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SIGNORIA CREATION LIMITED

Corporate Identity Number: U18209RJ2019PLC066461

Our Company was originally incorporated as a Private Limited Company in the name of “Signoria Creation Private Limited” under the provisions of the Companies Act, 2013 vide Certificate of Incorporation dated September 30, 2019, issued by Central Registration Centre, Manesar bearing Corporate Identification Number U18209RJ2019PTC066461. Subsequently, our company was converted into Public Limited Company vide shareholders resolution passed at the Extra-Ordinary General Meeting held on July 28, 2023, and name of company was changed to “Signoria Creation Limited” pursuant to issuance of Fresh Certification of Incorporation dated August 17, 2023 by Registrar of Companies, Jaipur bearing Corporate Identification Number U18209RJ2019PLC066461. For details of Incorporation, Change of Name and Registered Office of our company, please refer to chapter titled “Our History and Certain Other Corporate Matters” beginning on page 163.

Registered and Corporate Office: 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020, India

Tel. No.: +91 9358838840, **E-mail:** cs@signoria.in, **Website:** www.signoria.in

Contact Person: Swati Jain, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: VASUDEV AGARWAL, BABITA AGARWA, MOHIT AGARWAL AND KRITIKA CHACHAN

ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED NOVEMBER 30, 2023: NOTICE TO THE INVESTORS (“THE ADDENDUM”)

INITIAL PUBLIC OFFER OF UPTO 14,28,000* EQUITY SHARES OF FACE VALUE OF Rs. 10/- EACH (“EQUITY SHARES”) OF SIGNORIA CREATION LIMITED (“OUR COMPANY” OR “COMPANY” OR “ISSUER”) FOR CASH AT A PRICE OF Rs. [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF Rs. [●] PER EQUITY SHARE), AGGREGATING UPTO Rs. LAKHS** (“THE ISSUE”), COMPRISING A FRESH ISSUE OF UP TO 14,28,000 EQUITY SHARES AGGREGATING UP TO Rs. [●] LAKHS (“FRESH ISSUE”). THIS ISSUE INCLUDES A RESERVATION OF UP TO 72,000 EQUITY SHARES AGGREGATING UP TO Rs. [●] LAKHS (CONSTITUTING UP TO [●] % OF THE POST-ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY) FOR SUBSCRIPTION BY THE MARKET MAKER (“MARKET MAKER RESERVATION PORTION”) AND RESERVATION OF UP TO 40,000 EQUITY SHARES, AGGREGATING TO Rs. [●] (CONSTITUTING UP TO [●] % OF THE POST-ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY) FOR SUBSCRIPTION BY THE ELIGIBLE EMPLOYEES (THE “EMPLOYEES RESERVATION PORTION”). THE ISSUE LESS MARKET MAKER RESERVATION PORTION AND THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE “NET ISSUE”. THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●] % AND [●] % RESPECTIVELY OF THE FULLY DILUTED POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Potential Bidders may note the following:

- The Draft Red Herring Prospectus dated **November 30, 2023**, has been updated to include the details as per the observations received by National Stock Exchange of India Limited. In consequences to such observations, the relevant portions of the chapters namely “*Definition and Abbreviations*”, “*Summary of Issue Document*”, “*Risk Factors*”, “*Introduction- Capital Structure, Objects of the Issue*”, “*About the Company – Our Business, Our management, Our promoter and promoter group*”, “*Financial Statements – Management Discussion and Analysis of financial condition and result of operations* and “*Legal and Other Information- Government and statutory approvals and Other Regulatory and Statutory Approvals*” has also been updated.
- The Chapter titled “*Definition and Abbreviations*” beginning on page 3 of the Draft Red Herring Prospectus has been updated with modification of the definition of the Promoters.
- The Chapter titled “*Summary of Issue Document*” beginning on page 24 of the Draft Red Herring Prospectus has been updated with addition and modification of summary of outstanding litigations, related party transactions, weighted average cost of acquisition and average cost of acquisition.
- The Chapter titled “*Risk Factors*” beginning on page 32 of the Draft Red Herring Prospectus has been updated with addition, shifting and modification of certain risk factors.
- The Chapter titled “*Capital Structure*” beginning on page 80 of the Draft Red Herring Prospectus has been updated with updated shareholdings of the promoters.
- The Chapter titled “*Objects of the Issue*” beginning on page 95 of the Draft Red Herring Prospectus has been updated with modification in the basis of the working capital estimation.
- The Chapter titled “*Our Business*” beginning on page 138 of the Draft Red Herring Prospectus has been updated with certain points and languages in certain paragraphs.
- The Chapter titled “*Our management*” beginning on page 167 of the Draft Red Herring Prospectus has been updated with certain points and languages in certain paragraphs.
- The Chapter titled “*Our promoter and promoter group*” beginning on page 186 of the Draft Red Herring Prospectus has been updated with modification in promoters and list of promoter group.
- The Chapter titled “*Management Discussion and Analysis of financial condition and result of operations*” beginning on page 234 of the Draft Red Herring Prospectus has been updated with certain points.
- The Chapter titled “*Government and statutory approvals*” beginning on page 265 of the Draft Red Herring Prospectus has been updated to include the updated status of the approvals for which the company has applied but approval is pending.
- The Chapter titled “*Other Regulatory and Statutory Approvals*” beginning on page 268 of the Draft Red Herring Prospectus has been updated to include the updated list of the Issue handled in the past by the merchant banker.
- Please note that all other details in, and updates to the Red Herring Prospectus and the Prospectus with respect to financial information of the Company, Issue Price and/or other relevant details will be carried out in the Red Herring Prospectus and the Prospectus, as and when filed with ROC, SEBI and the Stock Exchange.

The above is to be read in conjunction with the Draft Red Herring Prospectus and accordingly their references in the Draft Red Herring Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchange. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

For and on behalf of Signoria Creation Limited

Place: Jaipur

Date: February 15, 2024

Sd/-

Swati Jain

Company Secretary and Compliance Officer

BOOK RUNNING LEAD MANAGER TO THE ISSUE

REGISTRAR TO THE ISSUE



HOLANI CONSULTANTS PRIVATE LIMITED

401 – 405 & 416 – 418, 4th Floor, Soni Paris Point,

Jai Singh Highway, Bani Park, Jaipur-302016

Tel.: +91 0141 – 2203996

Website: www.holaniconsultants.co.in

Email: ipo@holaniconsultants.co.in

Investor Grievance ID: complaints.redressal@holaniconsultants.co.in

Contact Person: Mrs. Payal Jain

SEBI Registration Number: INM000012467

BIGSHARE SERVICES PRIVATE LIMITED

Office No. S-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Road,

Next to Ahura Centre, Andheri (East), Mumbai – 400093

Tel: +91 022-6263 8200

Fax: +91 022-6263 8299

Website: www.bigshareonline.com

Email: ipo@bigshareonline.com

Investor Grievance ID: investor@bigshareonline.com

Contact Person: Mr. Babu Rapheal C.

SEBI Registration Number: INR000001385

ISSUE PROGRAMME

ANCHOR INVESTOR BIDDING DATE: [●]

BID / ISSUE OPENS ON: [●]

BID / ISSUE CLOSES ON: [●]

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SECTION I: GENERAL
DEFINITIONS AND ABBREVIATIONS

Company related Terms

Term	Description
"Promoters" or "Promoter" or "Our Promoters"	Promoters of our Company, being, Mr. Vasudev Agarwal, Ms. Babita Agarwal, Mr. Mohit Agarwal and Ms. Kritika Chachan.

SECTION II: SUMMARY OF ISSUE DOCUMENT

NAME OF PROMOTERS

Our Promoters are **Mr. Vasudev Agarwal, Ms. Babita Agarwal, Mr. Mohit Agarwal and Ms. Kritika Chachan**. Further there are no Corporate Promoters in our Company. For further details see **“Our Promoters and Promoter Group”** beginning on page 186.

AGGREGATE PRE – ISSUE SHAREHOLDING OF OUR PROMOTERS, PROMOTER GROUP AND THE SELLING SHAREHOLDERS

There are no selling shareholders in our Company. The aggregate pre-Issue shareholding of our Promoters and Promoter Group as a % of the pre- Issue paid up equity share capital of our Company is set out below:

S. No.	Name of the Shareholder	No. of Equity Shares (Pre-Issue)	As a % of Pre – Issue Share Capital
A) Promoter			
1	Vasudev Agarwal	8,65,800	26.000%
2	Babita Agarwal	8,65,800	26.000%
3	Mohit Agarwal	7,99,200	24.000%
4	Kritika Chachan	7,99,110	23.997%
Sub Total (A)		33,29,910	99.997%
B) Promoter Group			
1	Neha Garg	30	0.001%
2	Dropadi Devi Agarwal	30	0.001%
3	Shivani Agarwal	30	0.001%
Sub Total (B)		90	0.003%
Total (A+B)		33,30,000	100.000%

Note: There is no offer for sale from the existing shareholders of the company in the present issue of the issuer.

For further details, see the chapter titled **“Capital Structure”** beginning on page 80.

SUMMARY OF OUTSTANDING LITIGATIONS

A summary of outstanding litigation proceedings as on the date of this Draft Red Herring Prospectus as disclosed in Section titled **“Outstanding Litigation and Material Developments”** in terms of the SEBI (ICDR) Regulations and the Materiality Policy is provided below:

<i>(₹ in Lakhs)</i>		
Type of Proceedings	Number of cases	Amount
Cases against our Company		
Outstanding Criminal proceedings	NIL	NIL
Actions initiated by regulatory or statutory authorities	NIL	NIL
Outstanding material civil litigation	NIL	NIL
Tax proceedings	NIL	NIL
Total	NIL	NIL
Cases by our Company		
Outstanding Criminal proceedings	NIL	NIL
Outstanding material civil litigation	NIL	NIL
Total	NIL	NIL
Cases against our Promoters		
Outstanding Criminal proceedings	NIL	NIL
Actions initiated by regulatory or statutory authorities	NIL	NIL
Outstanding material civil litigation	NIL	NIL

Type of Proceedings	Number of cases	Amount
Tax proceedings	3	0.09
Total	3	0.09
Cases by our Promoters		
Outstanding Criminal proceedings	1	11.56
Outstanding material civil litigation	NIL	NIL
Total	1	11.56
Cases against our Directors (Other than Promoters)		
Outstanding Criminal proceedings	NIL	NIL
Actions initiated by regulatory or statutory authorities	NIL	NIL
Outstanding material civil litigation	NIL	NIL
Tax proceedings	NIL	NIL
Total	NIL	NIL
Cases by our Directors (Other than Promoters)		
Outstanding Criminal proceedings	NIL	NIL
Outstanding material civil litigation	NIL	NIL
Total	NIL	NIL

Litigations relating to our Group Companies:

Type of Proceedings	Number of cases	Amount ⁵
Cases against our Group Companies		
Outstanding Criminal proceedings	NIL	NIL
Actions initiated by regulatory or statutory authorities	NIL	NIL
Outstanding material civil litigation	NIL	NIL
Tax proceedings	1	0.08
Total	1	0.08
Cases by our Group Companies		
Outstanding Criminal proceedings	3	11.06
Outstanding material civil litigation	NIL	NIL
Total	3	11.06

For further details see the Chapter titled *“Outstanding Litigation and Material developments”* beginning on page 260.

SUMMARY OF RELATED PARTY TRANSACTIONS

The details of Related Party Transactions for the period ended on June 30, 2023 and during the financial years ended on March 31, 2023, 2022 and 2021 based on Restated Financial Statements are given as under:

(₹ in Lakhs)

Name of Party	Nature of Relation	Nature of Transaction	O/s as on 30.06.2023 Payable / (Receivable)	Transaction debited in 01-04-2023 to 30-06-2023	Transaction credited in 01-04-2023 to 30-06-2023	O/s as on 31.03.2023 Payable / (Receivable)	Transaction debited in 01-04-2022 to 31-03-2023	Transaction credited in 01-04-2022 to 31-03-2023	O/s as on 31.03.2022 Payable / (Receivable)	Transaction debited in 01-04-2021 to 31-03-2022	Transaction credited in 01-04-2021 to 31-03-2022	O/s as on 31.03.2021 Payable / (Receivable)	Transaction debited in 01-04-2020 to 31-03-2021	Transaction credited in 01-04-2020 to 31-03-2021	O/s as on 31.03.2020 Payable / (Receivable)
Vasudev Agarwal	Promoter and Director	Share Capital	-	-	-	-	-	1.21	-	-	-	-	-	-	-
		Unsecured Loan	130.65	6.81	-	137.46	4.95	17.42	125.00	-	125.00	-	15.04	5.00	10.04
		Interest on Loan taken	-	-	-	-	18.56	-	-	-	12.73	-	-	-	-
		Directors Remuneration	-	1.80	-	-	19.20	-	-	-	12.00	-	-	12.00	-
Babita Agarwal	Promoter and Director	Share Capital	-	-	-	-	-	151.78	-	-	-	-	-	-	-
		Unsecured Loan	180.41	44.50	20.60	204.31	434.29	471.31	167.29	93.50	65.00	195.79	87.55	273.41	9.92
		Directors Remuneration	-	3.00	-	-	12.00	-	-	-	12.00	-	-	-	-
		Interest on Loan taken	-	-	-	-	16.32	-	-	-	22.50	-	-	11.25	-
Mohit Agarwal	Promoter and Director	Directors Remuneration	-	3.00	-	-	12.00	-	-	12.00	-	-	12.00	-	
Kritika Chachan	Promoter	Salary	-	3.00	-	-	12.00	-	-	12.00	-	-	12.00	-	
Signoria Fashions Pvt Ltd	Promoter Group	Purchase (Excluding GST)	-	169.65	-	-	-	-	-	-	-	-	19.54	-	
		Purchase of fixed assets	-	-	-	-	-	-	-	5.92	-	-	-	-	-
		Sales (Excluding GST)	-	-	-	-	-	9.84	-	-	-	-	-	10.51	-
Herble Prints Pvt Ltd	Promoter Group	Sales (Excluding GST)	-	-	3.75	-	-	4.59	-	-	12.80	-	-	1.81	
		Purchase (Excluding GST)	-	4.12	-	-	99.97	-	-	-	200.98	-	-	152.87	-

Name of Party	Nature of Relation	Nature of Transaction	O/s as on 30.06.2023 Payable / (Receivable)	Transaction debited in 01-04-2023 to 30-06-2023	Transaction credited in 01-04-2023 to 30-06-2023	O/s as on 31.03.2023 Payable / (Receivable)	Transaction debited in 01-04-2022 to 31-03-2023	Transaction credited in 01-04-2022 to 31-03-2023	O/s as on 31.03.2022 Payable / (Receivable)	Transaction debited in 01-04-2021 to 31-03-2022	Transaction credited in 01-04-2021 to 31-03-2022	O/s as on 31.03.2021 Payable / (Receivable)	Transaction debited in 01-04-2020 to 31-03-2021	Transaction credited in 01-04-2020 to 31-03-2021	O/s as on 31.03.2020 Payable / (Receivable)
		Freight Charges	-	-	-	-	-	-	-	-	-	-	0.07	-	-
Neha Garg	Promoter Group	Share Capital	-	-	-	-	-	48.31	-	-	-	-	-	-	-
		Salary	-	4.50	-	-	18.00	-	-	12.00	-	-	-	-	-
		Unsecured Loan	56.00	-	-	56.00	-	56.00	-	-	-	-	-	-	-
Signoria Impex	Promoter Group	Sales (Excluding GST)	-	-	-	-	-	-	-	-	0.85	-	-	-	-
		Unsecured Loan	3.46	8.13	0.76	10.83	20.66	32.89	-	-	-	-	-	-	-

For details of related party transactions for the period ended on June 30, 2023 and during the financial years ended on March 31, 2023, 2022 and 2021, see ***“Financial Statements as Restated – Annexure - 28 – Restated Statement of Related Party Transaction”*** on page 230.

