

SECTION XI – INFORMATION WITH RESPECT TO GROUP COMPANIES / ENTITIES

The definition of “Group Companies/Entities” pursuant to the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to include companies (other than promoter(s) and subsidiary/subsidiaries) with which there were related party transactions, during the period for which financial information is disclosed, as covered under the applicable accounting standards and also other companies as are considered material by the Board. Pursuant to a Board resolution dated February 07, 2024 our Board has identified companies/entities with which there were related party transactions, during the period for which financial information is disclosed and formulated a policy to identify other companies which are considered material to be identified as group companies/entities, pursuant to which the following entities are identified as Group Companies/Entities of our Company.

1. Vermillion Finalytics Private Limited
2. Kratos Capital Advisors Private Limited
3. Codium Techlabs Private Limited
4. Beacon Payroll & Benefits Private Limited (Associate Company)
5. Beacon Wealth Managers Private Limited [Formerly Known as Beacon Ventivity Wealth & Estate Planning Private Limited]

Except as stated above, there are no companies/entities falling under definition of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 which are to be identified as group companies/entities.

1. VERMILLION FINALYTICS PRIVATE LIMITED

Brief Corporate Information

Vermillion Finalytics Private Limited (VFPL) is a private company incorporated under the provisions of the Companies Act, 2013. It received the certificate of incorporation on January 19, 2015, from the Deputy Registrar of Companies, Maharashtra. The Corporate Identification Number (CIN) of Vermillion Finalytics Private Limited (VFPL) is U67190MH2015PTC261133. The registered office of Vermillion Finalytics Private Limited (VFPL) is situated at 4C & D Siddhivinayak Chambers, Gandhi Nagar, Opp MIG Cricket Club, Bandra (East), Mumbai – 400 051, Maharashtra, India.

Current Nature of Activities

To do the business of finance & capital advisory services including financial and investment consultants, management consultants, finance brokers, share & stock brokers, portfolio managers, fund managers, asset managers, Government & non-Government securities consultants, custodian for securities and assets and share transfer agents and to Provide advice, services, consultancy in various fields like general, administrative, secretarial, commercial, financial, legal, economic, labour, industrial, public relations, scientific, technical, recruitment & training of personnel, direct and indirect taxation and other field like statistical, accountancy, quality control and data processing in India and abroad.

To analyse, rate, evaluate, appraise the dues, obligations, commitment of companies, Co-operative societies, Banks, NBFC's, Government and statutory organizations for its own use and for the use of investors, issuers, underwriters, agencies, creditworthiness, technical and managerial viability and for the purposes of joint ventures, promotion of international trade, development of business and commerce.

Board of Directors

As on date of this Draft Red Herring Prospectus, the following are the Board of Directors of the Vermillion Finalytics Private Limited (VFPL): -

Sr. No.	Name of the Director	Designation	DIN
1.	Mr. Pratapsingh I Nathani	Director	07224752
2.	Mr. Kaustubh Kiran Kulkarni	Director	02901117
3.	Mr. Puneet Chaudhary	Director	07149274

List of Shareholders

As on date of this Draft Red Herring Prospectus, the following are the List of Shareholder of the Vermillion Finalytics Private Limited (VFPL): -

Sr. No.	Name of the Shareholders	No. of Shares
1.	Mr. Pratapsingh I Nathani	4,53,390

Sr. No.	Name of the Shareholders	No. of Shares
2.	Mr. Avdhoot Deshpande	2,000
3.	Mrs. Taruna Ajwani	10
4.	Trust Capital Services India Private Limited	5,200
5.	Mr. Vasan Paul Raj	2,000
	Total	4,62,600

Financial Performance

The summary of financials for the last Three Financial year are as follows:

(₹ In Lakhs Except EPS & NAV)

