60.36	7240.35	39.64
2021-22	10574.35	61.07	6739.74	38.93
2022-23	13194.92	73.26	4819.60	26.74

### Location wise stores in Madhya Pradesh:

Name of City	No of Stores
Bhopal	17
Biaora	1
Dhara	1
Gadarwara	1
Indore	11
Itarsi	1
Jaora	1
Kareli	1
Khachroad	1
Mahidpur	1
Maksi	1
Nagda	1
Nagod	1
Narsinghgarh	1
Nasrullaganj	1
Obedullaganj	1
Panna	1
Raisen	1
Rajgarh	1
Ratlam	1
Sagar	1
Sehore	1
Seopur	1
Shajapur	3
Shujalpur	1
Silwani	1
Tikamgarh	1
<b>Grand Total</b>	<b>55</b>

### Franchisee Model:

On Door FOCO model (Franchise Owned Company Operated) is formulated under which anyone whether individual/company etc. in any city (Presently in M.P) can undertake the On Door franchise by approaching the company & Paying the investment amount as set out by the Company depending upon the Locality & Size of the store.

As of March 31, 2023, the company operates 55 stores in the cities of Madhya Pradesh. Out of 55 stores, the company owned and company operated (COCO) stores are 17 and the rest are operated through franchisee model. Before finalizing for opening of the franchise in a particular location our in-house team visits that area & do their due-diligence regards to viability to opening of the store.



While working our growth strategy and to make it capital efficient, we formulated a franchise model which is quite unique and solves many multiple problems for different parties and stakeholders. In the traditional approach for the groceries business, where the product margin is low, it was believed that a franchisee model is unviable. Our business model is small city centric and it would have been operationally difficult for us to operate company-owned stores, given the number of cities/towns where we are planning our presence. A very large organization and overheads to operate the same would have also taken a longer time to achieve profitability.

Our franchisee model takes care of the following problems simultaneously:

1. **Capital:** Refundable deposits against inventories and store set-up capex along with non-refundable Franchise fees is paid by the franchisee owner and hence, the roll-out is faster from capital standpoint. Though ownership of the stock & Infrastructure is with the company as billing is done on company Software, Role of franchise owner is to run the store efficiently. The entire sales generated by the Franchise store is recorded under company Revenue.
2. **Operational Efficiencies:** The presence of the local entrepreneur ensures the cost efficiencies and a superior customer handling due to his business interest. The role of the store manager, who is essentially the franchisee, gets limited to handling customer experience and store operations. He gets freed from maintain registers to manage inventory, re-order levels, accounting etc., and therefore, becomes more effective in management of pilferage, leakages and inventory damage.
3. **Role of Ondoer:** Company, is focused to improve the sales of the franchise-operated stores by marketing strategies through various schemes on products, different modes of advertisements viz. on app, website, messages etc. that ultimately increases the Pay-out of the franchise owner. Further, the company provides all kinds of backend support like technology, which included mobile apps, POS and ERP led inventory management, central Procurement, logistics, Market Surveys, Merchandising, SKU management, Store Planograms, Reward & Loyalty Programs etc. We also allocate dedicated staff to the franchise through which he can co-ordinate & resolve his issues (if any).
4. **Faster Build-up of Sales:** The model caters to a latency of demand for modern trade benefits:
  - a. better variety assortment,
  - b. quality of merchandise,
  - c. modern-trade promotional schemes and
  - d. price lower than competition due to a significant procurement advantage.
5. **Revenue Model of Franchise:** Revenue model of Franchise varies from the size of the store & the sales, which it generates. Pay-out has been linked to the sales achieved during the month & the slabs under which sales falls as per the agreement done with the franchise; Besides paying pay-out, company also pay the rental of the property as the agreement is between the company & the Landlord. Revenue bifurcation is as under:

Financial Year	Revenue%	
	Company Stores	Franchise Stores
FY 2020-21	100.00	0.00
FY 2021-22	79.14	20.86
FY 2022-23	65.42	34.58

## OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

The following shall be amended and/ or updated and/or added under the section titled “**Outstanding Litigation and Material Developments**” beginning from page 166 of the Draft Prospectus:

*Except as stated below there is no (i) pending criminal litigation involving our Company, Directors, Promoter or Group Companies; (ii) actions taken by statutory or regulatory authorities involving our Company, Directors, Promoter or Group Companies; (iii) outstanding claims involving our Company, Directors, Promoter or Group Companies for any direct and indirect tax liabilities; (iv) outstanding proceedings initiated against our Company for economic offences; (v) defaults or non-payment of statutory dues by our Company; (vi) material fraud against our Company in the last five years immediately preceding the year of this Draft Prospectus; (vii) inquiry, inspection or investigation initiated or conducted under the Companies Act 2013 or any previous companies law against our Company during the last five years immediately preceding the year of this Draft Prospectus and if there were prosecutions filed (whether pending or not); (viii) fines imposed or compounding of offences for our Company in the last five years immediately preceding the year of this Draft Prospectus; (ix) litigation or legal action against our Promoter by any ministry or Government department or statutory authority during the last five years immediately preceding the year of this Draft Prospectus; (x) pending litigations involving our Company, Directors, Promoter, Group Companies or any other person, as determined to be material by the Company’s Board of Directors in accordance with the SEBI (ICDR) Regulations; or (xi) outstanding dues to creditors of our Company as determined to be material by our Company’s Board of Directors in accordance with the SEBI (ICDR) Regulations and dues to small scale undertakings and other creditors.*

*In terms of the Materiality Policy, any pending/outstanding litigation involving the Relevant Parties which exceeds the amount which is 1% of the total revenue from operations as per the Restated Financial Statements for the Financial Year 2023 would be considered material for our Company:*

- i) any pending/outstanding litigation involving the Relevant Parties which exceeds the amount which is 1% of the total revenue from operations as per the Restated Financial Statements for the Financial Year 2023 would be considered material for our Company and accordingly disclosed in the Prospectus.*
- ii) As per the Restated Financial Statements for the Financial Year 2023, the total revenue of our company is Rs. 180.14 Crores and accordingly, any pending/outstanding litigation involving an amount exceeding Rs. 1.80 Crores has been considered material for the purposes of disclosures in this section based on the policy approved by our Board in the Board meeting held on 08th May 2023.*

*Our Company, our Promoter and/or our Directors, have not been declared as wilful defaulters by the RBI or any governmental authority, have not been debarred from dealing in securities and/or accessing capital markets by the SEBI and no disciplinary action has been taken by the SEBI or any stock exchanges against our Company, our Promoter or our Directors, that may have a material adverse effect on our business or financial position, nor, so far as we are aware, are there any such proceedings pending or threatened.*

*Unless otherwise stated, all proceedings are pending as of the date of this Draft Prospectus. All information provided below is as of the date of this Draft Prospectus.*

*None of our Promoters or Directors are Fugitive Economic Offenders under Section 12 of the Fugitive Economic Offenders Act, 2018.*

### LITIGATION INVOLVING OUR COMPANY:

#### AGAINST THE COMPANY

1. Sachin Logaria - Food safety officer (complainant)V/s Ondoer Concepts Pvt. Ltd, Pramod Ingle, NS Bapna & Others. Show cause notice dated 14/03/2023 is pending before additional District. Magistrate Dhar. As per the report, the Food Analyser took the sample of “Ondoer Besan” on 18/01/2022 at 4:15 PM from the company’s Dhar store. According to the Food Analyser, the company food product Ondoer Besan was misbranded and requisite information was not provided, which is a violation of S. 26(1)(2)(ii) and (v) of Food Safety and Standards Act, 2006 (FSSA). As per S. 52 and 58 of FSSA a penalty of Rs 5 Lakhs is proposed.