WEIGHTED AVERAGE PRICE AT WHICH SPECIFIED SECURITIES WERE ACQUIRED BY THE PROMOTERS AND SELLING SHAREHOLDERS IN THE ONE YEAR PRECEDING THE DATE OF THIS DRAFT RED HERRING PROSPECTUS

There are no selling shareholders in our Company. The weighted average price at which Equity Shares were acquired by our Promoters in last one year preceding the date of this Red Herring Prospectus is as follows:

S. No.	Name of the Promoters	Number of Equity Shares (1)(2)(3)	Weighted Average Price per Equity Share (In Rs.) (3)
1.	Vasudev Agarwal	8,59,140	-
2.	Babita Agarwal	5,77,200	-
3.	Mohit Agarwal	7,99,200	-
4.	Kritika Chachan	7,99,110	-

- (1) 22,20,000 Equity Shares were allotted to existing shareholders of our Company pursuant to a bonus issue in the ratio of 2:1 of face value of Rs. 10/- each fully paid up at par on October 10, 2023, through capitalization of the eligible reserves. Thus, the cost of acquisition of the Equity Shares acquired pursuant to such bonus issue has been considered "NIL".
- (2) Shares acquired as mentioned above related to Mohit Agarwal and Kritika Chachan are acquired by way of gift.
- (3) The Weighted Average Price for Equity Shares acquired during last one year has been calculated by taking into account the amount paid by the Promoter to acquire, by way of fresh issuance, Bonus Issue or transfer, the Equity Shares and the net cost of acquisition has been divided by total number of shares acquired during last one year.

Note: Pursuant to the certificate dated February 07, 2024, issued by Peer Review Auditor of our Company, M/s Vinod Singhal & Co. LLP, Chartered Accountants.

AVERAGE COST OF ACQUISITION OF SHARES FOR PROMOTERS & SELLING SHAREHOLDERS

There are no selling shareholders in our company. The average cost of acquisition of equity shares for Promoters as on the date of this Red Herring Prospectus is set forth below:

S. No.	Name of Promoters	No. of Equity Shares held	Average Cost of Acquisition per equity share (in Rs.) *
1.	Vasudev Agarwal	8,65,800	0.17
2.	Babita Agarwal	8,65,800	20.78
3.	Mohit Agarwal	7,99,200	-
4.	Kritika Chachan	7,99,110	-

Note: Pursuant to the certificate dated February 07, 2024, issued by Peer Review Auditor of our company, M/s Vinod Singhal & Co. LLP, Chartered Accountants.

* The average cost of acquisition of Equity Shares by our Promoters has been calculated by taking into account amount paid by them to acquire, by way of fresh issuance or transfer, the Equity Shares less amount received by them for the sale of Equity Shares through transfer, if any and the net cost of acquisition has been divided by total number of shares held as on date of the Draft Red Herring Prospectus.

For further details of the average cost of acquisition of Equity Shares of our Promoters, see "**Capital Structure – Build-up of the Equity Shareholding of the Promoters of our Company**" on page 89.

SECTION III

RISK FACTORS

An investment in Equity Shares involves a high degree of risk. You should carefully consider all of the information in this Draft Red Herring Prospectus, the Red Herring Prospectus and the Prospectus, when available, particularly the “Our Business”, “Our Industry” “Financial Statements as Restated” and related notes thereon and “Management Discussions and Analysis of Financial Condition and Results of Operations” on page 166, 137, 242 and 342 respectively and the risks and uncertainties described below, before making an investment in the Equity Shares. The risks and uncertainties described in this section are not the only risks that we currently face. Additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may also have an adverse impact on our business, results of operations, cash flows and financial condition. If any or a combination of the following risks, or other risks that are not currently known or are currently deemed immaterial, occur, our business, results of operations, cash flows and financial condition may be adversely affected, the price of the Equity Shares could decline, and you may lose all or part of your investment.

In making an investment decision, as prospective investors, you must rely on your own examination of us and the terms of the issue, including the merits and the risks involved. You should consult your tax, financial, or legal advisors about the particular consequences of investing in the Issue. Unless specified or quantified in the relevant risk factors below, we are unable to quantify the financial or other impact of any of the risks described in this section. Prospective investors should pay particular attention to the fact that our Company is incorporated under the laws of India and is subject to a legal and regulatory environment, which may differ in certain respects from that of other countries. To obtain a complete understanding of our business, you should read this section in conjunction with the sections titled “Our Industry”, “Our Business”, and “Financial Statements as Restated” beginning on pages, 137, 166 and 242, respectively, as well as the other financial and statistical information contained in this Draft Red Herring Prospectus.

This Draft Red Herring Prospectus also contains certain forward-looking statements that involve risks, assumptions, estimates and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors, including the considerations described in this section and elsewhere in this Draft Red Herring Prospectus.

The financial and other related implications of the risks concerned, wherever quantifiable, have been disclosed in the risk factors below. However, there are risk factors the potential effects of which are not quantifiable and therefore no quantification has been provided with respect to such risk factors. In making an investment decision, prospective investors must rely on their own examination of our Company and the terms of the issue, including the merits and the risks involved. You should not invest in this issue unless you are prepared to accept the risk of losing all or part of your investment, and you should consult your tax, financial and legal advisors about the consequences to you and investment in our Equity Shares.

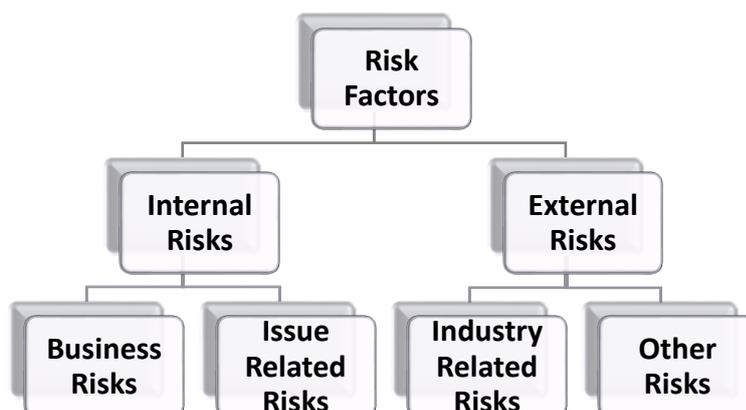
Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial or other implications of any of the risks described in this section. Unless the context otherwise requires, in this section, reference to “we”, “us” “our” refers to our Company.

Unless otherwise stated, the financial information of our Company used in this section is derived from our audited financial statements under GAAP, as restated.

The Risk Factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality of Risk Factors:

- Some events may not be material individually but may be found material collectively.
- Some events may have material impact qualitatively instead of quantitatively.
- Some events may not be material at present but may be having material impact in future.

The risk factors are classified as under for the sake of better clarity and increased understanding:



INTERNAL RISKS FACTORS

Business Specific/ Company specific Risk

- **We are highly dependent upon a limited number of suppliers. 76.45%, 52.04%, 49.81% and 53.71% of our Total Purchases are derived from our top 10 suppliers for the period ended on June 30, 2023, and Fiscal Years ended on March 31, 2023, 2022 and 2021. Further our 51.71%, 8.85%, 18.34%, and 27.39% of our total purchases for the period ended on June 30, 2023, and Fiscal Years ended on March 31, 2023, 2022 and 2021 are procured from our group companies. Any failure of our suppliers to deliver these products in the necessary quantities or to adhere to delivery schedules, credit terms or specified quality standards and technical specifications may adversely affect our business and our ability to deliver orders on time at the desired level of quality.**

We source our product requirement indigenously. Purchases made from top 10 suppliers for the period ended June 30, 2023, and the Fiscals Years 2023, 2022 and 2021 are as follows:

(₹ in Lakhs)

Particular	As on June 30, 2023	As on March 31, 2023	As on March 31, 2022	As on March 31, 2021
Total Purchases	336.00	1129.61	1095.97	629.57
Purchases from top 10 suppliers	256.87	587.86	545.87	338.13
% of total purchase	76.45%	52.04%	49.81%	53.71%

Note: Pursuant to the certificate dated October 17, 2023, issued by Statutory Auditor of the company, M/s Vinod Singhal & Co. LLP, Chartered Accountants.

Further, our company also procure raw material from our group companies namely Signoria Fashions Private Limited and Herbal Prints Private Limited in the normal course of business. The details of raw material procured from M/s Signoria Fashions Private Limited and M/s Herbal Prints Private limited for the period ended June 30, 2023, and the Fiscals Years 2023, 2022 and 2021 are as follows:

(₹ in Lakhs)

Particular	As on June 30, 2023	As on March 31, 2023	As on March 31, 2022	As on March 31, 2021
Purchases from Signoria Fashions Private Limited	169.65	-	-	19.54
Purchases from Herbal Prints Private Limited	4.12	99.97	200.98	152.87
Total Purchase from group companies	173.77	99.97	200.98	172.41
Total Purchases	336.00	1129.61	1095.97	629.57
% of purchase from group companies to total purchase	51.71%	8.85%	18.34%	27.39%

While we confirm that all the related party transactions done by our company in the past have been executed on Arm's Length Price and were in compliance with provisions of the Companies Act, 2013 as amended and other applicable laws, but we cannot assure you that we could not have achieved more favourable terms had such transactions been entered into with unrelated parties and there can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our financial condition and results of operations. For further details in relation to transactions with related parties, please refer to the section entitled **"Related Party Transactions"** on page 194.

We may find additional suppliers to supply these products, any failure of our suppliers to deliver these products in the necessary quantities or to adhere to delivery schedules, credit terms or specified quality standards and technical specifications may adversely affect our business and our ability to deliver orders on time at the desired level of quality. As a result, we may lose customers which could have a material adverse effect on our business, financial condition, and results of operations.

Further our product supply and pricing may become volatile due to several factors beyond our control, including global demand and supply, general economic and political conditions, transportation and labour unrest, natural disasters, competition, import duties, tariffs and currency exchange rates, and there are inherent uncertainties in estimating such variables, regardless of the methodologies and assumptions that we may use. Therefore, we cannot assure that we will be able to procure adequate supplies of our products in the future, as and when we need them on commercially acceptable terms. Further, there can be no assurance that we will be able to effectively manage relationships with our existing or new suppliers or that we will be able to enter into arrangements with new suppliers at attractive terms or at all. If we fail to successfully leverage our existing and new relationships with suppliers, our business and financial performance could be adversely affected.

- ***Properties, on which we have our registered office and manufacturing facilities, are not owned by us. Any termination or dispute in relation to this lease/ rental agreement may have an adverse effect on our business operations and results thereof.***

The properties where our registered office & manufacturing unit-I situated at 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020 has been taken on lease from the Mahesh Kumar Bhagchandani.

The agreements are renewable on mutually agreed terms. The rent agreements have a clause for the renewal of the same for a further period as may be mutually agreed among the parties after the expiry of the current period. In the event of the said agreements are not being renewed or agreement is terminated by either of the parties or upon expiry of the said agreement or increase

in rent or any non-compliance, we may have to either vacate the registered office and manufacturing facility and relocate to another premises or agree to pay the extra amount for using the same prices. Further, increase in rent structure will lead to increase of our expenditure which in turn will lead to decrease of revenue and increase of operational cost. Also, searching for the suitable location, setting the registered office and manufacturing facility from the scratch and relocating the inventory may lead to loss of clients, reduction in sales thereby affecting our profitability.

- ***We are required to maintain certain licenses, approvals, registrations, consents and permits in the ordinary course of business. Failure to obtain the requisite approvals result in non-compliance and therefore, affect our business operations, financial condition, result of operations and prospects.***

We require a number of licenses, approvals, registrations, consents and permits to operate our business in India. As we expand our operations and enter new markets, we may not be familiar with regulations and may need to incur additional costs to ensure regulatory compliance. In addition, we may need to apply for approvals, including the renewal of approvals which may expire, from time to time, as and when required in the ordinary course of business. In the event that we are unable to obtain such approvals and permits, our business, results of operations, cash flows and financial condition could be adversely affected. On conversion of our company to Public Limited Company, the name has been changed to Signoria Creation Limited from erstwhile name Signoria Creation Private Limited vide special resolution passed by our shareholders at extraordinary general meeting held on July 28, 2023. Consequent to this change, we have updated the same in various approvals, licenses and registration taken by our Company in the ordinary course of our business however in some approvals, licenses and registration, the updated name is still pending or in process.

Furthermore, government approvals and licenses are subject to numerous conditions, including adherence to standards and regular monitoring and compliance requirements, some of which are onerous and require us to incur substantial expenditure. We may incur substantial costs, including clean up and/or remediation costs, fines and civil or criminal sanctions, as a result of violations of or liabilities under health and safety laws, which may have a material adverse effect on our business or financial condition. We cannot assure you that approvals, licenses, registrations and permits issued to us would not be suspended or revoked in the event of non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. For further details, please see the section entitled **“Government and Statutory Approvals”** on page 265 for more details, including such approvals for which applications are pending before relevant authorities.

- ***Our insurance policies do not cover all risks, specifically risks like product defect/liability risk, loss of profits and terrorism. In the event of the occurrence of such events, our insurance coverage may not adequately protect us against possible risk of loss.***

Our Company has obtained insurance coverage in respect of certain risks. Our insurance policies consist of Fire, Burglary and Vehicle and the details of the same are as under:

S. No.	Name of Company	Insured Assets / Person	Policy Number	Policy Amount	Date of Expiry
1	National Insurance Company Limited	National Bharat Sookshma Udyam Suraksha Stock of Raw Material, Stock in process & Finished Goods of Ladies Garment: Rs. 4.00 Crore,	370700112310000461	4,35,00,000/-	February 06, 2025

S. No.	Name of Company	Insured Assets / Person	Policy Number	Policy Amount	Date of Expiry
	(Fire policy)	Machinery: Rs. 10.00 Lakhs, Furniture: Rs. 20.00 Lakhs & Electrical Installation: Rs. 5.00 Lakhs (for Basement & Ground Floor of unit located at 324, Aaykar Nagar, Rampura Road, RIICO Kanta Mansarovar, Jaipur)			
2	National Insurance Company Limited (Fire policy)	National Bharat Sookshma Udyam Suraksha Stock of Raw Material, Stock in process & Finished Goods of Ladies Garment: Rs. 3.50 Crore, Machinery: Rs. 45.00 Lakhs & Furniture: Rs. 10.00 Lakhs (for Plot No H-1/74, RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan, 302020)	370700112310000462	4,05,00,000/-	February 06, 2025
3	National Insurance Company Limited (Burglary Insurance)	Stock of Raw Materials & Finished Goods of Ladies Garments: Rs. 4.00 crore, Plant & Machinery: Rs. 10.00 Lakhs (for Basement & Ground Floor of unit located at -324, Aaykar Nagar, Rampura Road, RIICO Kanta Mansarovar, Jaipur)	370700592310000588	4,10,00,000/-	January 31, 2025
4	National Insurance Company Limited (Burglary Insurance)	Stock of Raw Materials & Finished Goods of Ladies Garments: Rs. 3.50 crore, Plant & Machinery: Rs. 45.00 Lakhs (for Plot No H-1/74, RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan, 302020)	370700592310000589	3,95,00,000/-	January 31, 2025

While we maintain insurance coverage in adequate amounts consistent with size of our business, some other insurances which the Company should have taken are Key man Policy for its Key Management Personnel, Group Personal Accident Insurance, Cash in transit insurance, Goods in transit insurance. Therefore, in the absence of the requisite insurance cover, in case any mishap happens, the Company may be subject to not only the operational losses but loss of goodwill also.

There can be no assurance that our insurance policies will be adequate to cover the losses in respect of which the insurance has been availed. If we suffer a significant uninsured loss or if insurance claim in respect of the subject-matter of insurance is not accepted or any insured loss suffered by us significantly exceeds our insurance coverage, our business, financial condition and results of operations may be materially and adversely affected.