Particulars	March 31, 2023	March 31, 2022	March 31, 2021
Equity Share Capital	46.26	46.26	46.26
Reserve (excluding revaluation reserve)	51.73	(40.56)	(69.55)
Revenue from Operations	706.52	194.45	9.90
Profit After Tax	92.29	28.99	0.20
Earning Per Shares	19.95	6.27	0.04
Diluted Earnings Per Share	19.95	6.27	0.04
Net Assets Value Per Share	21.16	1.23	(5.03)

2. KRATOS CAPITAL ADVISORS PRIVATE LIMITED

Kratos Capital Advisors Private Limited (KCAPL) is a private company incorporated under the provisions of Companies Act, 1956 and it received the certificate of incorporation on April 01, 2008 from the Assistant Registrar of Companies, Mumbai, Maharashtra. Presently, the registered office of Kratos Capital Advisors Private Limited (KCAPL) is situated at 4A, Fourth Floor, Siddhivinayak Chambers, Gandhi Nagar, Opp. MIG Cricket Club, Bandra (East), Mumbai-400051 Maharashtra, India. The Corporate Identification number of Kratos Capital Advisors Private Limited (KCAPL) is U67190MH2008PTC180658.

Current Nature of Activities

To do on business of finance & capital advisory services including financial and investment consultants, management consultants, finance brokers, share & stock brokers, portfolio managers, fund managers, asset managers, Government & non-Government securities consultants, custodian for securities and assets and share transfer agents and to provide advice/services, consultancy in various fields like general, administrative, secretarial, commercial, financial, legal, economic, labour, industrial, public relations, scientific, technical, recruitment & training of personnel, direct and indirect taxation and other fields like statistical, accountancy, quality control and data processing in India and abroad.

Board of Directors

As on date of this Draft Red Herring Prospectus, the following are the Board of Directors of the Kratos Capital Advisors Private Limited (KCAPL): -

Sr. No.	Name of the Directors	Designation	DIN
1.	Mr. Pratapsingh I Nathani	Managing Director	07224752
2.	Mr. Kaustubh Kiran Kulkarni	Director	02901117
3.	Mr. Puneet Chaudhary	Director	07149274
4.	Mr. Mahesh Narayan Ghadi	Director	07137477

List of Shareholders

As on date of this Draft Red Herring Prospectus, the following are the List of Shareholders of the Kratos Capital Advisors Private Limited (KCAPL)

Sr. No.	Name of the Shareholders	No. of Shares
1.	Mr. Pratapsingh I Nathani	9990
2.	Mrs. Taruna Ajwani	10
	Total	10000

Financial Performance

The summary of financials for the last Three Financial year are as follows

(₹ in Lakhs Except EPS & NAV)

Particulars	March 31, 2023	March 31, 2022	March 31, 2021
Equity Share Capital	1.00	1.00	1.00
Reserve (excluding revaluation reserve)	(142.48)	(152.16)	(123.37)
Revenue from Operations	263.01	58.66	17.00
Profit After Tax	9.68	(28.79)	(7.62)
Earning Per Shares	96.80	(287.94)	(76.23)
Diluted Earnings Per Share	96.80	(287.94)	(76.23)
Net Assets Value Per Share	(1414.80)	(1511.60)	(1223.69)

3. CODIUM TECHLABS PRIVATE LIMITED

Codium Techlabs Private Limited (CTPL) is a private company incorporated under the provisions of Companies Act, 2013 and it received the certificate of incorporation on December 18, 2017 from the Registrar of Companies, Central Registration Centre. Presently, the registered office of Codium Techlabs Private Limited (CTPL) is situated at 3 D Siddhivinayak Chambersram Krishna Paramhans Rd, Gandhi Nagar, Opp. MIG Cricket Club, Bandra (East), Mumbai-400051, Maharashtra, India,. The Corporate Identification number of Codium Techlabs Private Limited (CTPL) is U72900MH2017PTC303012.

Current Nature of Activities

To provide technical support to automate industrial processes to Industries like computer, hardware, software, video games, health, automobiles and other industries and to develop website for online shopping, to provide SEO and SEM services, to provide web development services and content development services and to carry on the business of information technology and Information Technology related, telecommunication, telecommunication related, software and software related , computer hardware and hardware related, network and networking related, E-Commerce and E -Commerce related and would be acting as the incubators accelerator to promote new ventures and guide them and generally all business related to computers, computing and information technology both in India and overseas.