2. Ashish Choudhry (complainant / customer) V/s On Door Concepts Pvt Ltd (Opposite party) CC/535/2019 dated 13/01/2020 complaint under consumer protection Act is filed by the customer. In this case the consumer bought grocery and vegetables for INR 360.70/- including GST and Cess against memo number JB6077-54508 on 21/07/2019 along with the groceries and vegetables the company charged INR 4/- for the carry bag which had Odoor brand logo printed on it.  
The complainant argues that the carry bad which had Odoor brand logo on it, is a marketing strategy of the company and shouldn't charge the customers any additional amount for the carry bag and claimed damages of Rs 0.35 Lakhs which is pending before District Consumer Forum Bhopal-2 (M.P.) in which the company has filed counter affidavit. The next date of hearing 15/09/2023.
3. Ankit Pawar (complainant / customer) V/s On Door Concepts Pvt Ltd (Opposite party) CC/540/2021 dated 12/08/2021 It's case pertaining where customer has bought groceries worth INR 27,024 inclusive of GST from Odoor store situated at Makroni on 01.12.2020, the customer had claimed that Odoor had sold them groceries which were expired and was not safe for human consumption, moreover Odoor provided only one bill of INR 8,400 and the bill for rest of the amount was not provided. The customer had asked for compensation of sun of INR 58,024 which includes INR 27,024 of bill, INR 20,000 for mental/physical harassment, INR 10,000 for lack of service and INR 1,000 for transportation of goods. The matter is pending before District Consumer Forum, Sagar (M.P.) in which the company has filed counter Reply. The next date of hearing 09/10/2023.
4. Sanjay Talreja (plaintiff / landlord) V/s On Door Concepts Pvt Ltd (defendants), M.D & Employee RCS-A/26/2022 dated 21/12/2021 for the property situated on E-6/5 & E6/6(1/2) Eleven No. Market Bhopal which was taken on Rent by Odoor, where lease agreement was expired on 14.04.2021 & the landlord denied to take the possession of the property, seeking to increase the tenure of the agreement.. a suit for recovery of arrears of rent is filed by the landlord against the company for recovery of rent of Rs 35.24 Lakhs. The Matter is pending before XXII Civil Judge Class-1, District & Session Court Bhopal for Hearing of Interim Application in which the company has filed counter Reply. The next date of hearing is 13/09/2023.
5. Inspector, Weight & measurement, New Township Bhopal (complainant) V/s Sohal Khan & Odoor Concepts Pvt Ltd & Directors. (Respondent), Complaint no. 03/2022-23 dated 08/06/2022. It's pertaining case where Inspector has informed to the Respondent was in violation section 24/33 of Weight and Management Act, 2009. The machine used for weighing was of AK Electronics, model TT, Make – Durlabhji and having serial number 010319. Respondent had received letter dated 08th June 2023 to pay Rs. 10000/- towards settlement of the case from weight & measurement department & on 10th July 2023 the respondent had deposited the amount through challan No. 051/9999999/1475/07/23/010308 and settled the case.

#### **BY THE COMPANY**

1. On Door Concepts Pvt Ltd (Complainant) V/s Surjeet Singh (accused / customer) - RCT/11130/2021 dated 07/04/2021.complaint under section 138 of Negotiable Instruments Act is filed by the company against customer before XI Civil Judge Class-I, It's case pertaining that On Door Concepts sold groceries worth INR 4153.87 to the accused on a credit basis. On continuous request of the complainant to settle the dues the accused issued a cheque of Bank of Baroda, Branch Baghmuglia worth INR 2,000 dated 06.02.2021, when the complainant deposited the said cheque on 08.02.2021 the cheque returned to the complainant due to "Insufficient Funds". The complainant had filed a case under section 138 of Negotiable Instrument Act. The matter is pending for appearance. The next date of hearing is 23/6/2023.

#### **LITIGATION AGAINST OUR PROMOTERS / THE DIRECTORS:**

1. Central Bureau of Investigation (complainant) V/s Narendra Singh Bapna, NSB BPO Solution & others. The criminal case bearing No ST/688/2019 dated 25/10/2013 pending before 17th Additional District & Session Judge, District & Session Court, Indore against director in respect of amount of Rs 164.00 Lakhs in the matter of Service Tax, Pertains to the Period from April 2005 to September 2008 for misrepresentation in service tax returns & alleging that Service Tax Cenvat Credit of Rs 118 Lakhs is fraudulently availed and falsely shows less taxable receipts during the aforementioned period resulting to tax evasion. The same is pending against promoter / directors of company for recording evidence. The last hearing of the case was 11/05/2023 and The next date of hearing is 10/10/2023.