- ***The occurrence of natural or man-made disasters or outbreak of global pandemics, such as the COVID- 19 pandemic, could adversely affect our results of operations, cash flows and financial condition. Hostilities, terrorist attacks, civil unrest and other acts of violence could adversely affect the financial markets and our business.***

Natural disasters (such as typhoons, flooding and earthquakes), epidemics, pandemics such as COVID-19, acts of war, terrorist attacks and other events, many of which are beyond our control,

may lead to economic instability, including in India or globally, which may in turn materially and adversely affect our business, financial condition and results of operations. Our operations may be adversely affected by fires, natural disasters and/or severe weather, which can result in damage to our property or inventory and generally reduce our productivity and may require us to evacuate personnel and suspend operations. Any terrorist attacks or civil unrest as well as other adverse social, economic and political events in India or countries to who we export our products could have a negative effect on us. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse effect on our business and the price of the Equity Shares.

- **There have been certain inadvertent inaccuracies, delay and non-compliances with respect to certain regulatory filings and corporate actions taken by our Company. Consequently, we may be subject to regulatory actions and penalties for any past or future non-compliance and our business and financial condition may be adversely affected.**

Our Company has encountered certain inadvertent inaccuracies, delays, and non-compliances concerning regulatory filings and corporate actions in the past. As a result, we may face regulatory actions and penalties for any historical or future non-compliance, potentially adversely impacting our business and financial condition.

Our Company has defaulted in filing of the return of Provident Fund for the months inter alia April 2023, May 2023 and June 2023. There was a delay of 75 days, 46 days and 18 days in the payment of Provident Fund Contribution for the month of April 2023, May 2023 and June 2023 respectively and the delay in filing of provident fund was not committed deliberately. The details of such delays are as under:

S. No.	Month of payment of contribution	Due Date of payment	Payment Dates	Period of Delay	Reason for delay	Steps taken by the Company to address such delays
1	April 2023	15-05-2023	29-07-2023	75 days	Inadvertent	The company made the payment of Provident Fund Contribution vide TRRN 4002307022417 on 29-07-2023.
2	May 2023	15-06-2023	31-07-2023	46 days	Inadvertent	The company made the payment of Provident Fund Contribution vide TRRN 4002307022618 on 02-08-2023.
3	June 2023	15-07-2023	02-08-2023	18 days	Inadvertent	The company made the payment of Provident Fund Contribution vide TRRN 4002308000874 on 01-11-2023.

As of now, our company has not yet received any notice in respect of damages under rules 32A of the Employees' Provident Fund Scheme, 1952. We cannot assure that no notice will be issued by the jurisdictional officer of the Employees' Provident Fund Organization, India on the consequences of scrutiny or other proceedings under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952.

Our Company has defaulted in filing of the return under Employees' State Insurance Act, 1948 (ESIC) for the months inter alia April 2023, May 2023, June 2023, July 2023, August 2023 and September 2023. There was a delay of 73 days, 42 days, 116 days, 85 days, 54 days and 24 days in the payment of Contribution under the regulation 31 of the Employees' State Insurance (General) Regulations, 1950 for the month of April 2023, May 2023, June 2023, July 2023, August 2023 and September

2023 respectively and the delay in payment and filing the return under ESIC was not committed deliberately. The details of such delays are as under:

S. No.	Month of payment of contribution	Due Date of payment	Payment Dates	Period of Delay	Reason for delay	Steps taken by the Company to address such delays
1.	April 2023	15-5-2023	27-07-2023	73 days	Inadvertent	The company made the payment of Employees' State Insurance Contribution vide Challan Number 01523125724040 on 27-07-2023.
2	May 2023	15-6-2023	27-07-2023	42 days	Inadvertent	The company made the payment of Employees' State Insurance Contribution vide Challan Number 01523125724129 on 27-07-2023.
3	June 2023	15-07-2023	8-11-2023	116 days	Inadvertent	The company made the payment of Employees' State Insurance Contribution vide Challan Number 01523137530127 on 08-11-2023.
4	July 2023	15-08-2023	8-11-2023	85 days	Inadvertent	The company made the payment of Employees' State Insurance Contribution vide Challan Number 01523128292267 on 08-11-2023.
5	August 2023	15-09-2023	8-11-2023	54 days	Inadvertent	The company made the payment of Employees' State Insurance Contribution vide Challan Number 01523132992382 on 08-11-2023.
6	September 2023	15-10-2023	8-11-2023	24 days	Inadvertent	The company made the payment of Employees' State Insurance Contribution vide Challan Number 01523136172926 on 08-11-2023.

As of now, the company has not received any notice in respect of interest or recovery of the same, damage charges under regulations 31A, 31B and 31C Employees' State Insurance Act, 1948 read with section 45C to 45I of the ESIC. We cannot assure that no notice will be issued by the jurisdictional officer of the Employees' State Insurance Corporation, India on the consequences of scrutiny or other proceedings under the Employees' State Insurance Act, 1952.

Our Company has defaulted in filing the GST returns and the steps taken by the Company to rectify such delays are as under:

- FY 2019-2020**

S. No.	Month of filing GST return	Period of delay	Due Date	Date of filing	Reasons for the Delay	Steps taken by the Company
1.	December	1 day	20/01/2020	21/01/2020	Inadvertent	A sum of Rs, 50 was paid while filing the return for late fee of return filed in the month of December 2019. Which has been reflected in the return GSTR-3B of January 2020.
2.	February	69 days	20/03/2020	28/05/2020	Covid 19	The reduced rate of interest and waiving off the late fee under good and service tax were notified on April 3rd, 2020 in notification number 31/2020 and notification number 32/2020 respectively.

- **FY 2020-2021**

S. No.	Month of filing GST return	Period of delay	Due Date	Date of filing	Reasons for the Delay	Steps taken by the Company
1.	May	48 days	14/07/2020	31/08/2020	Inadvertent	The return was filed after taking into the consideration of the relaxation of date notified in Notification number 36/2020-Central Tax dated March 23, 2020 but the return was filed after the due date notified in the said notification.
2.	June	38 days	24/07/2020	31/08/2020	Inadvertent	The return was filed after taking into the consideration of the relaxation of date notified in Notification number 29/2020-Central Tax dated March 23, 2020 but the return was filed after the due date notified in the said notification.
3.	July	7 days	24/08/2020	31/08/2020	Inadvertent	The return was filed after taking into the consideration of the relaxation of date notified in Notification number 29/2020-Central Tax dated March 23, 2020 but the return was filed after the due date notified in the said notification.

- **FY 2021-22**

S. No.	Month of filing GST return	Period of delay	Due Date	Date of filing	Reasons for the Delay	Steps taken by the Company
1.	April	18 days	20/05/2021	07/06/2021	Covid 19	There would be nil rate of interest if the return for such period would have been filed till 15 days of actual due date of return in accordance with the Notification Number 18/2021 dated June 1st, 2021 but the interest for the delay of three days was not charged in the return for the month of May.
2.	May	12 days	20/06/2021	02/07/2021	Covid 19	The return was filed with a delay of 12 days but there would be nil rate of interest if the return for such period would have been filed till 15 days of actual due date of return in accordance with the Notification Number 18/2021 dated June 1st, 2021.

- **FY 2022-23**

S. No	Month of filing GST return	Period of delay	Due Date	Date of filing	Reasons for the Delay	Steps taken by the Company
1.	March	22 days	20/04/2023	11/05/2023	Inadvertent	Challan having CPIN 23060800035398 dated June 10th, 2023, was deposited online. while filing the return for the month of April 2023.

- **FY 2023-24**

S. No	Month of filing GST return	Period of delay	Due Date	Date of filing	Reasons for the Delay	Steps taken by the Company
1.	April	1 day	20/05/2023	10/06/2023	Inadvertent	The interest and late fee for a sum of Rs. 2693 and Rs. 1050 were paid while filing the return for the month of May which was reflected in electronic cash ledger dated June 19 th , 2023 having reference number DC0806230084548
2.	November	1 day	20/12/2023	21/12/2023	Inadvertent	The interest and late fees in respect of late filing of the GSTR 3B for the month of November shall be imposed while filing the GSTR 3B return for the month of December and the return for the month of December will be filed after January 14, 2024.

Further, there were instances of delayed filing of statutory forms under the Companies Act with the Registrar of Companies (RoC), which were subsequently rectified by paying additional fees. These delays occurred due to inadvertent reasons and ranged from 8 to 17 days. The details of such delays are as follows:

S. No.	Description of Form	Date of event	Due Date	Date of filing	Delay (No. of Days)	Reason for delay
1	Form AOC-4 for Financial Statement for the year 2021-22	30.09.2022	30.10.2022	08.11.2022	8	Inadvertent
2	Form MR-1 for Return of appointment of managerial personnel	22.08.2023	21.10.2023	07.11.2023	17	Inadvertent

Additionally, there have been instances of erroneous filings of statutory forms with RoC under the Companies Act by our Company for Form CHG-1 for modification of charge for takeover of loan from SIDBI to HDFC Bank Limited as reduction of limit from Rs. 12.00 cr. to Rs. 8.00 cr. while the charge should have been filed Rs. 12.00 Cr. The company has filed CHG-1 for modification of charge on October 06, 2023 and rectified the error.

Further, Board of Directors has passed the resolution on October 10, 2023 for allotment of 22,20,000 shares in ratio of 1:1 instead of 2:1 as per resolution passed by the Extra ordinary General Meeting held on October 09, 2023 and filed the Form PAS-3 with RoC on October 11, 2023. The company has rectified the error through passing the Board Resolution on October 10, 2023 in suppression of earlier resolution and allotted shares in the ratio of 2:1 as per resolution passed by Extra ordinary General Meeting held on October 09, 2023 and filed the revised Form PAS-3 with RoC with request letter for marking defective of wrong form PAS-3 on October 12, 2023.

The company has filed Form MR-1 on September 25, 2023 for appointment of Mr Vasudev Agarwal as Managing Director and the remuneration has been mentioned as Rs 3.00 lakhs per month instead of Rs. 5 lakhs per month. The company has filed revised MR-1 on November 07, 2023 mentioning the correct amount.

As of now, our Company has not received any show cause notices or penalties from regulatory authorities concerning these inaccuracies, delays, and non-compliances. However, there is no assurance that such discrepancies will not occur in the future, and we may be subject to regulatory actions and penalties, which could adversely affect our business operations and financial position.

SECTION IV INTRODUCTION

CAPITAL STRUCTURE

The Equity Share capital of our Company, as on the date of this Draft Red Herring Prospectus is set forth below:

(₹ in Lakhs except share data)

S. No.	Particulars	Aggregate nominal value	Aggregate value at Issue Price*
A.	AUTHORISED SHARE CAPITAL		
	55,00,000 Equity Shares of face value of Rs. 10/- each	550.00	
B.	ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL BEFORE THE ISSUE		
	33,30,000 Equity Shares of face value of Rs. 10/- each	333.00	
C.	PRESENT ISSUE IN TERMS OF THIS DRAFT RED HERRING PROSPECTUS		
	Fresh Issue of Up to 14,28,000 Equity Shares of Face value of Rs. 10/- each aggregating up to Rs. [●] Lakhs	[●]	[●]
	CONSISTING OF:		
	Reservation for Market Maker – Up to 72,000 Equity Shares of face value of Rs. 10/- each aggregating up to ₹ [●] Lakhs termed as Market Maker Reservation Portion	[●]	[●]
	Net Issue to the Public – Up to 13,56,000 Equity Shares of face value of Rs. 10/- each at a price of Rs [●]/- per Equity Share	[●]	[●]
D.	ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL AFTER THE ISSUE		
	[●] Equity Shares of face value of Rs. 10/- each	[●]	[●]
E.	SECURITIES PREMIUM ACCOUNT		
	Before the Issue		NIL
	After the Issue		[●]

**To be updated upon the finalization of the Issue Price.*

The Issue has been authorized by the Board of Directors vide a resolution passed at its meeting held on August 22, 2023 and by the shareholders of our Company vide a special resolution passed at the Extra-Ordinary General Meeting held on September 11, 2023.

Shareholding pattern of our Company

Set forth below is the shareholding pattern of our Company as on the date of this Red Herring Prospectus:

i. Summary of Shareholding Pattern as on date of this Red Herring Prospectus:

S. No.	Category of Shareholder	No. of shareholders	No. of fully paid-up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities*		No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) As a % of (A+B+C2)	Number of Locked in shares*		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
								No of Voting Rights	Total as a % of (A+B+C)			No (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
I	II	III	IV	V	VI	VII = IV + V+ VI	VIII	IX		X	XI = VII + X	XII		XIII		XIV
A	Promoter and Promoter Group	7	33,30,000	-	-	33,30,000	100.00	33,30,000	100.00	-	100.00	[●]	[●]	-	-	33,30,000
B	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
C	Non-Promoter Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
1	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total (A+B+C)	7	33,30,000	-	-	33,30,000	100.00	33,30,000	76.00	-	100.00	[●]	[●]	-	-	33,30,000

*As on the date of the Draft Red Herring Prospectus 1 Equity Shares holds 1 vote. Furthermore, face value of equity shares is Rs.10/- each.

ii. Shareholding Pattern of Promoter and Promoter Group:

S. No.	Category & Name of the Shareholders	PAN	No. of share holders	No. of fully paid-up equity shares held	Partly paid-up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities*			No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) as a % of A+B+C2	Number of Locked in shares		Number of Shares pledged or otherwise		Number of equity shares held in dematerialized form	
									No of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total shares held (b)
									Class Equity Shares of Rs.10/- each	Class Y	Total								
	I	II	III	IV	V	VI	VII=IV+V+VI	VIII	IX			X	XI = VII+ X	XII		XIII		XIV	
(1)	Indian																		
(a)	Individuals/ Hindu undivided Family																		
	Babita Agarwal		1	8,65,800	-	-	8,65,800	26.000	8,65,800	-	-	26.000	-	-	[●]	[●]	-	-	8,65,800
	Vasudev Agarwal		1	8,65,800	-	-	8,65,800	26.000	8,65,800	-	-	26.000	-	-	[●]	[●]	-	-	8,65,800
	Mohit Agarwal		1	7,99,200	-	-	7,99,200	24.000	7,99,200	-	-	24.000	-	-	[●]	[●]	-	-	7,99,200
	Kritika Chachan		1	7,99,110	-	-	7,99,110	23.997	7,99,110	-	-	23.997	-	-	[●]	[●]	-	-	7,99,110
	Neha Garg		1	30	-	-	30	0.001	30	-	-	0.001	-	-	[●]	[●]	-	-	30
	Dropadi Devi Agarwal		1	30	-	-	30	0.001	30	-	-	0.001	-	-	[●]	[●]	-	-	30
	Shivani Agarwal		1	30	-	-	30	0.001	30	-	-	0.001	-	-	[●]	[●]	-	-	30
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Any Other																		
	Body Corporate	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(1)	-	7	33,30,000	-	-	33,30,000	100.00	33,30,000	-	-	100.00	-	-	[●]	[●]	-	-	33,30,000
(2)	Foreign	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(a)	Individuals (Non- Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Government	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	-	7	33,30,000	-	-	33,30,000	100.00	33,30,000	-	-	100.00	-	-	[●]	[●]	-	-	33,30,000

* Face value of equity shares is Rs.10/- each.

iii. Shareholding Pattern of Public Shareholder

S. No.	Category & Name of the Shareholders	PAN	No. of share holders	No. of fully paid-up equity shares held	Partly paid-up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants)	Total Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights		Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (not applicable) (a)	As a % of total shares held (not applicable) (b)	
									Class Equity Shares of Rs.10/- each	Class Y								
	I	II	III	IV	V	VI	VII=IV+V+VI	VIII	IX			X	XI= VII+ X	XII		XIII		XIV
(1)	Institutions																	
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Alternate Investment Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(g)	Insurance Companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(h)	Provident Funds/ Pension Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Central Government/ State Government(s)/ President of India	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (B)(2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(3)	Non-institutions																	
(a)	Individuals																	
	i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b)	NBFCs registered with RBI	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Overseas Depositories (holding DRs) (balancing figure)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other Body Corporate	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub-Total (B)(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

iv. Shareholding pattern of the Non-Promoter Non-Public shareholder

S. No.	Category & Name of the Shareholders	PAN	No. of shareholders	No. of fully paid-up equity shares held	Partly paid-up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants)	Total Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in Share dematerialized form (Not applicable)
									No of Voting Rights		Total as a % of Total Voting rights			No.	As a % of total Shares held	No. (not applicable)	As a % of total shares held (not applicable)	
									Class Equity Shares of Rs.10/- each	Class Y								
	I	II	III	IV	V	VI	VII=IV+V+VI	VIII	IX			X	XI= VII+ X	XII	XIII		XIV	
(1)	Custodian/DR Holder																	
(a)	Name of DR Holder (if available)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (c) (1)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit Regulations, 2014)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Sub Total (C) (2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total Non- Promoter Non-Public shareholding (C)= (C)(1) + (C) (2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Note: PAN of the Shareholders will be provided by our Company prior to Listing of Equity Share on the Stock Exchange.

