## **VALUATION REPORT**

on

Fair Value of Equity Shares

**TCC Concept Limited** 

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### **Valuation Analysis**

We refer to our Engagement Letter as independent valuers of **TCC Concept Limited** (the "Company"). In the following paragraphs, we have summarized our valuation Analysis (the "Analysis") of the business of the Company as informed by the management and detailed herein, together with the description of the methodologies used and limitation on our scope of work.

## 1 Context and Purpose

Based on discussion with the management, we understand that the Company is evaluating the possibility of Fair Value of Equity shares under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. In the context of the proposed transaction, the management requires our assistance in determining the Fair Value of Equity shares of the Company.

#### **Proposed Transaction:**

During the Financial Year 2024-25, Company is evaluating the possibility of issuing further securities to prospective investors. In this context, the management of **TCC Concept Limited** (the "Management") has requested us to estimate the fair value of the Equity Shares. - "Proposed Transaction".

# 2 Conditions and major assumptions

#### **Conditions**

The historical financial information about the Company presented in this report is included solely for the purpose to arrive at value conclusion presented in this report and it should not be used by anyone to obtain credit or for any other unintended purpose. Because of the limited purpose as mentioned in the report, it may be incomplete and may contain departures from generally accepted accounting principles prevailing in the country. We have not audited, reviewed or compiled the financial statements and express no assurance on them.

Readers of this report should be aware that a business valuation is based on future earnings potential that may or may not be materialised.

This report is only to be used in its entirety, and for the purpose stated in the report. No third parties should rely on the information or data contained in this report without the advice of their lawyer, attorney or accountant.

We acknowledge that we have no present or contemplated financial interest in the Company. Our fees for this valuation are based upon our normal billing rates, and not contingent upon the results or

the value of the business or in any other manner. We have no responsibility to modify this report for events and circumstances occurring subsequent to the date of this report.

We have, however, used conceptually sound and generally accepted methods, principles and procedures of valuation in determining the value estimate included in this report. The valuation analyst, by reason of performing this valuation and preparing this report, is not to require to give expert testimony nor to be in attendance in court or at any government hearing with reference to the matters contained herein, unless prior arrangements have been made with the analyst regarding such additional engagement.

#### **Assumptions**

The opinion of value given in this report is based on information provided by the management of the Company and other sources as listed in the report. This information is assumed to be accurate and complete.

We have relied upon the representations contained in the public and other documents in our possession and any other assets or liabilities except as specifically stated to the contrary in this report.

We have not attempted to confirm whether or not all assets of the business are free and clear of liens and encumbrances, or that the owner has good title to all the assets.

We have also assumed that the business will be operated prudently and that there are no unforeseen adverse changes in the economic conditions affecting the business, the market, or the industry. This report presumes that the management of the Company will maintain the character and integrity of the Company.

We have been informed by the management that there are no significant lawsuits or any other undisclosed contingent liabilities which may potentially affect the business, except as may be disclosed elsewhere in this report. We have assumed that no costs or expenses will be incurred in connection with such liabilities, except as explicitly stated in this report.

# 3 Background of the Company

TCC Concept Ltd is engaged in business of rendering real estate services, real estate broker and agent including but not limited to searching and identifying all type of properties namely commercial as well as residential as per the requirements of the client(s)/ customer(s) and also develop, license, offer on subscription basis technologies to facilitate / perform real estate services and in business of lead generation, appraisal of properties and asset hiring and renting on lease or commission basis including but not limited to leasing and subleasing of commercial and residential properties/ unit(s), IT park, furniture and fixtures.

TCC Concept Limited is holding company of Brantford Limited, ALTRR Software Services Limited and EMF Clinic Private Limited.

#### Further data of the company is as under:

CIN	L68200PN1984PLC222140
Company Name	TCC CONCEPT LIMITED
ROC Name	ROC Pune
Registration Number	222140
Date of Incorporation	07/11/1984
Email Id	compliance@tccltd.in
Registered Address	5th Floor, VB Capitol Building, Range Hill Road, Opp. Hotel Symphony, Bhoslenagar, Shivajinagar, Aundh, Pune, Haveli, Maharashtra, India, 411007
Address at which the books of account are to be maintained	5th Flr VB Capitol Bldg Range Hill, Opp Hotel Symphony Bhoslenagar, Aundh, Pune, Pune City, Maharashtra, India, 411007
Listed in Stock Exchange(s) (Y/N)	Yes
Category of Company	Company limited by shares
Subcategory of the Company	Non-government company
Class of Company	Public
ACTIVE compliance	ACTIVE Compliant
Authorised Capital (Rs)	25,00,00,000
Paid up Capital (Rs)	22,73,40,600
Date of last AGM	29/09/2023
Date of Balance Sheet	31/03/2023
Company Status	Active