2. EWC Advisors Pvt. Ltd (complainant) vs Pramod Ingle, NSB BPO Solutions Pvt Ltd. & Other (respondent). Spl. CS/413/2022 dated 06/06/2022 is pending before Joint Civil Judge, Senior Division, Thane, Mumbai, filed by EWC Advisors for recovery of expenses of Rs. 296 Lakhs incurred by them on behalf of NSB BPO Solutions Pvt Ltd. . It's pertaining to the case that NSB BPO Solutions had an agreement with the EWC Advisors Pvt Ltd for payment of salary, rent and other expenses on behalf of NSB BPO Solutions Limited and the total amount to be returned to EWC advisors at an interest rate of 12% per annum. The total sum paid by EWC Advisors was INR 2,96,76,225 from the period December 2018 to May 2019 which was to be returned by NSB BPO Solutions and NSB BPO Solutions failed to make the payment in time. The matter is pending for admission stage and appearing as report. The next date of hearing is 23/08/2023.
3. Nirakar Sahoo ( complainant / Ex-Employee of NSB BPO ) vs Director, NSB BPO Solutions Pvt Ltd. & Other (respondent). Labour court complaint bearing No 83/2022 dated 17/12/2022 is pending before The Presiding Officer, Labour Court Bhuvneshwar. It's pertaining that Nirakar Sahoo was employed with NSB BPO Solutions Private Limited from 01/02.2009 to 30/09/2022 i.e., for a period of 13 years and 8 months and his last drawn salary was INR 39,000 per month. In this matter complainant had claimed for his compensation for the leave wage, N.F Dues, Over Time of 2 hours daily, Bonus and two months of pending salary, the total amount claimed is INR 42,12,650.00 and an additional case litigation charges of INR 50,000 along with an interest of 18% per annum for any further delay in payment. The case is filed under section 33-C(2) of the Industrial Dispute Act, 1947. The matter is pending for reply.
4. Nirakar Sahoo (complainant / Ex-Employee of NSB BPO) vs Director, NSB BPO Solutions Pvt Ltd. & Other (respondent). Labour court complaint bearing No 59/2022 dated 19/12/2022 is pending before The Presiding Officer, Labour Court Bhuvneshwar. It's pertaining that Nirakar Sahoo was employed with NSB BPO Solutions Private Limited from 01/02.2009 to 30/09/2022 i.e., for a period of 13 years and 8 months initially as Data Entry Operator and then Floor Operation Manager, the service of Nirakar Sahoo was terminated with effect from 01/10/2022. The complainant alleges that the respondent had not complied with the Statutory Provisions section 25-F(a) (b), 25- G and 25 – H of the Industrial Dispute Act, 1947 and demanded compensation in lieu of reinstatement and back wage INR 28 Lakhs.. The matter is pending for reply.
5. ICS Infotech (plaintiff) vs NSB BPO Solutions Pvt Ltd. (defendant). A suit bearing No. CS SCJ/55/2020 dated 09/01/2020 against NSB BPO Solutions filed by plaintiff for recovery of rent for computers provided by them, before Senior Civil Judge cum RC, North RCH Delhi. The matter is pending for summons. The amount involved is disputed computer Rent of Rs 1.31 Lakhs. The next date of hearing is 08/09/2023.
6. Rajesh Kothari (plaintiff) vs NSB BPO Solutions Pvt Ltd. (defendant). A suit filed by plaintiff for recovery of lease rent of Rs. 14.61 Lakhs before 21th Additional District & Session Judge, District & session court, Bhopal bearing no. EX(A)/9900049/2017, dated 24/10/2017 which is against NSB BPO Solutions Pvt. Ltd. The Company has taken property on 01/05/2010 on lease from the Plaintiff situated at 201-204, 207,208 & 220 16 old palasia indore The matter is pending for summons. The next date of hearing is 12/09/2023.
7. Rajesh Kothari (plaintiff) vs NSB BPO Solutions Pvt Ltd. (defendant). A suit filed by plaintiff for recovery of lease rent of Rs. 3.21 Lakhs before 21th Additional District & Session Judge, District & session court, Bhopal bearing no. EX(A)/9900050/2017, dated 24/10/2017 which is against NSB BPO Solutions Pvt. Ltd. The matter is pending for summons. The next date of hearing is 12/09/2023.
8. Chhaya Kothari (plaintiff) vs NSB BPO Solutions Pvt Ltd. (defendant). A suit filed by plaintiff for recovery of lease rent of Rs. 24.08 Lakhs before 21th Additional District & Session Judge, District & session court, Bhopal bearing no. EX(A)/9900051/2017, which is against NSB BPO Solutions Pvt. Ltd. The company has taken property on lease from the Plaintiff which is situated at 302 -304, 18 Ab road Indore The matter is pending for summons. The next date of hearing is 12/09/2023.
9. Kumari Khushi (plaintiff) vs NSB BPO Solutions Pvt Ltd. (defendant). A suit filed by plaintiff for motor accident claim before 29th Additional District & Session Judge, District & session court, Indore bearing No MACC/848/2021 dated 08/02/2021, which is against NSB BPO Solutions Pvt. Ltd. The matter is pending for reply and the amount of claim is Rs 5 Lakhs. The next date of hearing is 10/07/2023.