Board of Directors

As on date of this Draft Red Herring Prospectus, the following are the Board of Directors of the Codium Techlabs Private Limited (CTPL): -

Sr. No.	Name of the Directors	Designation	DIN
1.	Mr. Pratapsingh I Nathani	Director	07224752
2.	Mr. Kaustubh Kiran Kulkarni	Director	02901117

List of Shareholders

As on date of this Draft Red Herring Prospectus, the following are the List of Shareholders of the Codium Techlabs Private Limited (CTPL):

Sr. No.	Name of the Shareholders	No. of Shares
1.	Mr. Pratapsingh I Nathani	7500
2.	Mr. Kaustubh Kiran Kulkarni	2500
	Total	10000

Financial Performance

The summary of financials for the last Three Financial year are as follows

(₹ in Lakhs Except EPS & NAV)

Particulars	March 31, 2023	March 31, 2022	March 31, 2021
Equity Share Capital	1.00	1.00	1.00
Reserve (excluding revaluation reserve)	(19.43)	(10.77)	0.76
Revenue from Operations	224.76	4.10	15.39
Profit After Tax	(8.66)	(11.53)	4.16

Particulars	March 31, 2023	March 31, 2022	March 31, 2021
Earning Per Shares	(86.61)	(115.33)	41.62
Diluted Earnings Per Share	(86.61)	(115.33)	41.62
Net Assets Value Per Share	(184.31)	(97.70)	17.63

4. BEACON PAYROLL & BENEFITS PRIVATE LIMITED (ASSOCIATE COMPANY)

Beacon Payroll & Benefits Private Limited (BPBPL) is a private company incorporated under the provisions of Companies Act, 2013 and it received the certificate of incorporation on July 16, 2018 from the Registrar of Companies, Central Registration Centre. Presently, the registered office of Beacon Payroll & Benefits Private Limited (BPBPL) is situated at 3 F, Siddhivinayak Chambers, Gandhi Nagar, Opp. MIG Cricket Club, Bandra (East), Mumbai-400051, Maharashtra, India. The Corporate Identification number of Beacon Payroll & Benefits Private Limited (BPBPL) is U93090MH2018PTC311929.

Current Nature of Activities

To carry on the business of providing services of payroll by providing a complete and accurate record of all payroll transactions, to monitor retirement plans and calculate plans and calculate employee contributions, to manage health insurance, retirement plans and allows employees to access their benefits information online, to advice on payroll management linked with investment and tax management services for employees in any business, company or industry or vocation or trade, whatsoever as per the policies of the respective clients, within India and/or abroad including but not limited to salary restructuring, management consultation or, to provide consultancy and advisory services in Managing various Human Resource, Corporate affairs, Secretarial, Legal, Accountancy, Services.

Board of Directors

As on date of this Draft Red Herring Prospectus, the following are the Board of Directors of the Beacon Payroll & Benefits Private Limited (BPBPL): -

Sr. No.	Name of the Directors	Designation	DIN
1.	Mr. Pratapsingh I Nathani	Director	07224752
2.	Mr. Kaustubh Kiran Kulkarni	Director	02901117

List of Shareholders

As on date of this Draft Red Herring Prospectus, the following are the List of Shareholders of the BPBPL

Sr. No.	Name of the Shareholders	No. of Shares
1.	Mr. Pratapsingh I Nathani	5100
2.	Beacon Trusteeship Limited	4900
	Total	10000

Financial Performance

The summary of financials for the last Three Financial year are as follows

(₹ in Lakhs Except EPS & NAV)

Particulars	March 31, 2023	March 31, 2022	March 31, 2021
Equity Share Capital	1.00	1.00	1.00
Reserve (excluding revaluation reserve)	7.65	3.91	(0.16)
Revenue from Operations	36.72	34.71	42.40
Profit After Tax	3.74	4.07	1.19
Earning Per Shares	37.39	40.68	11.95
Diluted Earnings Per Share	37.39	40.68	11.95
Net Assets Value Per Share	86.46	49.07	8.40