Build-up of Promoter’s shareholding, Minimum Promoter’s Contribution and lock-in

As on the date of this Red Herring Prospectus, Our Promoters **Vasudev Agarwal, Babita Agarwal, Mohit Agarwal and Kritika Chachan** and holds **8,65,800** Equity shares, **8,65,800** Equity Shares, **7,99,200** Equity Shares and **7,99,110** Equity Shares respectively of our Company representing **26%, 26%, 24%** and **23.997%** respectively of the pre issue Equity Share capital of our Company on a fully diluted basis and for further details, see the chapter titled **“Our Promoters and Promoter Group”** beginning on page 186. All the Equity Shares held by our Promoters were fully paid-up on the respective dates of allotment / acquisition of such Equity Shares.

As on the date of this Red Herring Prospectus, none of the Equity Shares held by any of our Promoters are pledged.

a) Equity Shareholding of the Promoter and Promoter Group:

The details of the holding of securities (including shares, warrants, convertible securities) of persons belonging to the category **“Promoter and Promoter Group”** are as under: -

S. No.	Name of the Shareholder	Pre – Issue		Post – Issue	
		No. of Equity Shares	% of Pre-Issue Capital	No. of Equity Shares	% of Post-Issue Capital
(I)	(II)	(III)	(IV)	(V)	(VI)
(A) Promoters					
1	Babita Agarwal	8,65,800	26.000%	[●]	[●]
2	Vasudev Agarwal	8,65,800	26.000%	[●]	[●]
3	Mohit Agarwal	7,99,200	24.000%	[●]	[●]
4	Kritika Chachan	7,99,110	23.997%		
Sub Total (A)		33,29,910	100.000%	[●]	[●]
(B) Promoter Group					
1	Neha Garg	30	0.001%	[●]	[●]
2	Dropadi Devi Agarwal	30	0.001%	[●]	[●]
3	Shivani Agarwal	30	0.001%	[●]	[●]
Sub Total (B)		90	0.003%	[●]	[●]
Total (A+B)		33,30,000	100.000%	[●]	[●]

b) The build-up of equity share holding of the promoters of our company are as follows:

Date of Allotment and made fully paid up/ Transfer	No. of Equity Shares	Face value per Share (Rs.)	Issue Price/ Consideration/ Acquisition/ Transfer price (Rs.)	Nature of Transaction	Nature of Consideration	Pre-issue shareholdings (%)	Post-issue shareholding (%)
(A) BABITA AGARWAL							
On Incorporation	7,000	10.00	10.00	Subscription to MOA	Cash	0.22%	[●]
January 22, 2020	4,90,000	10.00	10.00	Right Issue	Cash	14.71%	[●]
March 10, 2022	(1,20,000)	10.00	18.00	Transfer to Neha Garg	Cash	(3.60) %	[●]
August 22, 2022	4,59,940	10.00	33.00	Right Issue	Cash	13.81%	[●]
March 30, 2023	(2,81,940)	10.00	NIL	Transfer to Vasudev Agarwal	Other Than Cash	(8.47) %	[●]
March 30, 2023	(2,66,400)	10.00	NIL	Transfer to Mohit Agarwal	Other Than Cash	(8.00) %	[●]

Date of Allotment and made fully paid up/ Transfer	No. of Equity Shares	Face value per Share (Rs.)	Issue Price/ Consideration/ Acquisition/ Transfer price (Rs.)	Nature of Transaction	Nature of Consideration	Pre-issue shareholding (%)	Post-issue shareholding (%)
October 10, 2023	5,77,200	10.00	NA	Bonus Issue	Other Than Cash	17.33%	[●]
Total (A)	8,65,800					26.00	[●]
(B) VASUDEV AGARWAL							
January 25, 2020	3,000	10.00	10.00	Transfer from Neetu Temani	Cash	0.09%	[●]
August 22, 2022	3,660	10.00	33.00	Right Issue	Cash	0.11%	[●]
March 30, 2023	2,81,940	10.00	NIL	Transfer from Babita Agarwal	Other Than Cash	8.47%	[●]
October 10, 2023	5,77,200	10.00	NA	Bonus Issue	Other Than Cash	17.33%	[●]
Total (B)	8,65,800					26.00%	[●]
(C) MOHIT AGARWAL							
March 30, 2023	2,66,400	10.00	NIL	Transfer from Babita Agarwal	Other Than Cash	8.00%	[●]
October 10, 2023	5,32,800	10.00	NA	Bonus Issue	Other Than Cash	16.00%	[●]
Total (C)	7,99,200					24.00%	[●]
(D) KRITIKA CHACHAN							
March 30, 2023	2,66,370	10.00	NIL	Transfer from Neha Garg	Other Than Cash	7.999%	[●]
October 10, 2023	5,32,740	10.00	NA	Bonus Issue	Other Than Cash	15.998%	[●]
Total (C)	7,99,110					23.997%	[●]
Total (A+B+C+D)	33,30,000					100.00%	[●]

Aggregate shareholding of the promoter group and directors of the promoters where the promoter is a body corporate:

As on the date of the Draft Red Herring Prospectus, our promoter group holds 90 Equity Shares equivalent to 0.003% equity shares in our Company. Further there are no corporate promoters in our company.

Details of Promoters' Contribution locked in for three years:

Pursuant to Regulation 236 and 238 of SEBI (ICDR) Regulations, an aggregate of **20%** of the post-Issue capital held by our Promoter shall be considered as Promoters' Contribution ("**Promoters Contribution**") and locked-in for a period of three years from the date of allotment of equity shares issued pursuant to this Issue. The lock-in of the Promoters' Contribution would be created as per applicable law and procedure and details of the same shall also be provided to the Stock Exchange before listing of the Equity Shares.

Our Promoters shall give a written consent to include such number of Equity Shares held by them and subscribed by them as a part of Promoters' Contribution constituting [●] of the post issue Equity Shares of our Company and have agreed not to sell or transfer or pledge or otherwise dispose of in any manner, the Promoters Contribution, for a period of Three years from the date of allotment in the Issue.

Date of Allotment and made fully paid up / Transfer	No. of Shares Allotted / Transferred	Face Value	Issue Price	Nature of Allotment	% of Post Issue shareholding	Lock in Period
(A) BABITA AGARWAL						
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
Total (A)	[•]	[•]	[•]	[•]	[•]	[•]
(B) VASUDEV AGARWAL						
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
Total (B)	[•]	[•]	[•]	[•]	[•]	[•]
(C) MOHIT AGARWAL						
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
Total (C)	[•]	[•]	[•]	[•]	[•]	[•]
(D) KRITIKA CHACHAN						
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
[•]	[•]	[•]	[•]	[•]	[•]	[•]
Total (D)	[•]	[•]	[•]	[•]	[•]	[•]
Total (A+B+C+D)	[•]				[•]	

The above table will be updated in the Prospectus proposed to be filed with Registrar of the Companies ("ROC") by the company.

Our Promoters have confirmed to our company and the Book Runner Lead Manager that the acquisition of equity shares held by our promoters has been financed from their internal accruals and no loans or financial assistance from any banks or financial institutions have been availed of by them for this purpose.

OBJECTS OF THE ISSUE

DETAILS OF THE OBJECTS OF THE ISSUE

The details in relation to the objects of the Issue are set forth herein below.

1. Funding working capital requirements of our Company.

Our company proposes to utilize Rs. 627.51 Lakhs towards funding its working capital requirement.

Our Company Signoria Creation Limited is engaged in manufacturing and marketing of women apparels like kurti, pants, tops, Co-ord Sets, dupattas and Gowns. We are popularly known and identified in the apparel market by our brand name “**Signoria**”. Our brand is known for its kurti with traditional designs having a wide range of color, patterns and sizes. Our Company cater to those who are looking for clothing that is comfortable, stylish, and practical. Our clothes are perfect for women who want to make a statement and stand out from the crowd.

Our Company’s existing working capital requirement and funding based on Restated Financial Statements for quarter ended June 30, 2023 and fiscal year 2022-23, 2021-22 and 2020-21 are as stated below:

<i>(₹ in Lakhs)</i>					
S. No.	Particulars	June 30, 2023	March 31, 2023	March 31, 2022	March 31, 2021
A.	Current Assets				
1.	Inventory				
	– Raw Materials	139.44	95.09	207.56	119.96
	– Work-In-Progress	257.84	194.40	266.16	136.60
	– Finished Goods	128.92	97.04	86.16	50.85
2.	Trade Receivables	1027.16	1145.24	268.74	184.32
3.	Other Financial and current assets	67.70	52.94	61.99	67.42
	Total Current Assets	1621.06	1584.71	890.61	559.15
B.	Current Liabilities				
1.	Trade payables	634.29	550.03	352.09	247.17
2.	Advance from Customers	4.80	5.29	0.34	2.74
3.	Other Financial and Current Liabilities	168.75	149.42	72.68	42.90
	Total Current Liabilities	807.84	704.74	425.11	292.81
C.	Working Capital Gap	813.22	879.97	465.50	266.34
D.	Means of Finance				
1.	External Borrowings				
	– Working Capital Limits from Banks and financial Institutions	121.79	131.58	78.41	20.32
	– Other Short-term Borrowings	-	-	-	-
	– Long term bank borrowings used for funding working capital requirements	-	-	-	-
2.	Net worth/ Internal Accruals	691.43	748.39	387.09	246.02

Note: Pursuant to the certificate dated November 24, 2023, issued by Statutory Auditor of the company, M/s Vinod Singhal & Co. LLP, Chartered Accountants.

The major reasons behind the increase in the working capital requirements of our company in the last 3 fiscal years and stub period are as follows:

1. Growth in Revenue and Expansion in Business Activities:

This high increase in the working capital requirements of our company was due to a constant increase in the revenue of our company for the past 3 financial years. The sales of our company were Rs. 585.23 Lakh in the FY 2020-2021 and the same increased to Rs. 1181.60 Lakhs in FY 2021-2022 and which further increased to Rs. 1,914.92 Lakh in the FY 2022-2023 leading to an increase in the revenue by Rs. 59FYFY 2021-22 in comparison to FY 2020-21 and an increase in the revenue of our company by Rs. 733.32 Lakhs in FY 2022-23 in comparison to FY 2020-21. The revenue of our company has increased at a CAGR of 48.46% over the last 3 financial years.

The reason behind the increase in the revenue of our company has been due to increase in the production capacity of our company during FY 21-22. During the year our Company purchased and installed 105 more stitching machines from 25 stitching machines in FY 20-21 which caused increase in production capacity which yielded additional sales and revenue in FY 21-22 amounting to Rs 1181.60 lakhs.

The increase in the revenue of our company in FY 22-23 in comparison to Rs. FY 21-22 was Rs. 733.32 Lakhs which was majorly because we got large chunk of orders from new customers over Pan India after company has participated in Jaipur Fashion Expo-2023 Exhibition in Jaipur. We were also awarded Top 50 creators in IPF star award and has achieved record revenue of Rs 1,338.64 lakhs in the last quarter of FY 2023 immediately after participating in the above Expo in January 2023.

The expansion and increased business activities of our Company required higher levels of working capital to support larger sales volumes, increased production and a serve a larger customer base.

2. Extended Credit Terms:

Another key component of the working capital gap is the trade receivables of the company. Our company investment in the trade receivables for the last three financial years and stub period is continuously increasing. The trade receivables of our company were Rs. 184.32 Lakh in FY 2020-2021 which increased to Rs. 268.74 in FY 2021-2022 which were further increased to Rs. 1,145.24 Lakh in FY 2022-23. Our Company offered our customers more extended credit terms that lead to higher accounts receivable. While this attracted more customers for us, it also tied up cash that could have been used for other purposes and thus the working capital requirements of our Company increased.

3. Dynamic Industry Trends:

Our Company operates in the business of manufacturing women apparels like Kurtis, Tops, Co-ord sets etc. The apparel industry is very dynamic in nature i.e. the industry trends like different styles, colors, patterns etc. continuously changes, and our Company need to keep its operations updated with the trend and manufacture products accordingly to retain our existing customers and pitch its products to the potential customers. To do this, we regularly need to manufacture clothes according to the trendy new designs and styles. Thus, to maintain the production of apparel according to the new trends and to maintain the inventory level thereof, we require higher working capital.

Basis of estimation of working capital requirement

On the basis of existing and estimated working capital requirement of our Company and assumptions for such working capital requirements, our Board pursuant to its resolution dated **November 24, 2023** has approved the projected working capital requirements for FY 2023-24 and FY 2024-25 and the proposed funding of such working capital requirements as set forth below:

<i>(₹ in Lakhs)</i>			
S. No.	Particulars	March 31, 2024 (Estimated)	March 31, 2025 (Projected)
A.	Current Assets		
1.	Inventory		
	– Raw Materials	225.00	312.00

S. No.	Particulars	March 31, 2024 (Estimated)	March 31, 2025 (Projected)
	– Work-In-Progress	292.00	408.00
	– Finished Goods	264.00	387.00
2.	Trade Receivables	603.00	904.00
3.	Other Financial and current assets	170.00	290.00
	Total Current Assets	1554.00	2301.00
B.	Current Liabilities		
1.	Trade payables	50.00	70.00
2.	Advance from Customers	5.00	5.00
3.	Other Financial and Current Liabilities	220.42	240.57
	Total Current Liabilities	275.42	315.57
C.	Working Capital Gap	1278.58	1985.43
D.	Means of Finance		
1.	External Borrowings		
	– Working Capital Limits from Banks and financial Institutions	400.00	400.00
	– Other Short-term Borrowings	-	-
	– Long term bank borrowings used for funding working capital requirements	-	-
2.	Net worth/ Internal accruals	251.07	1585.43
3.	IPO Proceeds	627.51	-

Assumptions of Working Capital requirement

Holding levels and justifications for holding period levels based on the Restated Financial Statements.

(Approximate holding Period in days)

Particulars	FY 2020-21 (Actual Restated)	FY 2021-22 (Actual Restated)	FY 2022-23 (Actual Restated)	June 30, 2023 (Actual Restated)	FY 2023-24 (Estimated)	FY 2024-25 (Projected)
Current Assets:						
Inventories: -						
– Raw Material ⁽¹⁾	42	33	25	53	60	60
– Work-In-Progress ⁽²⁾	101	99	50	92	60	60
– Finished goods ⁽³⁾	127	132	39	66	60	60
Trade Receivables ⁽⁴⁾	113	82	215	298	90	90
Current Liabilities:						
Trade payables ⁽⁵⁾	266	227	227	305	14	14

*The holding period is taken on rounded off day's basis.

Notes.