#### **LITIGATION BY OUR PROMOTERS / DIRECTORS:**

1. NSB BPO Solutions Private Limited, Promoter Company, Criminal case no. UNCR/2420/2021 dated 30/12/2015, has been filed against Mr. Vijay Kanodia Director of M/s SMJS Impex Pvt. Ltd. for refund of Advance Security Deposit of Rs. 7.25 Lacs against the Rental office property taken by NSB BPO Solutions Pvt. Ltd. It's pertaining to case that NSB BPO Solutions paid an advance security deposit of INR 7,25,000 to Mr. Vijay Kanodia bearing account number 91202004144982 Axis Bank, Mumbai via RTGS, after the receipt of above advance security deposit, Mr. Vijay Kanodia failed to provide any documentation with respect to the said Rental office property and misrepresentation regarding the internet connectivity and telephone connectivity was given. The case has been filed by the Company in October 2015 for refund of Advance Security Deposit and case is pending at 9<sup>th</sup> Civil Judge Class –I, District & Sessions Court Bhopal. The next date of hearing is on 17/10/2023.
2. Narendra Singh Bapna, NSB BPO Solution & others (petitioner) vs Central Bureau of Investigation (respondent) criminal case bearing No MCRC/3863/2015. The matter is pending before High Court of M.P, Bench- Indore, filed by Narendra Singh Bapna for quashing of order for register FIR in the matter of Service Tax, alleging that Service Tax Cenvat Credit is fraudulently availed and falsely shows less taxable receipts resulting to tax evasion. The matter is pending for hearing and its not listed on board. The matter will be listed any time.

#### **LITIGATION INVOLVING OUR GROUP ENTITIES: NIL**

#### **TAX PROCEEDINGS:**

A Summary of Tax proceedings involving our company, our Promoter, our Directors, or our Group Companies are stated below-

<b>Nature of Case</b>	<b>Number of Cases</b>	<b>Amount Involved ( in Lakhs)</b>
<b>Company –On Door</b>		
Direct Tax	1	10.44*
Indirect Tax	3	356.13**
<b>Our Corporate Promoters- NSB BPO</b>		
Direct Tax	2	Not Ascertainable
Indirect Tax	3	992.91
<b>Our Individual Promoters- Swati Bapna</b>		
Direct Tax	1	Not Ascertainable
Indirect Tax	Nil	Nil
<b>Our Directors Other than Promoters</b>		
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
<b>Our Promoter Group Companies- Star Enterprises</b>		
Direct Tax	Nil	Nil
Indirect Tax	2	914.00***

\*Out of Rs.10.44 lakhs demand, Rs.5.30 Lakhs has been adjusted against income tax refund of FY 2021-22.

\*\* The Company received Notice from the office of Deputy Commissioner, Commercial Taxes Department, Government of Madhya Pradesh for the Period 2016-2017 on 20thNov 2019, having Notice id-10300008517773, bearing case no. CS0000001119179 in respect of Value Added Tax (VAT) ,whereas department has assessed the VAT payable of Rs.149.85 Lacs by disallowing the Input Tax credit (ITC) of Rs.85.85 Lacs, Reversal of ITC of Rs.1.28 Lacs & Penalty of Rs.62.72 Lacs. The company has appealed against the order of the Deputy Commissioner, Commercial Taxes Department, with the Appellate Authority, Additional Commissioner, Commercial Taxes Department on 09/01/2020 Acknowledgement No. AA021920001515, & paid 10 Percent of the demand raised i.e., Rs.14.98 Lacs. for making the appeal vide challan no.75016 dated 08/01/2020. The case is pending with Appellate Authority.”

\*\*\*The company has received show cause notice from M.P State GST Authority on 07/10/2021 vide reference no. AEBBPL/293, and has ascertained the tax liability of Rs.47.28 lacs for the FY 2019-20 towards the difference in Input tax claimed in the monthly return furnished in GSTR-3B against the Input available in GSTR-2A on the GST portal. For the FY2021-22 the authority has ascertained tax liability of Rs.159 Lacs towards the difference in the turnover in the monthly returns furnished in GSTR-3B compared to GSTR-01.

Both the above matters have been replied on dated 30/12/2022 & on 21/02/2023 & the same is pending.

\*\*\*Department has raised demand without considering amount of Rs.417.00 Lakhs which has been already paid  
The table above does not include those penalties, interests and costs, if any, which may be imposed or which may have been pleaded but not quantified in the course of legal proceedings, or which the Court / Tribunal otherwise has the discretion to impose. The imposition and amount of such penalties / interests / costs are at the discretion of the court /tribunal where the case is pending.

## **MATERIAL FRAUDS AGAINST OUR COMPANY**

There have been no material frauds committed against our Company in the five years preceding the year of this Draft Prospectus.

## **PROCEEDINGS INITIATED AGAINST OUR COMPANY FOR ECONOMIC OFFENCES**

There are no proceedings initiated against our Company for any economic offences.

## **NON-PAYMENT OF STATUTORY DUES**

As on the date of the Draft Prospectus there have been no (i) instances of non-payment or defaults in payment of statutory dues by our Company, (ii) over dues to companies or financial institutions by our Company, (iii) defaults against companies or financial institutions by our Company, or (iv) contingent liabilities not paid for.

## **PAST CASES WHERE PENALTIES WERE IMPOSED**

There are no past cases where penalties were imposed on our Company by concerned authorities/courts.