5. BEACON WEALTH MANAGERS PRIVATE LIMITED

Beacon Wealth Managers Private Limited (BWMPL) is a private company incorporated under the provisions of Companies Act, 2013 and it received the certificate of incorporation on November 16, 2016 from the Registrar of Companies, Central Registration Centre. Presently, the registered office of Beacon Wealth Managers Private Limited (BWMPL) is situated at 2D & E, Siddhivinayak Chambers, Gandhi Nagar Opp. Mig Cricket Club, Bandra East, Mumbai-400051, Maharashtra,

India. The Corporate Identification number of Beacon Wealth Managers Private Limited (BWMPL) is U74110MH2016PTC287692.

Current Nature of Activities

1. To carry on the business of developing and maintaining an online web portal or directory for providing details, information, solution and services related to purchase, sale, investment, leasing, sub-leasing, licensing, sub-licensing of and dealing in all kinds and descriptions of tangible movable and immovable property including vehicles, furniture and fixtures, home appliances, office equipment, and electronic equipment.
2. To provide advisory and distribution services on matters including but not limited to purchase, sale, management operation of financial assets and securities, lease, license, mutual fund distribution, insurance, commodities, government bonds and such other financial instruments or securities and maintenance of all kinds and descriptions of tangible movable and immovable property.

Board of Directors

As on date of this Draft Red Herring Prospectus, the following are the Board of Directors of the Beacon Wealth Managers Private Limited (BWMPL): -

Sr. No.	Name of the Directors	Designation	DIN
1.	Mr. Pratapsingh I Nathani	Director	07224752
2.	Mr. Kaustubh Kiran Kulkarni	Director	02901117

List of Shareholders

As on date of this Draft Red Herring Prospectus, the following are the List of Shareholders of the Beacon Wealth Managers Private Limited (BWMPL):

Sr. No.	Name of the Shareholders	No. of Shares
1.	Mr. Pratapsingh I Nathani	152050
2.	Mr. Vitthal Nawandhar	35450
3.	Mr. Kaustubh Kiran Kulkarni	15300
4.	Mr. Jayesh Panchal	1000
5.	Mr. Ashok Kumar Motwani	1000
	Total	204800

Financial Performance

The summary of financials for the last Three Financial year are as follows

Particulars	(₹ in Lakhs Except EPS & NAV)		
	March 31, 2023	March 31, 2022	March 31, 2021
Equity Share Capital	20.48	20.48	20.48
Reserve (excluding revaluation reserve)	(83.52)	(49.74)	(44.06)
Revenue from Operations	-	-	-
Profit After Tax	(33.78)	(5.67)	(1.52)
Earning Per Shares	(16.49)	(2.77)	(0.74)
Diluted Earnings Per Share	(16.49)	(2.77)	(0.74)
Net Assets Value Per Share	(30.78)	(14.29)	(11.50)

PENDING LITIGATIONS

There is no pending litigation involving any of the above-mentioned group companies/entities, which has a material impact on our company. However, for details of Outstanding Litigation against our Company and Group Companies/Entities, please refer to Chapter titled “*Outstanding Litigations and Material Developments*” on the Page no. 176 of this Draft Red Herring Prospectus.

GENERAL DISCLOSURE

- None of our Group Entities whose Securities are listed on any stock exchange nor any of the Group Entity has made any public and/or rights issue of securities in the preceding three years.

- None of the above-mentioned Group Companies/Entities is in defaults in meeting any Statutory/bank/institutional dues and no proceedings have been initiated for economic offences against any of the Group Companies/Entities.
- Our Group Entity has not been debarred from accessing the capital market for any reasons by the SEBI or any other authorities.
- Our Group Entity has not been identified as a Willful Defaulter or Fraudulent Borrower.