- (1) Raw material holding period are calculated from closing stock of raw material divided by raw material consumed.
- (2) Work in Progress holding period are calculated from closing stock of work in progress divided by cost of production.
- (3) Finished goods holding period are calculated from closing stock of finished goods divided by cost of sales.
- (4) Trade receivables holding period are calculated from revenue from operations divided by trade receivables.
- (5) Trade payables holding period are calculated from purchase divided by trade payables.

Justifications for Holding Period levels:

Justifications for holding period level mentioned in the table above are provided below:

Particulars	Justification for Holding Levels
Inventories:	<p>Raw material: Our Company procures raw material which is essential for manufacturing the product. In FY 2020-21, 2021-22 and 2022-23, our Company had maintained raw material inventory levels for 42 days, 33 days and 25 days respectively.</p> <p>For the period ended on June 30, 2023, holding period was increased to 53 days. Going forward the company aims at expansion of business. Large scale production requires uninterrupted supply of raw material. To ensure minimum lead time and smooth functioning of production process holding period of 60 days is justified in FY 23-24 and FY 24-25.</p> <p>Work in Progress: For FY 2020-21, FY 2021-22 and FY 2022-23, work in progress inventory level has been maintained at 101 days, 99 days and 50 days respectively of cost of production. This is the average time for the work in progress as required by the company on account of the various processes undertaken to arrive at the finished products. For the period ended on June 30, 2022, holding period was increased to 92 days.</p> <p>In line with the new expansion strategy the stock of raw material is being held for 60 days, consequently work in progress holding period significantly reduces to 60 days which is justified. It will remarkably reduce turnaround time to conversion of ready Finished Goods stock. Thus, our work in progress holding levels is estimated to maintain the holding levels to 60 days of cost of production for FY 2023-24 and FY 2024-25.</p> <p>Finished Goods: In the FY 2020-21, FY 2021-22 and FY 2022-23, our Company maintained finished goods inventory levels for 127 days, 132 days and 39 days respectively. All the products manufactured by our Company are based on orders places by the customers and the finished goods are dispatched as and when they are packed. Since we do not belong to the retail sector, there is requirement to maintain large stock and thus, finished goods inventory levels are high. For the period ended on June 30, 2023, holding period is 66 days. The historical data for the company depicts holding period of over 100 days except for an exceptional holding of 39 days in FY 22-23. The company is confident of fast rotation of finished goods and hence holding period of 60 days is justified Thus, we estimate finished goods inventory days at similar levels to 60 days in FY 2023-24 and FY 2024-25.</p>
Trade Receivables	<p>Our company make sales to the customers on a credit as well as on cash basis. The total Trade Receivables for the Period ended June 30, 2023, and For the Fiscal Year ended on March 31, 2023, 2022 and 2021 were Rs. 1,027.16 Lakhs, Rs. 1,145.24 Lakhs, Rs. 268.74 Lakhs and Rs. 184.32 Lakhs respectively. The holding period of our Trade Receivables for the Period ended June 30, 2023 and For the Fiscal Year ended on March 31, 2023, 2022 and 2021 were 298 days, 215 days, 82 days and 113 days respectively. Our Company gives credit facility to its customers in the normal course of business. Our company made a major portion of its sales in the last quarter of FY 23 and thus resulting in high holding of trade receivables. We will introduce new credit policy to enable faster realization of trade receivables and have estimated the holding level for trade receivables as 90 days in the FY 2023-24 and FY 2024-25.</p>
Trade Payables	<p>Our Company procures raw materials of grey fabric and running printed fabric and/or running dye fabric from our suppliers. Raw materials of grey fabric are raw, unprocessed, and unfinished woven fabric taken directly from a loom. At times, they also supply the primary raw material grey cloth and get the running fabric</p>

Particulars	Justification for Holding Levels
	<p>manufactured on job work basis. The Outstanding dues to trade payables for the period ended June 30, 2023, and for the Fiscal Year ended on March 31, 2023, 2022 and 2021 were Rs. 634.29 Lakhs, Rs. 550.03 Lakhs, Rs. 352.09 Lakhs and Rs. 247.17 Lakhs respectively. The holding period for our Trade Payables for the period ended June 30, 2023, and for the Fiscal Year 2023, 2022 and 2021 were 305 days, 227 days, 227 days, and 266 days respectively. Since our company has a shortage of working capital, we must procure the raw material for a higher credit period due to which we are not able to obtain any cash discounts from our suppliers so the cost of procurement of goods remains high. Thus, using the Net proceeds from the IPO, we will make faster payments to its suppliers wherein we will get the benefit of cash discounts and will also give them a higher negotiation power which will result in the reduction in the cost of procurement of goods. The estimated Trade Payables Holding period for the Fiscal Year ended on March 31, 2024, and 2025 are 14 days and 14 days respectively.</p>

SECTION V - ABOUT THE COMPANY

OUR BUSINESS

*Some of the information in the following discussion, including information with respect to our plans and strategies, contain forward-looking statements that involve risks and uncertainties. You should read “**Forward-Looking Statements**” on page 22 for a discussion of the risks and uncertainties related to those statements. Our actual results may differ materially from those expressed in or implied by these forward-looking statements. Also read “**Risk Factors**” and “**Management’s Discussion and Analysis of Financial Condition and Results of Operations**” beginning on pages 32 and 234 for a discussion of certain factors that may affect our business, financial condition or results of operations. Our fiscal year ends on March 31 of each year, and references to a particular fiscal year are to the twelve months ended March 31 of that year.*

We have, in this Draft Red Herring Prospectus, included various operational and financial performance indicators, some of which may not be derived from our Restated Financial Statements and may not have been subjected to an audit or review by our Statutory Auditor. The manner in which such operational and financial performance indicators are calculated and presented, and the assumptions and estimates used in such calculation, may vary from that used by other companies in India and other jurisdictions. Investors are accordingly cautioned against placing undue reliance on such information in making an investment decision and should consult their own advisors and evaluate such information in the context of the Restated Financial Statements and other information relating to our business and operations included in this Draft Red Herring Prospectus.

Unless otherwise indicated or the context otherwise requires, the financial information for Period ended on June 30, 2023, and FY 2022-23, FY 2021-22 and FY 2020-21 included herein is derived from the Restated Financial Statements, included in this Draft Red Herring Prospectus. Unless otherwise indicated or the context otherwise requires, in this section, references to “we” or “us” mean Signoria Creation Limited, and to “Company” or “our Company” mean “Signoria Creation Limited”.

OVERVIEW

Our Company was originally incorporated as “Signoria Creation Private Limited” at Jaipur as a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated September 30, 2019, issued by Central Registration Centre, Manesar, bearing Corporate Identification Number U18209RJ2019PTC066461. Subsequently, our Company was converted into a public limited company under the Companies Act, 2013, pursuant to the approval accorded by our Shareholders at their extra-ordinary general meeting held on July 28, 2023. Consequently, the name of our Company was changed to “Signoria Creation Limited” and a fresh certificate of incorporation consequent upon conversion from a private limited company to a public limited company was issued to our Company by the RoC, Jaipur on August 17, 2023 and Corporate Identification Number is changed as U18209RJ2019PLC066461. The registered office of our company is situated at 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020.

Our Company Signoria Creation Limited is engaged in manufacturing and marketing of women apparels like Kurtis, pants, tops, Co-ord Sets, dupattas and Gowns. We are popularly known and identified in apparel market by our brand name “**Signoria**”. Our brand is known for its Kurtis with traditional designs having wide range of colour, patterns and sizes. Our Company cater to those who are looking for clothing that is comfortable, stylish, and trendy. Our clothes are perfect for women who want to make a statement and stand out from the crowd.

Our Company is managed by our promoters and directors, Mr. Vasudev Agarwal having an experience of around 7 years, Mrs. Babita Agarwal having around 4 years experience, Mr. Mohit Agarwal having experience and exposure of around 7 years in the Textile and apparel industry and our President, Ms. Kritika Chachan having an experience of around 4 years in the cloth industry.

With the passion of our promoters, dedication of our team, development of our brand, customer loyalty, growing trend in e-commerce and continued government support we aim to expand our operations on PAN India basis and become a popular brand among the masses.

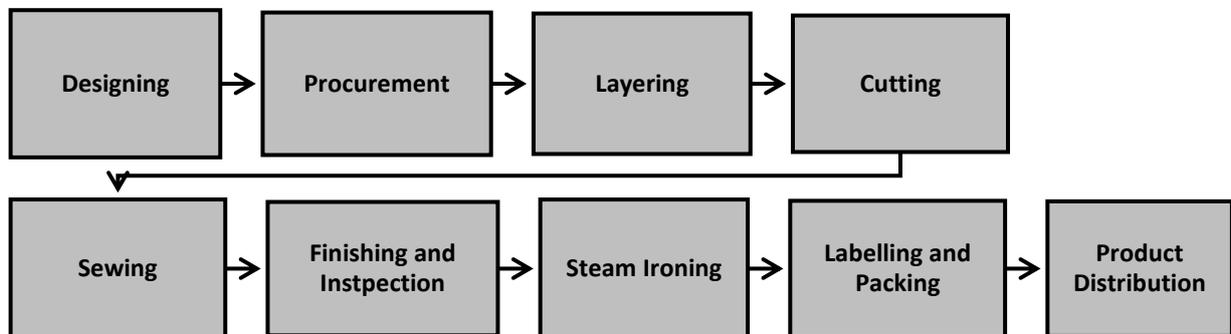
The Company expanded its product portfolio by adding Co-ord Set for women during the first quarter ended June 30, 2023.

The company's primary goal is to manufacture women's branded clothes under the Signoria brand. The company has placed a strong emphasis on using high-quality materials and adhering to strict quality control guidelines, which guarantees that the clothing is produced to the highest standards of consistency and quality, winning our clients' faith and confidence. Signoria is committed to creating only the best designs going forward. We place a strong emphasis on involving our clients in the manufacturing process, and we go above and beyond to create samples and patterns to guarantee that our clients' ideas are accurately reflected in the final goods.

Our manufacturing unit-I is situated at 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020 and unit-II is situated at H1-74, RIICO Industrial Area, Mansarovar, Jaipur.

MANUFACTURING PROCESS

The process of manufacturing is explained through the following flow chart:



The manufacturing process from designing to cutting is undertaken in the manufacturing facility I situated at 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020, India and manufacturing process from sewing to Product Distribution is undertaken at manufacturing facility II situated at H1-74, RIICO Industrial Area, Mansarovar, Jaipur. Brief outline of the manufacturing process is outlined as under.

The manufacturing process carried out in Manufacturing Unit I:

Designing

Design is the most important part in the fashion industry being beginning we have to decide about design after that further process started. Our Company has its own design studio and the team comprises of young, energetic and creative professionals who ensure that our products are in compliance with industry standards and the latest trend. We specialize in and design ethnic apparel as the culture and tradition is mirror of a country. We have total number of 958 designs for the year ended March 31, 2023, total number of 737 design for the year ended March 31, 2022 and total

number of 430 design for the year ended March 31, 2021. In line with the manufacturing process laid down by us, initially a product sample is produced according to the specifications provided by our Company. This sample is then approved before going into further stage of production.

Procurement

The raw material required for manufacturing of our products is running printed fabric and/or running dye fabric, depending upon design of the product. We procure raw material either directly from supplier or get it done on job work basis. Our some of raw material requirement is met through supplies from our Group Company. All apparent and intricate corrections are made in the product sample so as to make it free from errors.

Layering:

Spreading is the process of laying fabric layers on a table, one on top of another so as to form a "lay". The fabric from the stores is issued to the cutting room daily in advance which is stored in the rack provided next to the cutting tables. The fabric rolls are loaded on to the roll holders. The tailor prepares a size and design on a standard paper to avoid the errors occurred while cutting the fabric. Once the standard paper is ready the same is placed over the layered fabric to mark the design with marking pens and even chinks such that tailors much rely on this marking to do the job.

Cutting:

After spreading, layers are cut with the help of straight knife cutting machines and end cutters. In order to cut across on such a wide table, a mobile cutting machine guiding rail is used. This rail is a "mobile" guide that is used along with a straight knife cutting machine having a foldable handle bar. It is then cut into the pattern that will identify points in a garment. A Fabric Cutting Machine is used to cut materials. This machine helps in neat cutting with low, noise and high efficiency. It provides maximum productivity with minimal fatigue.

The manufacturing process carried out in Manufacturing Unit II:

Sewing:

The fabrics are now ready to be stitched. The sewn parts of the fabric, such as sleeves, etc. are assembled together to give the final form to the clothing.

Finishing and Inspection:

Company attaches utmost importance to the quality of our final product. Hence it is ensured that each garment is individually checked and ensured that it is free from any defects. It is ensured that every piece which is manufactured is as per the required quality standards. Our quality assurance and control team is responsible for ensuring that all finished goods are free from defects and are manufactured as per the specified measurements. Any product having variation beyond acceptable limits is rejected. Finishing of products involves removal of loose and unwanted threads, proper and customized ironing. The quality assurance and control team carries out frequent checks on the process and product specifications. The finished products are stacked in cartons and are sent to the stockroom facility for labelling, packaging and insert cards.

Steam Ironing

After inspection the garments are checked for loose threads, stains etc. Thereafter these garments are sent for ironing.

Labelling and Packing:

Labelling is done according to the brands to each of our products and as per the specifications provided by the merchandising team in our stockroom. Care is taken to make the decent packaging

and it also protects the products from damage. The finished products are now ready for dispatch and distribution.

Product Distribution

The finished products after labelling are packed into cartons for further distribution to the customers. The work is given to our dispatch team, to ensure that products flow directly to the customers in a timely and cost-efficient manner. The responsibility of the dispatch team includes inventory management and supply chain management. We use third party carrier services to deliver our products to customers.

SALES AND MARKETING SETUP

Signoria Creation Limited is the women apparel manufacturing Company situated at Jaipur, Rajasthan, India and provides quality products across Pan India. Signoria Creation Limited has one or two wholesalers in every state like Rajasthan, Delhi, Gujrat, Maharashtra, Madhya Pradesh, Uttar Pradesh, Punjab, Haryana, West Bengal, Kerala, Assam, Tamil Nadu etc. and sells its product to the wholesaler with the reference of the agent. As soon as the new product design comes to the company, the company sends digital photos to all its traders directly and also through their agent. All Traders select the product from the Product Photos and place the order, they will also visit the factory in between 2 to 3 months towards which all the traders get to see all the products physically and confirm their order. The company has small to big businessmen also associated with it. The company has customers ranging from one set to hundred sets of the same design. The company also sells its products online through YouTube and also in the near future, the company is preparing to sell its products through online portals and also its own website for B2B and B2C Channel. The company also has a smart team for marketing which books orders even after visiting the customer to all the cities of the country and to sell the product. The company also participates in big exhibitions through which it receives even bigger orders.

DETAILS OF OUR BUSINESS LOCATIONS

- **Registered and Corporate Office and Manufacturing Unit-I** 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020, India
- **Manufacturing Unit II** H1-74, RIICO Industrial Area, Mansarovar, Jaipur.

For further details regarding ownership and lease of the above locations, please refer to **“Our Business – Properties”** on page 151.

PROPERTIES

Owned Properties

Our company has acquired land to set up the manufacturing plant for women apparel near the existing factory for meeting the growing demand of our products. Details of the land is as under:

S. No	Location	Utility	Acquisition Date	Seller	Area of the land	Type of the land
1	H1-74, RIICO Industrial Area, Mansarovar, Jaipur, Rajasthan- 302020	Manufacturing Unit II	September 08, 2022	K. R. Tiles	501.33 Sq. Mtr.	Industrial Property used for commercial activity

Leased Properties

(Amount in Rs.)