#### **Directors and Key Managerial Persons:**

DIN/PAN	/PAN Name		Designation
*****3817A	Divya Reejwani	20/12/2022	Company Secretary
00119614	Rajesh Chandrakant Vaishnav	16/12/2022	Director
01733060	Umesh Kumar Sahay	02/12/2022	Managing Director
09054785	09054785 Gayathri lyer		Director
01873087 Abhishek Narbaria		16/12/2022	Director

02111646	Nikhil Dilipbhai Bhuta	16/12/2022	Director
02399121	Kunaal Deepak Agashe	05/08/2023	Director
*****6020E	Vishal Omprakash Sharma	14/06/2023	CFO

#### Shareholding Details as on the date of report

Particulars Particulars	No. of Shares	% Holding
Promoter & Promoter Group		
Umesh Kumar Sahay	70,96,724	31.22%
Abhishek Narbaria	60,91,282	26.79%
Akalpita Surendra Bedkihal	18	0.00%
Kedar Arvind Kulkarni	18	0.00%
Amit Narbaria	1,01,826	0.45%
Aditi Umesh Sahai	50,922	0.22%
Nikhil Dilipbhai Bhuta	2,03,662	0.90%
Navnit C M Parikh	100	0.00%
Shefali Chintan Parikh	3,760	0.02%
Public	91,85,748	40.41%
Total	2,27,34,060	100.00%

Face Value Per Share is Rs. 10.00/-

#### 4 Valuation Premise

The premise of value for our analyses is going concern value as there is neither a planned or contemplated discontinuance of any line of business nor any liquidation of the Company.

## 5 Valuation Date

The Analysis of the Fair Value of Equity share of TCC Concept Limited as on 13<sup>th</sup> July 2024 based on the Financials as on 30<sup>th</sup> June 2024.

## 6 Valuation Standards

The Report has been prepared in compliance with the internationally accepted valuation standards and valuation standard adopted by ICAI Registered Valuers Organisation.

# 7 Valuation Methodology and Approach

The standard of value used in the Analysis is "Fair Value", which is often defined as the price, in terms of cash or equivalent, that a buyer could reasonably be expected to pay, and a seller could reasonably be expected to accept, if the business were exposed for sale on the open market for a reasonable period of time, with both buyer and seller being In possession of the pertinent facts and neither being under any compulsion to act.

Valuation of a business is not an exact science and ultimately depends upon what it is worth to a serious investor or buyer who may be prepared to pay a substantial goodwill. This exercise may be carried out using various methodologies, the relative emphasis of each often varying with:

- whether the entity is listed on a stock exchange
- industry to which the Company belongs.
- past track record of the business and the ease with which the growth rate in cash flows to perpetuity can be estimated.
- Extent to which industry and comparable Company information is available.

The results of this exercise could vary significantly depending upon the basis used, the specific circumstances and professional judgment of the valuer. In respect of going concerns, certain valuation techniques have evolved over time and are commonly in vogue. These can be broadly categorised as follows:

#### 1. Asset Approach

#### **Net Asset Value Method ("NAV")**

The value arrived at under this approach is based on the audited financial statements of the business and may be defined as Shareholders' Funds or Net Assets owned by the business. The balance sheet values are adjusted for any contingent liabilities that are likely to materialise.

The Net Asset Value is generally used as the minimum break-up value for the transaction since this methodology ignores the future return the assets can produce and is calculated using historical accounting data that does not reflect how much the business is worth to someone who may buy it as a going concern.

#### 2. Market Approach

#### **Comparable Company Market Multiple Method**

Under this methodology, market multiples of comparable listed companies are computed and applied to the business being valued in order to arrive at a multiple based valuation. The difficulty here in the selection of a comparable company since it is rare to find two or more companies with the same product portfolio, size, capital structure, business strategy, profitability and accounting practices.

Whereas no publicly traded company provides an identical match to the operations of a given company, important information can be drawn from the way comparable enterprises are valued by public markets. In case of early stage company and different business model the problem aggravates further.

#### **Comparable Transactions Multiple Method**

This approach is somewhat similar to the market multiples approach except that the sales and EBITDA multiples of reported transactions in the same industry in the recent past are applied to the sales and EBITDA of the business being valued.