## **OUTSTANDING LITIGATION AGAINST OTHER PERSONS AND COMPANIES WHOSE OUTCOME COULD HAVE AN ADVERSE EFFECT ON OUR COMPANY**

As on the date of the Draft Prospectus, there is no outstanding litigation against other persons and companies whose outcome could have a material adverse effect on our Company.

## **PAST INQUIRIES, INSPECTIONS, OR INVESTIGATIONS**

There have been no inquiries, inspections or investigations initiated or conducted under the Companies Act 2013 or any previous company law in the last five years immediately preceding the year of the Draft Prospectus in the case of Company, Promoters, Directors. Other than as described above, there have been no prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last five years immediately preceding the year of the Draft Prospectus.

Further, there is no legal action pending or taken by any Ministry or Department of the Government or a statutory authority against the promoters during the last five years immediately preceding the year of the issue of the Draft Prospectus and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action.

## **OUTSTANDING DUES TO CREDITORS**

As per the Materiality Policy, our Board has approved that each creditor, to whom our Company individually owes a net aggregate amount that exceeds 5.00% of the trade payables as per the Restated Financial Statements for the most recent financial year, shall be considered as a material creditor of our Company. Our Board has also approved that dues owed by our Company to small scale undertakings as per the Restated Financial Statements for the most recent financial year shall be disclosed in a consolidated manner.

As per the above policy, consolidated information of outstanding dues, as at March 31, 2023, owed to small scale undertakings, material dues to trade creditors separately, giving details of number of cases and aggregate amount for such dues is as under:

(₹ in lakhs)		
Particulars	Number of cases	Amount Outstanding

Dues to small scale undertakings	Nil	Nil
Material dues to creditors	4	1936.26
Other dues to creditors	413	718.43

Further, our Company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, in relation to amount unpaid as at the year end together with interest payable as required under the said Act have not been furnished. Our Company does not owe any small-scale industries or any MSMEs any amounts exceeding ₹1 lakh which is outstanding for more than 30 days. There are no disputes with such entities in relation to payments to be made to them.

The details pertaining to net outstanding dues towards our creditors are available on the website of our Company at [www.ondoor.com](http://www.ondoor.com). It is clarified that such details available on our website do not form a part of this Draft Prospectus. Anyone placing reliance on any other source of information, including our Company's website, [www.ondoor.com](http://www.ondoor.com), would be doing so at their own risk.

### **Material Developments**

Except as stated in “*Management's Discussion and Analysis of Financial Condition and Results of Operation*” on page 157, there have not arisen, since the date of the last financial statements disclosed in the Draft Prospectus, any circumstances which materially and adversely affect or are likely to affect our profitability taken as a whole or the value of our assets or our ability to pay our liabilities within the next 12 months.

## GOVERNMENT AND OTHER APPROVALS

The following shall be amended and/ or updated and/or added under the section titled “*Government and other approvals*” beginning from page 171 of the Draft Prospectus:

**Mentioned below are the list of properties for which shop and establishment license is obtained by the Company:**

Sr. No	Nature of Registration / License *	Registration No. / Reference No. / License No.	Issuing Authority	Valid up to
1.	Shops & Establishment Registration ( <b>Registered office</b> )	BHOP230706SE000384	District Labour Office, Bhopal, MP	Valid until cancelled
2.	Shops & Establishment Registration (Company Store)	BHOP230717SE009396	District Labour Office, Bhopal, MP	Valid until cancelled
3.	Shops & Establishment Registration (Company Store)	C/734455*	District Labour Office, Bhopal, MP	Valid until cancelled
4.	Shops & Establishment Registration (Company Store)	BHOP230717SE009454	District Labour Office, Bhopal, MP	Valid until cancelled
5.	Shops & Establishment Registration (Company Store)	C/1630169*	District Labour Office, Bhopal, MP	Valid until cancelled
6.	Shops & Establishment Registration (Company Store)	C/561084*	District Labour Office, Bhopal, MP	Valid until cancelled
7.	Shops & Establishment Registration (Company Store)	C/632170*	District Labour Office, Bhopal, MP	Valid until cancelled
8.	Shops & Establishment Registration (Company Store)	BHOP230714SE007509	District Labour Office, Bhopal, MP	Valid until cancelled
9.	Shops & Establishment Registration (Company Store)	C/355914*	District Labour Office, Bhopal, MP	Valid until cancelled
10.	Shops & Establishment Registration (Company Store)	C/635692*	District Labour Office, Bhopal, MP	Valid until cancelled
11.	Shops & Establishment Registration (Company Store)	C/546778*	District Labour Office, Bhopal, MP	Valid until cancelled
12.	Shops & Establishment Registration (Franchise Store)	C/582726*	District Labour Office, Bhopal, MP	Valid until cancelled
13.	Shops & Establishment Registration ( <b>Ware House</b> )	BHOP220105SE000115	District Labour Office, Bhopal, MP	Valid until cancelled
14.	Shops & Establishment Registration (Franchise Store)	RAJG230120SE010201*	District Labour Office, RAJGARH, MP	Valid until cancelled
15.	Shops & Establishment Registration (Franchise Store)	C/1684468*	District Labour Office, INDORE, MP	Valid until cancelled
16.	Shops & Establishment Registration (Franchise Store)	DHAR220217SE007024*	District Labour Office, DHAR, MP	Valid until cancelled