S. No.	Location	Utility	Document Date	Lessor	Monthly Rent	Period
1.	324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020	Registered & Corporate Office and Manufacturing unit-I	September 22, 2023	Mahesh Kumar Bhagchandani	94,500/-	22.09.2023 to 22.08.2024
2.	328, Residential Scheme, Aayker Nagar II, Gram Kalyanpura, Sanganer, Jaipur, Rajasthan - 302020, India*	Manufacturing unit-II	September 3, 2021	Manju Gupta	1,10,000/-	01.09.2021 to 31.08.2026

*This manufacturing unit was vacated on December 31, 2023 and all operations carried in this unit are shifted to the new manufacturing unit which is owned by our Company as mention in the section "Owned Properties".

INSURANCE

We have taken insurance policies insuring major risks relating to the stocks and other assets of the company. However, the insurance policies may not provide adequate coverage in certain circumstances and are subject to deductibles, exclusions and limit on coverage.

S. No.	Name of Company	Insured Assets / Person	Policy Number	Policy Amount	Date of Expiry
1	National Insurance Company Limited (Fire policy)	National Bharat Sookshma Udyam Suraksha Stock of Raw Material, Stock in process & Finished Goods of Ladies Garment: Rs. 4.00 Crore, Machinery: Rs. 10.00 Lakhs, Furniture: Rs. 20.00 Lakhs & Electrical Installation: Rs. 5.00 Lakhs (for Basement & Ground Floor of unit located at 324, Aaykar Nagar, Rampura Road, RIICO Kanta Mansarovar, Jaipur)	370700112310000461	4,35,00,000/-	February 06, 2025
2	National Insurance Company Limited (Fire policy)	National Bharat Sookshma Udyam Suraksha Stock of Raw Material, Stock in process & Finished Goods of Ladies Garment: Rs. 3.50 Crore, Machinery: Rs. 45.00 Lakhs & Furniture: Rs. 10.00 Lakhs (for Plot No H-1/74, RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan, 302020)	370700112310000462	4,05,00,000/-	February 06, 2025
3	National Insurance Company Limited (Burglary Insurance)	Stock of Raw Materials & Finished Goods of Ladies Garments: Rs. 4.00 crore, Plant & Machinery: Rs. 10.00 Lakhs (for Basement & Ground Floor of unit located at -324, Aaykar Nagar, Rampura Road, RIICO Kanta Mansarovar, Jaipur)	370700592310000588	4,10,00,000/-	January 31, 2025
4	National Insurance Company Limited	Stock of Raw Materials & Finished Goods of Ladies Garments: Rs. 3.50 crore,	370700592310000589	3,95,00,000/-	January 31, 2025

S. No.	Name of Company	Insured Assets / Person	Policy Number	Policy Amount	Date of Expiry
	(Burglary Insurance)	Plant & Machinery: Rs. 45.00 Lakhs (for Plot No H-1/74, RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan, 302020)			

OUR MANAGEMENT

INTERESTS OF DIRECTORS

Interest in promotion or formation of our Company

Except, Vasudev Agarwal, Babita Agarwal and Mohit Agarwal who are the promoters of our company, none of our directors have any interest in the promotion or formation of our Company as on the date of this Draft Red herring Prospectus.

KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

In addition to Vasudev Agarwal, our Chairman and Managing Director and Babita Agarwal, our Whole Time Director whose details have been provided under the paragraph *“Brief profile of our Directors”* on page 169, the details of our other Key Managerial Personnel and Senior Management Personnel as on the date of the Draft Red Herring Prospectus, are as follows:

Key Managerial Personnel

1. Ashish Jain, Chief Financial Officer
2. Swati Jain, Company Secretary and Compliance Officer

Senior Management Personnel

1. Kritika Chachan, President
2. Bhagwan Dass, Vice President
3. Roohul Amin, General Manager Production
4. Ravinder Saini, Quality Control Manager.
5. Sanjay Kumar Saxena, Finance and Accounts Head
6. Mukesh Kumar Saran, Store Head
7. Mota Ram Sepat, Marketing and Sales Head
8. Gayatri Devi, R&D cum Designer

Ashish Jain is the Chief Financial Officer of our Company. He has completed B. Com. In year 2001 from University of Rajasthan. He has worked with A3Logics (India) Limited from September 06, 2010 to September 19, 2014 as Senior Executive- Finance & Accounts, Reliable Diagnostic Centre Private Limited from May, 2015 to September, 2021 as Accounts and Finance Head and USHA Finlease India Private Limited from May 14, 2022 to September 10, 2022 as Head-Account & Finance. He has worked with Gainful Gems and Jewels as Factory Manager from February 27, 2023 to August 31, 2023. He joined our Company w.e.f. August 22, 2023. He is currently receiving a remuneration of 7,44,000/- per annum.

Swati Jain is the Company Secretary and Compliance Officer of our Company. She holds Bachelor degree in Commerce from University of Rajasthan in year 2015. She is a member of the Institute of Company Secretaries of India. She joined our Company as Company Secretary cum Compliance Officer on August 22, 2023. She has more than 4 years of Experience in Secretarial Sector. She was practicing Company Secretary from April, 2018 to June, 2019. She has worked as CRC Executive in Centre Registry Cell, a division of Ministry of Corporate affairs from August, 2019 to March, 2022. She is responsible for undertaking's various functions in our Company including ensuring conformity with the regulatory provisions applicable to our Company. She is currently receiving a remuneration of ₹ 1,80,000 per annum.

Kritika Chachan is the President of our Company. She completed her Bachelor's in Arts from the University of Rajasthan, Jaipur in 2018. She joined our Company in 2023 as Chief Executive Officer and then was redesignated to the post of President. She is having an overall experience of 4 years in the cloth industry and is responsible for supervising the overall production and marketing departments of the Company.

Bhagwan Dass, is the Vice President of our company. He has been associated with our Company since June 2023 as Vice President. He has completed Bachelors of Arts from University of Rajasthan, Jaipur. He is currently involved in administration, marketing and E-commerce platform related functions in our Company. He has over 15 years of experience in the field of Marketing and administration.

Roohul Amin, is the General Manager, Production of our company. He has been associated with our Company since November, 2019. He is currently involved in production related functions of our Company.

Ravinder Saini, is the Quality Control Manager of our company. He has been associated with our Company since August, 2021. He has completed his M.A. from University of Rajasthan in the year 2021. He is currently involved in Quality related functions in our Company. He has over 2 years of experience in the field of Quality Control.

Sanjay Kumar Saxena, is the Finance and Accounts Head of our company. He has been associated with our Company since June, 2023. He has completed his B. Com. from Dr. Bhimrao Ambedkar University, Agra in the year 2006. He is currently involved in Finance and Accounts related functions in our Company. He has over 20 years of experience in the field of Accounts.

Mukesh Kumar Saran, is the Store Head of our company. He has been associated with our Company since October, 2019. He has passed Eight Class Board Examination from Govt. Senior Upaddhaya Sanskrit School from Titaria, Jaipur in the year 2007. He is currently involved in Store related functions in our Company.

Mota Ram Sepat, is the Marketing and Sales Head of our company. He has been associated with our Company since September, 2019. He has completed his B.A. from University of Rajasthan in the year 2011. He is currently involved in Marketing and Sales Head related functions in our Company. He has worked with Shubham Enterprises from October 11, 2017 to April 20,2018 as E-commerce Executive.

Gayatri Devi, is the R&D cum Designer of our company. He has been associated with our Company since November, 2019. She has completed her Master of Arts from Awadhesh Pratap Singh University, Rewa in the year 2016. She is currently involved in R&D cum Designer related functions in our Company.

CHANGES IN KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT IN THE LAST THREE YEARS

Except as mentioned below, and as specified in ***“Changes in the Board of Directors during the last three years”*** on page 175, there have been no changes in the Key Managerial Personnel and Senior Management in the last three years:

Name of the KMP	Date of event	Nature of Event	Reason
Sanjay Kumar Saxena	June 07,2023	Appointment	Appointed as Finance & Accounts Head
Bhagvan Dass	June 01,2023	Appointment	Appointed as Vice President
Ravinder Saini	August 08, 2021	Appointment	Appointed as Quality Control Manager
Swati Jain	August 22, 2023	Appointment	Appointed as Company Secretary
Ashish Jain	August 22, 2023	Appointment	Appointed as Chief Financial Officer

Name of the KMP	Date of event	Nature of Event	Reason
Vasudev Agarwal	August 22, 2023	Re Designation	Appointed as Chairman and Managing Director
Babita Agarwal	August 22, 2023	Re Designation	Appointed as Whole-Time Director
Kritika Chachan	September 27, 2023	Appointment	Appointed as Chief Executive Officer
Mota Ram Septa	September 28, 2023	Appointment	Appointed as Head Marketing & Sales
Kritika Chachan	October 22, 2023	Appointment	Appointment as President
Kritika Chachan	October 21, 2023	Resignation	Resigned from the post of Chief Executive Officer and redesignated as President of the company.

OUR PROMOTER AND PROMOTER GROUP

OUR PROMOTERS

The Promoters of our Company as on the date of this Draft Red Herring Prospectus are:

1. Vasudev Agarwal
2. Babita Agarwal
3. Mohit Agarwal and
4. Kritika Chachan

As on the date of this Draft Red Herring Prospectus, Vasudev Agarwal, Babita Agarwal, Mohit Agarwal and Kritika Chachan together hold **33,29,910 Equity Shares**, representing **99.997%** of the pre issue paid up capital of our Company.

For details on shareholding of our Promoters in our Company, please see the section titled "**Capital Structure – Equity shareholding of the Promoters and Promoter Group**" on page 89.

DETAILS OF OUR PROMOTER:

VASUDEV AGARWAL:



Vasudev Agarwal, aged 57 years, is one of our Promoters and also the Chairman and Managing Director on our Board.

Date of Birth: 01-07-1966

PAN: ABEPA2376A

Driving License: RJ14 19990056676

Address: Flat No - 1303, The Crest Wing No. 1, Plot No. A-4, Durgapura Airport Enclave, Tonk Road, Jaipur, Rajasthan – 302018

For the complete profile of Vasudev Agarwal along with details of his educational qualifications, professional experience, position / posts held in the past, directorships held, and business and financial activities, other directorships, other ventures and special achievements, please refer to the chapter titled "**Our Management**" beginning on page 167.

As on date of this Draft Red Herring Prospectus, Vasudev Agarwal holds 8,65,800 Equity Shares, representing 26.00% of the pre-issued, subscribed and paid-up equity share capital of our Company.

BABITA AGARWAL:



Babita Agarwal, aged 53 years, is one of our Promoters and also the Whole-Time Director on our Board.

Date of Birth: 01-07-1970

PAN: ABEPA2568E

Driving License: RJ14 20000136701

Address: Flat No - 1303, The Crest Wing No. 1, Plot No. A-4, Durgapura Airport Enclave, Tonk Road, Jaipur, Rajasthan – 302018

	<p>For the complete profile of Babita Agarwal along with details of her educational qualifications, professional experience, position / posts held in the past, directorships held, and business and financial activities, other directorships, other ventures and special achievements, please refer to the chapter titled “Our Management” beginning on page 167.</p> <p>As on date of this Draft Red Herring Prospectus, Babita Agarwal holds 8,65,800 Equity Shares, representing 26.00% of the pre-issued, subscribed and paid-up equity share capital of our Company.</p>
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MOHIT AGARWAL:

	<p>Mohit Agarwal, aged 26 years, is one of our Promoters and also the Non-Executive Director on our Board.</p> <p>Date of Birth: 22-02-1997 PAN: BSBPA7904D Driving License: RJ14 20150013084 Address: Flat No - 1303, The Crest Wing No. 1, Plot No. A-4, Durgapura Airport Enclave, Tonk Road, Jaipur, Rajasthan – 302018</p> <p>For the complete profile of Mohit Agarwal along with details of his educational qualifications, professional experience, position / posts held in the past, directorships held, and business and financial activities, other directorships, other ventures and special achievements, please refer to the chapter titled “Our Management” beginning on page 167.</p> <p>As on date of this Draft Red Herring Prospectus, Mohit Agarwal holds 7,99,200 Equity Shares, representing 24% of the pre-issued, subscribed and paid-up equity share capital of our Company.</p>
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KRITIKA CHACHAN:

	<p>Kritika Chachan, aged 26 years, is one of our Promoters and also the President of our Company. She completed her Bachelor’s in Arts from the University of Rajasthan, Jaipur in 2018. She joined our Company in 2023 as Chief Executive Officer and then was redesignated to the post of President. She is having an overall experience of 4 years in the cloth industry and is responsible for supervising the overall production and marketing departments of the Company.</p> <p>Date of Birth: 21-01-1997 PAN: BDVPC6871L Driving License: RJ14 C20160029657 Address: 45 – A Cosmo Colony, Amrapali Circle, Jaipur, Rajasthan – 302021</p> <p>Firms and ventures promoted by Kritika Chachan in which she also holds directorship are as under:</p> <ul style="list-style-type: none"> • Herble Prints Private Limited <p>For the complete profile of Kritika Chachan along with details of her educational qualifications, professional experience, position / posts held in the past, business and financial activities and special achievements, please</p>
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	<p>refer to the chapter titled “Our Management – Key Managerial Personnel and Senior Management” beginning on page 167.</p> <p>As on date of this Draft Red Herring Prospectus, Kritika Chachan holds 7,99,110 Equity Shares, representing 23.997% of the pre-issued, subscribed and paid-up equity share capital of our Company.</p>
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DECLARATION BY OUR INDIVIDUAL PROMOTER

Our Company confirms that the Permanent Account Number, Bank Account Number, Passport Number, Aadhar Number and Driving License Number of the Individual Promoters, shall be submitted to the Stock Exchanges at the time of filing this Draft Red Herring Prospectus. Further there are no Corporate Promoters in our Company.

CHANGE IN CONTROL OF OUR COMPANY

Babita Agarwal and Neetu Temani were the initial promoters of our Company and our other promoters Vasudev Agarwal and Mohit Agarwal, Kritika Chachan subsequently acquired control and shareholding in our Company in the fiscal year 2020 and 2023. Further, Neetu Temani resigned on January 01, 2020.

Except as mentioned above, there has been no change in our promoters and control and management during the last 5 years.

Accordingly, as on the date of this Red Herring Prospectus, our Company has four promoters. For more information, please refer chapter titled **“Our History and other corporate matter”** and **“Capital Structure - Build-up of Equity Shareholding of the Promoters of our Company”** beginning on page 163 and 89 respectively.

PROMOTERS EXPERIENCE IN THE BUSINESS OF OUR COMPANY

Our promoters have adequate experience in the line of business, including any proposed line of business, of our company. For details in relation to experience of promoters in the business of our Company, please refer to the chapter titled **“Our Management”** on beginning Page 167.

INTERESTS OF PROMOTER

Our promoters are interested in our Company to the extent that they have promoted our Company, their directorship in our Company, the extent of their shareholding, dividend receivable, if any, to the extent of interest on loan granted to our Company and other distributions in respect of the Equity Shares held by them. For details regarding shareholding of our promoters in our Company, please see the section titled **“Capital Structure- Equity shareholding of the Promoters and Promoter Group”** on page 89.

Our promoters, who are also Directors of our Company and may be deemed to be interested to the extent of lease rent payable on properties leased to the company, remuneration and / or reimbursement of expenses payable to them for services rendered to us in accordance with the provisions of the Companies Act, 2013 and in terms of the agreements entered into with our Company, if any and AOA of our Company. For details refer to the chapter titled **“Our Management”** beginning on page 167.

Our promoters or directors are not interested in being a member of a firm or company, and no sum has been paid or agreed to be paid to our promoters or directors or to such firm or company in cash

or shares or otherwise by any person either to induce such person to become or to qualify such person as a director or otherwise for services rendered by such person or by such firm or company in connection with the promotion or formation of our Company.