#### 3. Income Approach

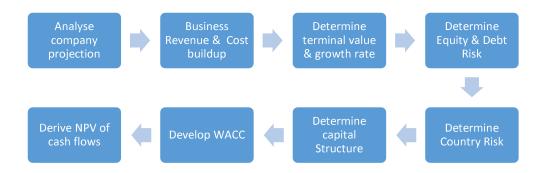
#### **Discounted Cash Flows - "DCF"**

DCF uses the future free cash flows of the company discounted by the firm's weighted average cost of capital (the average cost of all the capital used in the business, including debt and equity), plus a risk factor measured by beta, to arrive at the present value.

Beta is an adjustment that uses historic stock market data to measure the sensitivity of the Company's cash flow to market indices, for example, through business cycles.

The DCF method is a strong valuation tool, as it concentrates on cash generation potential of a business. This valuation method is based on the capability of a company to generate cash flows in the future. The free cash flows are projected for a certain number of years and then discounted at a discount rate that reflects a Company's cost of capital and the risk associated with the cash flows it generates. DCF analysis is based mainly on the following elements:

- Projection of financial statements (key value driving factors)
- The cost of capital to discount the projected cash flows.



#### **Valuation Methodology**

The application of any particular method of valuation depends on the purpose for which the valuation is done. Although different values may exist for different purposes, it cannot be too strongly emphasized that a valuer can only arrive at one value for one purpose.

In this case, the Company being a listed Company, we have considered valuation regulations applicable to preferential issue of Equity Shares as defined in Securities and Exchange Board of India (Issue of Capital & Disclosure) Regulations, 2018, the requirements of the Articles of Association of the Company and the provisions of the Companies (Share Capital and Debentures) Rules, 2014 (as amended).

**SEBI Regulations for requirement of Valuation:** 

# SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED

The relevant Regulations under SEBI (ICDR) are reproduced as under:

**Regulation 165.** Where the shares of an issuer are not frequently traded, the price determined by the issuer shall take into account the valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies:

Provided that the issuer shall submit a certificate stating that the issuer is in compliance of this regulation, obtained from an independent valuer to the stock exchange where the equity shares of the issuer are listed.

**Regulation 161**: "relevant date" means: a) in case of preferential issue of equity shares, the date thirty days prior to the date on which the meeting of shareholders is held to consider the proposed preferential issue:

Explanation: Where the relevant date falls on a weekend or a holiday, the day preceding the weekend, or the holiday will be reckoned to be the relevant date.

#### Regulation 166A (1): Other conditions for pricing

Any preferential issue, which may result in a change in control or allotment of more than five per cent. of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price:

Provided that the floor price, in such cases, shall be higher of the floor price determined under sub-regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

Provided further that if any proposed preferential issue is likely to result in a change in control of the issuer, the valuation report from the registered valuer shall also cover guidance on control premium, which shall be computed over and above the price determined in terms of the first proviso.

In the instant case, based on the nature of business of the Company, availability of data and generally acceptable valuation methodologies, company being a listed entity we have valued the Equity using the weighted average of Asset Approach -Nav Method, market Approach -CCM, Income Approach - DCF Method is considered.

Our choice of methodology and valuation has been arrived using usual and conventional methodologies adopted for purposes of a similar nature and our reasonable judgment, in an independent and bona fide manner based on our previous experience of assignments of similar nature.

Net Asset Value (Refer Annexure 1)

Discounted Cash Flow (Refer Annexure 2)

Comparable Company Method (Refer Annexure 3)

#### 8 Source of Information

The Analysis is based on trading prices and volumes as available in the public domain. Specifically, the sources of information include:

Historical Data of Trading Price and Volume traded of the stock on Bombay Stock Exchange

Further, we have also been informed by the Company that.

- 1. The Equity Shares of the Company are listed on the Bombay Stock Exchange.
- The Equity Shares are infrequently traded on the Bombay Stock Exchange and does not meet the
  definition of Frequently traded shares as per Securities and Exchange Board of India (Issue of
  Capital and Disclosure Requirements) Regulations, 2018, as amended.

- 3. The Company is proposing to hold Extraordinary General Meeting of Members on 12<sup>th</sup> August 2024 to approve the proposed preferential issue and hence, the relevant date is 13<sup>th</sup> July 2024.
- 4. The present issue of Equity Shares shall not result in change in control of the Company.
- 5. Provisional Financials as on 30<sup>th</sup> June 2024.
- 6. Management certified projected financial statements for period of 5 years for the year ending FY25 to FY29.
- 7. Details of Shareholding and numbers of Equity Shares as on valuation date.