<b>Sr. No</b>	<b>Nature of Registration / License *</b>	<b>Registration No. / Reference No. / License No.</b>	<b>Issuing Authority</b>	<b>Valid up to</b>
17.	Shops & Establishment Registration (Franchise Store)	C/1764532*	District Labour Office, RATLAM, MP	Valid until cancelled
18.	Shops & Establishment Registration (Franchise Store)	C/1793552*	District Labour Office, Narsinghpur	Valid until cancelled
19.	Shops & Establishment Registration (Company Store)	UJJA230120SE010686*	District Labour Office, UJJAIN, MP	Valid until cancelled
20.	Shops & Establishment Registration (Franchise Store)	C/1801484*	District Labour Office, UJJAIN, MP	Valid until cancelled
21.	Shops & Establishment Registration (Franchise Store)	SATN220609SE003908*	District Labour Office, SATNA, MP	Valid until cancelled
22.	Shops & Establishment Registration (Franchise Store)	RAJG220620SE011256*	District Labour Office, RAJGARH, MP	Valid until cancelled
23.	Shops & Establishment Registration (Company Store)	SEHO220620SE011556*	District Labour Office, SEHORE, MP	Valid until cancelled
24.	Shops & Establishment Registration (Franchise Store)	PANN220216SE006830*	District Labour Office, PANNA, MP	Valid until cancelled
25.	Shops & Establishment Registration (Franchise Store)	C/1739026*	District Labour Office, RATLAM, MP	Valid until cancelled
26.	Shops & Establishment Registration (Franchise Store)	RAIS230120SE010573*	District Labour Office, RAISEN, MP	Valid until cancelled
27.	Shops & Establishment Registration (Franchise Store)	TIKA220607SE002414*	District Labour Office, TIKAMGARH, MP	Valid until cancelled
28.	Shops & Establishment Registration (Company Store)	C/1288764*	District Labour Office, INDORE, MP	Valid until cancelled
29.	Shops & Establishment Registration (Company Store)	C/668018*	District Labour Office, INDORE, MP	Valid until cancelled
30.	Shops & Establishment Registration (Company Store)	C/644618*	District Labour Office, INDORE, MP	Valid until cancelled
31.	Shops & Establishment Registration (Company Store)	C/785346*	District Labour Office, INDORE, MP	Valid until cancelled
32.	Shops & Establishment Registration (Company Store)	C/1347222*	District Labour Office, INDORE, MP	Valid until cancelled
33.	Shops & Establishment Registration (Franchise Store)	C/1736989*	District Labour Office, UJJAIN, MP	Valid until cancelled
34.	Shops & Establishment Registration (Franchise Store)	C/1737161*	District Labour Office, Narsinghpur, MP	Valid until cancelled