INTEREST IN PROPERTY, LAND, CONSTRUCTION OF BUILDING AND SUPPLY OF MACHINERY

Except as disclosed in the chapter titled **“Our Business - Properties”** on page 151, our Promoters / Directors or Group Companies do not have any interest in any property acquired by our Company in the three years preceding the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company or in any transaction with respect to the acquisition of land, construction of building and supply of machinery.

PAYMENT OR BENEFIT TO PROMOTERS OF OUR COMPANY

Except as disclosed in **“Restated Financial Statements – Annexure 28 – Related Party Disclosures”**, **“Our Management”** and **“Our Promoters and Promoter Group”** on pages 196, 167 and 186, respectively, and as disclosed below, no amount or benefit has been paid or given to our Promoters or any of the members of the Promoter Group during the Fiscal 2021, 2022, 2023 and the period ended June 30, 2023.

(₹ in Lakhs)

Name of the Promoter/ Promoter Group	Nature of the transaction	Fiscal 2022	Fiscal 2023	For the quarter ended June 30, 2023
Vasudev Agarwal	Share Capital	-	1.21	-
	Unsecured Loan	125.00	17.42	-
	Salary	12.00	19.20	1.80
	Interest on Loan	12.73	18.56	-
Babita Agarwal	Share Capital	-	151.78	-
	Unsecured Loan	65.00	471.31	20.60
	Salary	12.00	12.00	3.00
	Interest on loan	22.50	16.32	-
Mohit Agarwal	Salary	12.00	12.00	3.00
Kritika Chachan	Salary	12.00	12.00	3.00
Neha Garg	Salary	12.00	18.00	4.50
	Unsecured Loan	-	56.00	-
Herble Prints Pvt Ltd	Purchase (excluding GST)	200.98	99.97	4.12
	Sales (excluding GST)	12.80	4.59	3.75
Signoria Fashion Pvt Ltd	Purchase (excluding GST)	5.92	-	-
	Sales (excluding GST)	-	9.84	-
Signoria Impex	Sales (excluding GST)	0.85	-	-
	Unsecured Loan	-	32.89	0.76

As on date of the Draft Red Herring Prospectus, our Company does not intend to pay or give any amounts or benefits to our Promoters or members of the Promoter Group, except in the ordinary course of business and as disclosed above.

MATERIAL GUARANTEE GIVEN BY OUR PROMOTERS TO THIRD PARTIES WITH RESPECT TO EQUITY SHARES

None of our promoters have given material guarantees to the third party(ies) with respect to the specified securities of the Company. For further information, please refer to the details under the heading **“Capital Structure – Shareholding Pattern of Promoter and Promoter Group”** on page 84.

DISASSOCIATION BY PROMOTERS IN THE LAST THREE YEARS

Our Promoters, namely, Mr. Vasudev Agarwal, Ms. Babita Agarwal, Mr. Mohit Agarwal and Ms. Kritika Chachan have not disassociated themselves from any companies or firm during the preceding three years from the date of filing of this Red Herring Prospectus.

PROMOTER GROUP

A. Natural Persons forming part of the Promoter Group

The natural persons forming part of our Promoter Group (being the immediate relatives of our Promoters) apart from our Promoters mentioned above are as follows:

Name of the Promoter	Name of relative	Relationship
Vasudev Agarwal	Late Surajmal Agarwal	Father
	Dropadi Devi Agarwal	Mother
	Babita Agarwal	Wife
	Mohit Agarwal	Son
	Shivani Agarwal	Daughter
	Neha Garg	Daughter
	Narayan Lal Agarwal	Brother
	Babu Lal	Spouse's Father
	Late Shanti Devi	Spouse's Mother
	Manju Rani Goyal	Spouse's Sister
	Sushil Aggarwal	Spouse' Brother
	Anil Kumar Gupta	Spouse' Brother
	Sunil Aggarwal	Spouse' Brother
Babita Agarwal	Babu Lal	Father
	Late Shanti Devi	Mother
	Vasudev Agarwal	Husband
	Mohit Agarwal	Son
	Shivani Agarwal	Daughter
	Neha Garg	Daughter
	Anil Kumar Gupta	Brother
	Sushil Aggarwal	Brother
	Sunil Aggarwal	Brother
	Manju Rani Goyal	Sister
	Late Surajmal Agarwal	Spouse's Father
	Dropadi Devi Agarwal	Spouse's Mother
	Narayan Lal Agarwal	Spouse's Brother
Kritika Chachan	Sajjan Kumar Agarwal	Father
	Sushila Chachan	Mother
	Mohit Agarwal	Husband
	Yash Chachan	Brother
	Aditya Chachan	Brother
	Vihaan Agarwal	Son
	Shivaay Agarwal	Son
	Vasudev Agarwal	Spouse's Father
	Babita Agarwal	Spouse's Mother
	Neha Garg	Spouse's Sister
	Shivani Agarwal	Spouse's Sister
Mohit Agarwal	Vasudev Agarwal	Father

Name of the Promoter	Name of relative	Relationship
	Babita Agarwal	Mother
	Kritika Chachan	Wife
	Vihaan Agarwal	Son
	Shivaay Agarwal	Son
	Neha Garg	Sister
	Shivani Agarwal	Sister
	Sajjan Kumar Agarwal	Spouse's Father
	Sushila Chachan	Spouse's Mother
	Yash Chachan	Spouse's Brother
	Aditya Chachan	Spouse's Brother

B. Entities forming part of the Promoter Group

As of the date of this Draft Red Herring Prospectus, the companies, bodies corporate, firm, trust and HUF forming part of our Promoter Group are as follows:

Body Corporate forming part of Promoter Group

1. Herble Prints Private Limited
2. Signoria Fashions Private Limited
3. Binduja Exports Private Limited

Firm forming part of the Promoter Group

1. Signoria Impex
2. Shanti Traders
3. Shri Balaji Telecoms
4. Kanha Foods and Hospitality
5. Dahleez
6. Ganpat Ram Jagdish Prasad & Sons

SECTION VI FINANCIAL STATEMENTS

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following discussion of our financial condition and results of operations together with our **“Restated Financial Statements”** which have been included in this Draft Red Herring Prospectus. The following discussion and analysis of our financial condition and results of operations is based on our Restated Financial Statements for the period ended 30th June 2023 and for the Fiscal Years ended on March 31, 2023, 2022, and 2021 including the related notes and reports, included in this Draft Red Herring Prospectus prepared in accordance with requirements of the Companies Act and restated in accordance with the SEBI Regulations, which differ in certain material respects from IFRS, U.S. GAAP and GAAP in other countries. Our Financial Statements, as restated have been derived from our audited financial statements for the respective years. Accordingly, the degree to which our Restated Financial Statements will provide meaningful information to a prospective investor in countries other than India is entirely dependent on the reader’s level of familiarity with Indian GAAP, Companies Act, SEBI Regulations and other relevant accounting practices in India.

This discussion contains forward-looking statements and reflects our current views with respect to future events and financial performance. Actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors such as those described under **“Risk Factors”** and **“Forward Looking Statements”** beginning on pages 32 and 22 respectively, and elsewhere in this Draft Red Herring Prospectus.

Our Fiscal Year ends on March 31 of each year. Accordingly, all references to a particular Fiscal Year are to the 12 months ended March 31 of that year.

OVERVIEW

Our Company was originally incorporated as “Signoria Creations Private Limited” at Jaipur as a private limited company under the Companies Act, 2013 pursuant to a certificate of incorporation dated, September 30, 2019 issued by Central Registration Centre, Manesar bearing Corporate Identification Number U18209RJ2019PTC066461. Subsequently, our Company was converted into a public limited company under the Companies Act, 2013, pursuant to the approval accorded by our Shareholders at their meeting held on July 28, 2023. Consequently, the name of our Company was changed to “Signoria Creations Limited” and a fresh certificate of incorporation consequent upon conversion from a private limited company to a public limited company was issued to our Company by the ROC, Jaipur on August 17, 2023 and Corporate Identification Number is changed as U18209RJ2019PLC066461.

The registered office of our company is situated at 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020, India.

Mr. Vasudev Agarwal, Ms. Babita Agarwal, Mr. Mohit Agarwal and Ms. Kritika Chachan, our promoters have adequate experience in the line of business and look after strategic as well as day to day business operations. Our company started commercial operation in the year 2019-20 with an annual turnover of Rs 153.88 lakhs manufacturing Ladies Kurti, Pant & Dupatta (3 piece), Kurti & pant (2 piece), Kurti (1piece), Gowns and Tops. Company has achieved turnover of Rs 1914.92 lacs during 2022-23 with a CAGR of 55.91 % thereby growing manifold in past four years. Brand development and customer loyalty are one of the key factors of success in our industry. Our brand has been well received up till now and we shall continue to endeavor to build brand equity by supplying qualitative products at competitive price.

COMPARISON OF FINANCIAL YEAR ENDED MARCH 31, 2023 WITH FINANCIAL YEAR ENDED MARCH 31, 2022 BASED ON RESTATED FINANCIAL STATEMENTS.

Total Revenue

(₹ in Lakhs)

2022-23	2021-22	Variance in %
1915.81	1181.64	62.13%

Our total revenue has increased by 62.13% to Rs. 1915.81 Lakhs for financial year 2022-23 from Rs. 1181.64 Lakhs in the financial year 2021-22.

Revenue from Operations

(₹ in Lakhs)

2022-23	2021-22	Variance in %
1914.92	1181.60	62.06%

Revenue from operations has increased by 62.06% to Rs. 1914.92 Lakhs for financial year 2022-23 from Rs. 1181.60 Lakhs for the financial year 2021-22. This is driven by increase due to pent- up demand after opening of economy on lifting of COVID restrictions and also due to participating in PAN India exhibition by spending Rs 31.65 lakhs on Business promotion and Rs 3.62 lakhs on Advertisement during 2022-23. company had received Bumper response and received no of direct orders from new customers throughout PAN India.

Other Income

(₹ in Lakhs)

2022-23	2021-22	Variance in %
0.89	0.04	2125%

During the year 2022-23, the other income of our company has increased to Rs. 0.89 Lakhs from Rs. 0.04 Lakhs in 2021-22, representing an increase of 2125%. This was majorly due to more interest from banks.

Total Expenses

(₹ in Lakhs)

2022-23	2021-22	Variance in %
1604.06	1088.18	47.41%

The total expenditure for the financial year 2022-23 increased to Rs. 1604.06 Lakhs from Rs. 1088.18 Lakhs in the financial year 2021-22 representing 47.41% increase, owing to increased cost of goods sold to meet the additional business requirements due to more demand and other factors described below.

Cost of material consumed

(₹ in Lakhs)

2022-23	2021-22	Variance in %
1242.08	1008.37	23.18%

Cost of material consumed for the financial year 2022-23 increased to Rs. 1242.08 lakhs from Rs. 1008.37 lakhs in financial year 2021-22 representing an increase of 23.18%. This was primarily attributable to increase in purchases and increase in manufacturing activity on account of pent-up demand of ladies readymade clothing materials after removal of COVID restrictions.

Changes in inventories of finished goods and work in process.

(₹ in Lakhs)

2022-23	2021-22	Variance in %
60.88	(164.87)	136.92%

Changes in inventories of finished goods and work in process for the financial year 2022-23 increased to 60.88 lakhs from (164.87) lakhs in 2021-22, majorly due to decrease in the stock of finished goods on account of increased sales which is in line with the growth in business activities and as per market demand-supply scenario.

Employee Benefit Expenses

(₹ in Lakhs)

2022-23	2021-22	Variance in %
154.73	144.47	7.10%

Our company has incurred Rs. 154.73 lakhs as employee benefit expenses in 2022-23 as compared to Rs. 144.47 lakhs in 2021-22, reflecting an increase of 7.10% which is in line with increased production activities and inflation.

Finance Cost

(₹ in Lakhs)

2022-23	2021-22	Variance in %
57.40	39.75	44.40%

Finance cost increased by Rs. 17.65 lakhs in 2022-23 over 2021-22, representing an increase of 44.40%, on account of more drawings from Cash credit account due to increased production activities and more payment of interest on unsecured loans.

Depreciation and Amortization expense

(₹ in Lakhs)

2022-23	2021-22	Variance in %
14.03	12.94	8.42%

Depreciation for the financial year 2022-23 stood at Rs.14.03 lakhs as compared to Rs. 12.94 lakhs in financial year 2021-22 due to addition in Fixed assets.

Other Expenses (Administrative, selling & other Expenses.)

(₹ in Lakhs)

2022-23	2021-22	Variance in %
74.94	47.52	57.70%

The company's other expenses namely Administrative, selling & other expenses saw an increase of 57.70%, amounting to Rs. 74.94 lakhs, majorly due to increase in Business promotion & advertisement expenses for increased sales volumes and more expense on Legal & professional charges. The increase was partially offset by decrease in Brokerage expenses.

Profit before Tax

(₹ in Lakhs)

2022-23	2021-22	Variance in %
311.75	93.46	234%

For the reasons explained above, profit before tax increased by Rs. 218.29 lakhs i.e., 234%.

Provision for Tax and Net Profit

(₹ in Lakhs)

	2022-23	2021-22	Variance in %
Taxation expenses	80.70	25.93	211.22 %
Profit after tax	231.05	67.53	242.14%

The tax expenses saw an increase of 211.22% from Rs. 25.93 lakhs to Rs. 80.70 lakhs majorly due to a rise in sales turnover and Taxable income. Our tax expenses are 4.21% of our total revenue in 2022-23 and 2.19% in 2021-22.

The reasons behind the increase in the PAT from Rs. 0.67 crores in FY 2022 to Rs. 2.31 crores in FY 2023 are as follows:

Our Company have started production of higher range of products and by giving more penetration of its sales over Pan India customers. Earlier we used to target its product for lower/middle class segments and concentrated in nearby states. Our Company has also launched various new designs and modern fashion dresses for upscale segments after pandemic which has received very good response in pan India, and which has helped in increasing profit margin in the overall working of our company.

Our Company has got bulk orders from new customers over Pan India after company has participated in KOLKATA FASHION EXPO 2022 in JAIPUR and was also awarded as "STAR OF INDUSTRY ". Our Company was also awarded Top 50 creators in IPF star award and has achieved record revenue of Rs 446.22 lakhs in the last quarter of FY 2023 immediately after participating in the above Expo in January 2023. The average monthly revenue reached Rs. 160 lakhs in FY 22-23 as against Rs. 99 lakhs in FY 21-22 and PAT has increased to Rs. 231.05 lakhs from Rs. 67.53 lakhs in FY 21-22.

Our company added new customers in the exhibition held in Jaipur during the Financial Year ending March 31, 2023. Details of customers of our company are as under:

Particulars	For the period ended on June 30, 2023	For the fiscal year ended on March 31, 2023	For the fiscal year ended on March 31, 2022	For the fiscal year ended on March 31, 2021
Number of customers	107	281	248	247
Increase in number of customers	-	33	1	-

Other reasons which have indirectly contributed to increase in bottom line of our company:

- A) Experienced Management team and trained work force.
- B) Established manufacturing facilities.
- C) Focus on Quality & safety thereby less rejections.
- D) Time bound execution of sales orders.
- E) Cordial relationship with customers.
- F) Cordial relationship among management & labor.

COMPARISON OF FINANCIAL YEAR ENDED MARCH 31,2022 WITH FINANCIAL YEAR ENDED MARCH 31, 2021

Total Revenue:

(₹ in Lakhs)

2021-22	2020-21	Variance %
1181.64	588.98	100.62%

Our total revenue has increased by Rs 592.66 lakh to Rs. 1181.64 Lakhs for financial year 2021-22 from Rs. 588.98 Lakhs of financial year 2020-21.

Revenue from Operations

<i>(₹ in Lakhs)</i>		
2021-22	2020-21	Variance in %
1181.60	585.23	101.90%

During the financial year 2021-22, the revenue from operations of our company increased to Rs. 1181.60 Lakhs as against Rs. 585.23 Lakhs in the year 2020-21. This increase was primarily due to PAN India pent up demand.