In addition to the above, we have also obtained such other information and explanations from the Company as were considered relevant for the purpose of the valuation. It may be mentioned that the Management has been provided the opportunity to review our draft report as part of our standard practice to make sure that factual inaccuracies are avoided in our final report.

## 9 Caveats

Provision of valuation recommendations and considerations of the issues described herein are areas of our regular corporate advisory practice. The services do not represent accounting, assurance, financial due diligence review, consulting, transfer pricing or domestic/international tax-related services that may otherwise be provided by us.

We have relied on data from Recognized Stock Exchange. This source is considered to be reliable and therefore, we assume no liability for the accuracy of the data.

The valuation worksheets prepared for the exercise are proprietary to the Valuer and cannot be shared. Any clarifications on the workings will be provided on request, prior to finalizing the Report, as per the terms of our engagement.

The scope of our work has been limited both in terms of the areas of the business and operations which we have reviewed and the extent to which we have reviewed them.

The Valuation Analysis contained herein represents the value only on the date that is specifically Stated in this Report.

We have no present or planned future interest in the Company and the fee for this Report is not contingent upon the values reported herein.

Our Valuation analysis should not be construed as investment advice; specifically, we do not express any opinion on the suitability or otherwise of entering into any transaction with the Company.

Our Report is not nor should it be construed as our opining or certifying the compliance with the provisions of any law / standards including company, foreign exchange regulatory, accounting and taxation (including transfer pricing) laws / standards or as regards any legal, accounting or taxation implications or issues.

Our Report and the opinion / valuation analysis contained herein is not nor should it be construed as advice relating to investing in, purchasing, selling or otherwise dealing in securities. This report does not in any manner address, opine on or recommend the prices at which the securities of the Company could or should transact.

## 10 Distribution of Report

The Analysis is confidential and has been prepared exclusively for **TCC Concept Limited**. It should not be used, reproduced or circulated to any other person or for any purpose other than as mentioned above, in whole or in part, without the prior written consent of the valuer. Such consent will only be given after full consideration of the circumstances at the time. However, we do understand that the report will be shared according to the terms of SEBI ICDR Regulation, 2018.

## 11 Opinion on Fair Value of Equity Shares

Based on our valuation exercise Fair Value of the Equity Shares as on 13<sup>th</sup> July 2024 is as under:

Method	in INR
Price determined under the valuation report from the independent registered valuer as per Regulation 165 & 166A of SEBI (ICDR) Regulations, 2018	352.00

Method	Value per share	Weight	Product
Asset Approach (*)	46.23	0	0.00
Market Approach - (P/BV) (**)	128.85	0	0.00
Income Approach (***)	352.00	1	352.00
Market Price (#)	0.00	0	0.00
	Weight Average Value per share		352.00

<sup>(\*)</sup> Value per Share as per Asset Approach is lower than Price as per Income Approach., therefore no weightage is given to Asset Approach

#### **Control Premium**

#### **REGULATION 166A (1): OTHER CONDITIONS FOR PRICING-**

Any preferential issue, which may result in a change in control or allotment of more than five per cent. of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price:

Provided that the floor price, in such cases, shall be higher of the floor price determined under sub-regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

<sup>(\*\*)</sup> Value per share as per Market Approach is lower than Income Approach and not reflecting true potential of the company, hence no weightage is considered for Market Approach

<sup>(\*\*\*)</sup> Under Income Approach, DCF method is considered.

<sup>(#)</sup> As company is infrequently traded, accordingly market price is not considered.

Provided further that if any proposed preferential issue is likely to result in a change in control of the issuer, the valuation report from the registered valuer shall also cover guidance on control premium, which shall be computed over and above the price determined in terms of the first proviso.

Considering requirement given under regulation 165 & 166A (1) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and Articles of association of the Company, we have determined the fair Value of Equity Shares as per Regulation 165 read with Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and the fair price for subscription will be Rs. 352.00/- per equity shares of Rs, 10/- each.

In continuation with the said valuation report drawn as per regulation 165 of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, we further state that some allottees who proposed to be subscribe/ allot equity shares mentioned herein above more than 5 % of the proposed enhanced capital: -

However, the post % of the allotment considering the fully allotted shares capital, none of the allottees is subscribing more than 5% and as a group their diluted shareholding post allotment is not exceeding 5% of the enhanced capital. Hence, open offer is not applicable.