<b>Sr. No</b>	<b>Nature of Registration / License *</b>	<b>Registration No. / Reference No. / License No.</b>	<b>Issuing Authority</b>	<b>Valid up to</b>
35.	Shops & Establishment Registration (Franchise Store)	HOSH220211SE003785*	District Labour Office, HOSHANGABAD, MP	Valid until cancelled
36.	Shops & Establishment Registration (Franchise Store)	SHEO220620SE011456*	District Labour Office, SHEOPUR, MP	Valid until cancelled
37.	Shops & Establishment Registration (Franchise Store)	RAIS230421SE011511*	District Labour Office, RAISEN, MP	Valid until cancelled
38.	Shops & Establishment Registration (Franchise Store)	RAJG230425SE013732*	District Labour Office, RAJGARH, MP	Valid until cancelled
39.	Shops & Establishment Registration (Franchise Store)	INDO230424SE012477*	District Labour Office, INDORE, MP	Valid until cancelled
40.	Shops & Establishment Registration (Franchise Store)	SEHO230421SE011516*	District Labour Office, SEHORE, MP	Valid until cancelled
41.	Shops & Establishment Registration (Franchise Store)	BHOP230420SE010719*	District Labour Office, Bhopal, MP	Valid until cancelled
42.	Shops & Establishment Registration (Franchise Store)	RAIS230424SE012468*	District Labour Office, RAISEN, MP	Valid until cancelled
43.	Shops & Establishment Registration (Franchise Store)	BHOP230420SE010145*	District Labour Office, Bhopal, MP	Valid until cancelled
44.	Shops & Establishment Registration (Franchise Store)	BHOP230420SE010729*	District Labour Office, Bhopal, MP	Valid until cancelled
45.	Shops & Establishment Registration (Franchise Store)	BHOP230420SE010143*	District Labour Office, Bhopal, MP	Valid until cancelled
46.	Shops & Establishment Registration (Franchise Store)	INDO230424SE012481*	District Labour Office, INDORE, MP	Valid until cancelled
47.	Shops & Establishment Registration (Franchise Store)	BHOP230420SE010722*	District Labour Office, Bhopal, MP	Valid until cancelled
48.	Shops & Establishment Registration (Franchise Store)	SAGA230425SE013456*	District Labour Office, SAGAR, MP	Valid until cancelled
49.	Shops & Establishment Registration (Franchise Store)	INDO230425SE013365*	District Labour Office, INDORE, MP	Valid until cancelled
50.	Shops & Establishment Registration (Franchise Store)	SHAJ230425SE013385*	District Labour Office, SHAJAPUR, MP	Valid until cancelled
51.	Shops & Establishment Registration (Franchise Store)	SHAJ230425SE013395*	District Labour Office, SHAJAPUR, MP	Valid until cancelled
52.	Shops & Establishment Registration (Franchise Store)	AGAR230516SE008180*	District Labour Office, AGAR MALWA, MP	Valid until cancelled

<b>Sr. No</b>	<b>Nature of Registration / License *</b>	<b>Registration No. / Reference No. / License No.</b>	<b>Issuing Authority</b>	<b>Valid up to</b>
53.	Shops & Establishment Registration (Franchise Store)	SHAJ230425SE013473*	District Labour Office, SHAJAPUR, MP	Valid until cancelled
54.	Shops & Establishment Registration (Franchise Store)	RAJG230425SE01344*	District Labour Office, RAJGARH, MP	Valid until cancelled
55.	Shops & Establishment Registration (Franchise Store)	SHAJ230425SE013489*	District Labour Office, SHAJAPUR, MP	Valid until cancelled
56.	Shops & Establishment Registration (Franchise Store)	INDO230516SE008226*	District Labour Office, INDORE, MP	Valid until cancelled

\* The registration/licenses are under the name of On Door Concepts Private Limited. The company has made the applications for name change with the respective authority.

#### **Other Confirmations:**

**Approvals applied for but not yet received/ Renewals made in the usual course of our business. Below mentioned are the list of properties for which our Company has made application for obtaining the Shop and Establishment License and which is under process:**

<b>Issuing Authority</b>	<b>Location of the Property</b>	<b>Application number</b>	<b>Date of application</b>
Labour Resources Department, Government Of Madhya Pradesh	Shops & Establishment Registration (Franchise Store)- Bhopal Road, Near Block Office and Civil Hospital, Sainkheda, Gadawara, Dist. Narsinghpur (M.P)-487661	NARS230717SE009345	17-07-2023

## DECLARATION

We/ I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines or regulations issued by the Government of India and the rules, guidelines or regulations issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with, and no statement made in this Addendum to Draft Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended or the rules made, or regulations or guidelines issued thereunder, as the case may be. We/ I further certify that all the disclosures and statements made in this Addendum are true and correct.

### Name of the Directors

### Signature

Narendra Singh Bapna  
**Managing Director**  
DIN No.: 03201953

Sd/-

Pramod Ramdas Ingle  
**Whole Time Director**  
DIN No.: 03201939

Sd/-

Vaishali Pramod Ingle  
**Executive Director**  
DIN No.: 07022154

Sd/-

Ratnakar Venkappa Rai  
**Independent Director**  
DIN No.: 00126309

Sd/-

Shivani Shivshankar Tiwari  
**Independent Director**  
DIN No.: 09359208

Sd/-

Sangita Bhamesh Kamble  
**Independent Director**  
DIN No.: 10130251

Sd/-

### SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

Rahul Gurmalani

Sd/-

### SIGNED BY THE COMPANY SECRETARY & COMPLIANCE OFFICER

Vaishali Bakliwal

Sd/-

Place: Bhopal

Date: August 16, 2023