The reasons behind the increase in the revenue from Rs. 5.88 crores in FY 2021 to Rs. 11.81 crores in FY 2022 are as follows:

1. Relaxations in Covid restrictions:

After gradual relaxations in covid restrictions business saw gradual recovery from July 21 and consumers sentiments improved and the consumers started moving out of home which led to increase in merchandise shopping of women apparel.

2. Increase in the number of machines installed:

During FY 21-22 we have purchased and installed 105 more stitching machines from 25 stitching machines in FY 20-21 which caused increase in production/ sales and revenue in FY 21-22 to Rs 1181.60 lakhs.

3. Fashion Trends and Innovations:

Our Company stays updated of current fashion trends and offering innovative designs that relate with the target audience and can attract more customers. We keep introducing new styles and collections regularly that keeps the product range fresh and appealing.

4. Expansion in new territories and effective marketing strategy:

Our company expanded the business by entering into new markets which opened up new revenue streams. By understanding and adapting to the preferences and cultural shades of different markets, we have increased our revenue year on year.

5. Increase in the Products Offered by our Company:

Our Company has diversified itself by introducing new range of products from time to time according to the needs and preferences of the customers.

The PAT of our Company increased from Rs. 32.60 lakhs in FY 21 to Rs. 67.53 lakhs in FY 22 due to increased production and sales in FY 21-22 revenue & PAT of our company has increased, as we could produce total 3,64,420 pieces of women apparels in FY 21-22 as against 1,35,977 pieces in FY 20-21.

Our Company earned total revenue from operations in FY 21 was Rs. 585.23 Lakhs and the total revenue earned in FY 22 was Rs. 1,181.60 Lakhs which accounts as an increase of 101.90% on a year-on-year basis. The PAT of our Company stood at Rs. 32.60 Lakhs for the FY 21 and was RS. 67.53 Lakhs in FY 22 which was an increase of 107.14% on a year-on-year basis.

The increase in the revenue of our Company was due to the increase in the volume of goods sold along with the new customers onboarded during FY 22. The details of which are as follows:

Details	FY 2021-22	FY 2020-21
Number of Kurtis Sold ("in units")	2,23,000	1,12,000
New Customers Onboarded	127	189

As shown in the table above, our Company witnessed a substantial increase in the volume of products sold during FY 22 which was 2,23,000 units, having an increase of 99.11% as compared to the volume of products sold in FY 21. This, along with the expanding customer base of our company, was the reason behind an increase in the revenue.

As we are involved in the manufacturing of Kurtis and in this kind of business the major part of the cost for the manufacturing process is variable cost. Further the Fixed cost remains same even if the production is increased. With the additional sales the gross profit of our company will increase with the increase in revenue of our Company. Since fixed costs remain constant while producing more units, the portion of fixed costs per unit decreases, leading to a lower Cost per unit. As the fixed cost per unit decreases with increased production, the gross profit tends to increase PAT of our company because a larger portion of the revenue contributes to covering variable costs and ultimately the profit of our Company will increase with the increase in the revenue of our Company.

Throughout both FY 2021-22 and FY 2020-21, we maintained a PAT margin of 5.72% and 5.57%, respectively, indicating a negligible change in operational margins on which our company operated and thus the reason behind the increase in PAT in FY 22 was due to the increase in the revenue of our Company.

Other Income

(₹ in Lakhs)

2021-22	2020-21	Variance in %
0.04	3.75	(98.93%)

During the year 2021-22, the other income of our company decreased to Rs. .04 Lakhs from Rs. 3.75 Lakhs in 2020-2021, representing a drop of 98.93%. This was majorly due to the reduction in interest income from Bank.

Total Expense

(₹ in Lakhs)

2021-22	2020-21	Variance in %
1088.18	543.74	100.12%

The total expenditure for the financial year 2021-22 was increased to Rs. 1088.18 Lakhs from Rs. 543.74 Lakhs in 2020-21, representing an increase of 100.12% owing to the increased business activities of company and factors described below.

Cost of material consumed

(₹ in Lakhs)

2021-22	2020-21	Variance in %
1008.37	552.71	82.44%

Cost of material consumed has increased by 82.44% from Rs. 552.71 lakhs in the financial year 2020-21 to Rs. 1008.37 lakhs in the financial year 2021-22 owing to more purchase of raw materials and incurring more Direct expenses to facilitate more production activity.

Changes in inventories of finished goods and work in process:*(₹ in Lakhs)*

2021-22	2020-21	Variance in %
(164.87)	(161.96)	1.80%

Changes in inventories of finished goods for the financial year 2021-22 to (Rs164.87) lakhs from (Rs 161.96)) lakhs in 2020-21, majorly due to optimization of inventory.

Employee benefits expenses*(₹ in Lakhs)*

2021-22	2020-21	Variance in %
144.47	84.17	71.64%

Our Company has incurred Rs. 144.47 Lakhs on employee benefit expenses in 2021-22, as compared to Rs. 84.17 Lakhs in 2020-21, reflecting an increase of 71.64% due to more payment of remuneration to Directors and their relatives and also to other staff & workers.

Finance Cost*(₹ in Lakhs)*

2021-22	2020-21	Variance in %
39.75	22.62	75.73%

Finance costs increased by 75.73% in 2021-22 over 2020-21 mainly due to increase in interest paid on unsecured loans of Rs. 23.97 lakhs, however such increase was offset partially by decrease in interest paid to bank on CC a/c by Rs. 6.55 lakhs.

Depreciation and Amortization expense*(₹ in Lakhs)*

2021-22	2020-21	Variance in %
12.94	7.91	63.59%

Depreciation for the financial year 2021-22 stood at Rs. 12.94 Lakhs as compared to Rs. 7.91 Lakhs in 2020-21, showing an increase of Rs 32.16 lakhs because of addition in tangible fixed assets during the year under the heads of Plant & machinery, office equipment and furniture & fixtures etc.

Other Expenses (Administrative, Selling and Distribution expenses.)*(₹ in Lakhs)*

2021-22	2020-21	Variance in %
47.52	38.29	24.10%

The other expenses saw an increase of 24.10% from Rs. 38.29 lakhs to Rs. 47.52 lakhs amounting to Rs. 9.23 lakhs majorly due to Brokerage, Insurance, office expense and interest on Income tax. The increase was partially counter balanced by decrease in travelling and Legal expenses.

Profit/ (Loss) Before Tax*(₹ in Lakhs)*

2021-22	2020-21	Variance in %
93.46	45.24	106.58%

The profit before tax increase by 106.58% amounting to Rs. 93.46 Lakhs as compared to the previous year due to increase in turnover by 101.90% and various reasons described above.

Provision for Tax and Net Profit*(₹ in Lakhs)*

Particulars	2021-22	2020-21	Variance in %
Current & Deferred Tax Exp.	25.93	12.64	105.14%
Profit after Tax	67.53	32.60	107.14%

Our current and deferred tax expense increased by 105.14% % to Rs. 25.93 lakhs in financial year 2021-22 from Rs. 12.64 lakhs in the financial year 2020-21. This is due to increased sales turnover and taxable profit. Our tax ratio of 2021-22 is 2.19% of total revenue and 2.15% for 2020-21.

SECTION VII LEGAL AND OTHER INFORMATION

GOVERNMENT AND STATUTORY APPROVALS

Our Company can undertake this Issue and its current business activities, on the basis of the list of material approvals provided below. Other than as stated below, no further material approvals from any governmental or regulatory authority or any other entity are required to undertake the Issue or continue such business activities. In the event that any of the approvals and licenses that are required for our business operations expire in the ordinary course of business, we make applications for their renewal from time to time. For details in connection with the regulatory and legal framework within which our Company operates, see section “**Key Industry Regulations and Policies**” beginning on page 154.

Various licenses/ approvals/ permissions are in the name of Signoria Creation Private Limited. The Company is taking necessary steps to get the same in the name of Signoria Creation Limited in due course. See “**Risk Factor – 9 We are required to maintain certain licenses, approvals, registrations, consents and permits in the ordinary course of business. Failure to obtain the requisite approvals result in non-compliance and therefore, affect our business operations, financial condition, result of operations and prospects.**” on page 38.

The following are the details of licenses, registrations, consents, permissions, and approvals obtained by the Company under various Central and State Laws from the Government and various other Government agencies required for carrying out its present business:

I. APPROVALS FOR THE ISSUE

For details regarding the approvals and authorizations obtained by our Company in relation to the Issue, see “**Other Regulatory and Statutory Disclosures - Authority for the Issue**” on page 268.

II. APPROVALS OBTAINED BY OUR COMPANY IN RELATION TO OUR BUSINESS AND OPERATIONS

A. Incorporation Related Approvals

S. No	Nature of Registration/ License	Registration/ License No.	Applicable Laws	Issuing Authority	Date of issue	Date of Expiry
1.	Certificate of Incorporation in the name of Signoria Creation Private limited	U18209RJ2019P TC066461	Companies Act, 2013	Registrar of Companies, CRC on behalf of jurisdictional ROC	September 30, 2019	Valid till Cancelled
2.	Fresh Certificate of Incorporation consequent upon conversion from Signoria Creation Private Limited to Signoria Creation limited	U18209RJ2019P LC066461	Companies Act, 2013	Registrar of Companies, Jaipur	August 17, 2023	Valid till cancelled

B. Taxation Related Approvals

S. No.	Nature of Registration/ License	Registration/ License No.	Applicable Laws	Issuing Authority	Date of issue	Date of Expiry
1	Permanent Account Number	ABCCS7004G	Income Tax Act, 1961	Commissioner of Income Tax	September 30, 2019	Valid till cancelled
2	TAN (Tax Deduction Account Number)	JPRS21073D	Income Tax Act, 1961	Income Tax Department	September 30, 2019; Last	Valid till cancelled

S. No.	Nature of Registration/ License	Registration/ License No.	Applicable Laws	Issuing Authority	Date of issue	Date of Expiry
					amended October 11, 2023	
3	Certificate of Goods & Service Tax (Rajasthan)	08ABCCS7004G1ZI	Central Goods and Services Tax Act, 2017 & Rajasthan Goods and Services Tax Act, 2017	Superintendent Circle-G, Jaipur II, AC/CTO Ward	December 24, 2020 (valid from October 10, 2019) last amended October 05, 2023	Valid till cancelled

C. Labour Law Related & Other Approvals

S. No	Nature of Registration / License	Registration / License / Certificate No.	Applicable Laws	Issuing Authority	Date of Issue	Date of Expiry
Labour Law Related Approval						
1	Employee State Insurance	15000965200000108	The Employees State Insurance Act, 1948	Employees State Insurance Corporation, Jaipur, Rajasthan	June 1, 2023	Valid till cancelled
2	Provident Fund Registration	RJRAJ2940262000	The Employees Provident Fund and Misc Provisions Act, 1952	Employees Provident Fund Organization	May 24, 2023	Valid till cancelled
3	Contract Labour Registration (Principal Employer)	CLPE/2023/14/132719	Section 7 of the Contract Labour (Regulation and Abolition) Act, 1970	Government of Rajasthan Department of Labour	October 18, 2023	Valid till cancelled
4	Registration & Licence to Work a Factory for 324, Ayekar Nagar II, Near RICCO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020	RJ/35828	Factories Act, 1948	Chief Inspector of Factories and Boilers, Rajasthan, Jaipur	January 22, 2024	March 31, 2025
5	Registration & Licence to Work a Factory for H1-74, RIICO Industrial Area, Mansarovar, Jaipur, Rajasthan- 302020	RJ/35804	Factories Act, 1948	Chief Inspector of Factories and Boilers, Rajasthan, Jaipur	January 06, 2024	March 31, 2025
Other Approval						
1	Udyam Registration with MSME of company; Micro, Social Category- General	UDYAM-RJ-17-0041220	The Micro, small and Medium Enterprises Development Act, 2006	Ministry of Micro, Small & Medium Enterprises	January 22 2021; last amended on October 7, 2023	Valid till cancelled
2	Import Export Code Number	ABCCS7004G	Foreign Trade (Development & Regulation) Act, 1992	Office of the Joint Director General of Foreign Trade, Jaipur	July 25, 2019; last amended on June 17, 2023	Valid till cancelled
3	Sanstha Aadhar Registration- Business Registration Number	8006530047000188	Notification Number No. F 23(5)1/TFC/DES/BR/57207	Department of Statistics, Directorate of Economics and Statistics	September 29, 2023	Valid till cancelled

III. MATERIAL LICENSES / APPROVALS FOR WHICH OUR COMPANY HAS APPLIED FOR

S. No.	Nature of Registration/Approval	Date of Application
1.	Application for No Objection Certificate with respect to the fire safety measures	August 25 th , 2023

IV. MATERIAL LICENSES/APPROVALS FOR WHICH OUR COMPANY HAS NOT APPLIED FOR

S. No.	Nature of Registration/Approval	Date of Application
1.	NIL	NA

OTHER REGULATORY AND STATUTORY DISCLOSURES

PRICE INFORMATION OF PAST ISSUES HANDLED BY THE BOOK RUNNING LEAD MANAGERS

Holani Consultants Private Limited, our Book Running Lead Manager, a SEBI registered Category 1 Merchant Banker having registration no. **INM000012467**. Given below is the statement on price information of past issues handled by Holani Consultants Private Limited.

TABLE 1: DISCLOSURE OF PRICE INFORMATION OF PAST ISSUES HANDLED BY HOLANI CONSULTANTS PRIVATE LIMITED

S. No.	Issuer Name	Issue Size (₹ In Lakh)	Issue Price (₹)	Listing Date	Opening Price on listing date	+/- % change in closing price, [+/- % change in closing benchmark]- 30 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] 90 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 180 th calendar days from listing
A. SME Issues								
1.	Network People Services Technologies Limited	1,369.60	80/-	August 10, 2021	83.95/-	-13.04% [6.69%]	-19.00% [9.88%]	-13.04% [7.59%]
2.	Cool Caps Industries Limited	1,162.80	38/-	March 24, 2022	35.90/-	74.09% [-0.29%]	192.90% [-10.51%]	409.75% [3.45%]
3.	Insolation Energy Limited	2,216.16	38/-	October 10, 2022	76.10/-	77.20% [5.25%]	40.00% [3.29%]	246.00% [3.18%]
4.	Shera Energy Limited	3,520.32	57/-	February 17, 2023	64.10/-	-9.81% [-4.70%]	69.39% [1.32%]	65.08% [8.48%]
5.	Infollion Research Services Limited	2,145.12	82/-	June 08, 2023	209/-	-6.25% [3.74%]	-2.64% [5.24%]	43.97% [11.92%]
6.	Goyal Salt Limited	1,862.76	38/-	October 11, 2023	130/-	24.21% [1.95]	26.67% [8.75%]	N.A.
B. Main Board Issues								
1.	Motisons Jewellers Limited	18,409.05	55/-	December 26, 2023	109/-	N.A.	N.A.	N.A.

Sources: All the shares price data is from: www.bseindia.com and www.nseindia.com

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

SD/-

Ashish Jain

Chief Financial Officer

Place: Jaipur

Date: February 15, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE COMPANY SECRETARY AND COMPLIANCE OFFICER OF OUR COMPANY

SD/-

Swati Jain

Company Secretary and Compliance Officer

Place: Jaipur

Date: February 15, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

SD/-

Vasudev Agarwal

Chairman and Managing Director

Place: Jaipur

Date: February 15, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

SD/-

Babita Agarwal

Whole Time Director

Place: Jaipur

Date: February 15, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

SD/-

Mohit Agarwal

Non-Executive Director

Place: Jaipur

Date: February 15, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

SD/-

Harsha Tinker

Non-Executive Independent Director

Place: Jaipur

Date: February 15, 2024

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Addendum is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements made in this Addendum are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

SD/-

Pratibha Soni

Non-Executive Independent Director

Place: Jaipur

Date: February 15, 2024