COMMON PURSUITS

None of Group Companies/Entities are similar line of business as on date of filing Draft Red Herring Prospectus.

BUSINESS INTERESTS AMONGST OUR COMPANY AND GROUP COMPANIES/ENTITIES /ASSOCIATE COMPANIES

Existing

Except as mentioned under “Annexure – VI Related Party Transaction” under section “Restated Financial Information” beginning from page no. 158 of this Draft Red Herring Prospectus, there is no business interest among Group Companies/Entities.

Proposed Related Party Transactions with Group/Entities/Promoters for FY 2023-24 and FY 2024-25 as approved by the Board of Directors:

FY 2023-24

(Amount in ₹ Lakhs)

Sr. No.	Name of Related Party	Nature of contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Duration of the contracts /arrangements/ transactions	Omnibus Approval (Limit ₹ In Lakh)
1.	Beacon Payroll & benefits Private Limited	Availing Recruitment & Payroll services	at arm’s length	FY 2023-24	11.00
2.	Beacon Payroll & benefits Private Limited	Sharing of office premises and receipt of Rent	at arm’s length	FY 2023-24	0.70
3.	Codium Techlabs Private Limited	Software AMC	at arm’s length	FY 2023-24	50.00
4.	Codium Techlabs Private Limited	Software Purchase	at arm’s length	FY 2023-24	250.00
5.	Beacon Ventivity Wealth & Estate Planning Private Limited	Sharing of office premises and payment of Rent	at arm’s length	FY 2023-24	50.00
6.	Kratos Capital Advisor Private Limited	Sharing of office premises and receipt of Rent	at arm’s length	FY 2023-24	20.00
7.	Mr. Sanjay Sinha	Advisory fees	at arm’s length	FY 2023-24	12.00

FY 2024-25

(Amount in ₹ Lakhs)

Sr. No.	Name of Related Party	Nature of contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Duration of the contracts /arrangements/ transactions	Omnibus Approval (Limit ₹ In Lakh)
1.	Beacon Payroll & benefits Private Limited	Availing Recruitment & Payroll services	at arm’s length	FY 2024-25	15.00
2.	Codium Techlabs Private Limited	Software AMC	at arm’s length	FY 2024-25	80.00

Sr. No.	Name of Related Party	Nature of contracts/ arrangements/ transactions	Salient terms of the or contracts arrangements or transactions including the value, if any	Duration of the contracts /arrangements/ transactions	Omnibus Approval (Limit ₹ In Lakh)
3.	Codium Techlabs Private Limited	Software Purchase	at arm's length	FY 2024-25	300.00
4.	Beacon Wealth Planning & Estate Private Limited	Sharing of office premises and payment of Rent and Advances	at arm's length	FY 2024-25	80.00
5.	Kratos Capital Advisor Private Limited	Sharing of office premises and receipt of Rent and advances	at arm's length	FY 2024-25	80.00
6.	Mr. Sanjay Sinha	Advisory fees	at arm's length	FY 2024-25	20.00

Additionally, our Company will pay remuneration and salary to our Directors and Key Managerial Personnel as approved by the Board of Directors and/or Shareholders of our Company

In addition to all above transactions proposed to be entered, our Company may also propose to enter in to new transactions or transactions beyond the present approval given by the Board of Directors/Audit Committee after obtaining the fresh approval for the new transactions or transactions beyond the approval specified above.

RELATED BUSINESS TRANSACTIONS WITHIN THE GROUP COMPANY/ENTITY AND ITS SIGNIFICANCE ON THE FINANCIAL PERFORMANCE OF OUR COMPANY

For details, please see “Annexure – VI Related Party Transaction” under section “Restated Financial Information” beginning from page no. 158 of this Draft Red Herring Prospectus.

CHANGES IN ACCOUNTING POLICIES IN THE LAST THREE YEARS

Except as mentioned under the paragraph Changes in Significant Accounting Policies, “Restated Financial Statement” on page no. 158 of this Draft Red Herring Prospectus, there have been no changes in the accounting policies in the last three years.