We hereby confirm and certify that the valuation Report prepare as per Regulation 165 of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 should be treated as valuation Report prepared under Regulation 166A(1) of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 which is read as under:

"Any preferential issue, which may result in a change in control or allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price".

We trust the above meets your requirements. Please feel free to contact us in case you require any additional information or clarifications.

RV REGN. No

Yours faithfully

Bhavesh M Rathod Chartered Accountants

M No: 119158

Registered Valuer - Securities or Financial Assets

(Reg No: IBBI/RV/06/2019/10708)

Date: 13<sup>th</sup> July 2024 Place: Mumbai

UDIN: 24113158BKAFDQ4783

# 12 Annexure 1

## Asset Approach - Net Asset Method as on 30<sup>th</sup> June 2024

(INR Lakhs)

Particulars		Amount
Assets		7
Non-Current Assets		
Property, Plant & Equipment		1,629.80
CWIP		817.28
Deferred tax Assets (Net)		84.07
Non-Current Investments		2,590.00
Current Assets		
Deposits		1,818.08
Inventories		600.79
Trade receivables		2,877.29
Cash and cash equivalents		38.42
Short Term Loans & Advances		47.35
Other Current Assets		941.04
Total Assets	Α	11,444.12
Non-Current Liabilities		
Long Term Borrowings		-0.81
Lease Liabilities		410.53
Other Non-Current Liabilities		11.61
Current liabilities		
Trade payables		-231.01
Short-term provisions		782.20
Other Current Liabilities		-38.34
Total Liabilities	В	934.18
Net Worth	A - B	10,509.93
No. of Equity Shares	С	2,27,34,060
Value Per Share	(A -B) / C	46.23

## 13 Annexure 2

Income Approach - Discounted Cash Flows

We have been provided with the business projection of the Company for **Five years** by the Management, which we have considered for our Analysis. Accordingly, the projected free cash flows to Equity ("FCFE") based on these financial statements is set out below:

(INR Lakhs)

(min zani				,			
Number of Months		9	12	12	12	12	
Particulars		FY25	FY26	FY27	FY28	FY29	TV
PAT		-188.30	8,751.65	14,587.46	25,447.71	28,693.03	29,266.89
Add: Depreciation		839.99	1,101.18	1,224.07	1,318.79	1,414.01	1,442.29
Less: Capex		-2,784.29	-1,466.56	-1,537.55	-1,637.16	-1,758.63	
(Increase)/ decrease in working capital		1,951.61	-624.89	-1,836.70	-3,389.53	-4,320.05	-1,722.12
Free cash flow to firm ('FCFF')		-180.99	7,761.37	12,437.28	21,739.82	24,028.36	28,987.07
Net Debt Taken / (Repaid)		0.81	0.00	0.00	0.00	0.00	
Other Non-Current Liability		5.80	0.35	0.36	0.36	0.92	
Free cash flow to Equity ('FCFE')		-174.38	7,761.72	12,437.64	21,740.18	24,029.28	28,987.07
Annual factor		0.75	1.00	1.00	1.00	1.00	
Discounting period (end year)		0.75	1.75	2.75	3.75	4.75	
PV factor	24.09%	0.85	0.69	0.55	0.45	0.36	
PV of FCFE		-148.29	5,319.16	6,868.79	9,675.26	8,617.82	

PV of FCFE for the horizon period	30,332.74	Α
FCFE for terminal year	28,987.07	
WACC	24.09%	
Perpetuity Growth	2.00%	
Capitalisation Rate	22.09%	
Gross terminal value	1,31,212.00	
PV factor	0.36	
PV of terminal value	47,057.63	В
Enterprise value	77,390.37	A+B
Add: Investments	2,590.00	
Add: Cash & Bank	38.42	

Fair Value of Equity	80,018.78	
No of Share (*)	2,27,34,060	
Value Per Share (in INR)	351.98	
Value Per Share (in INR) (R/off)	352.00	

(\*) Total Number of Shares as on date of Report

#### **Assumptions**

Cost of Equity	24.09 %
Long Term Growth Rate	2.00 %
Market Return (Rm)	15.09 %

#### **Terminal Value**

The terminal value refers to the present value of the business as a going concern beyond the period of projections up to infinity. This value is estimated by taking into account expected growth rates of the business in future, sustainable capital investments required for the business as well as the estimates growth rate of the industry and economy. Based on dynamics of the sector and discussions with the Management we have assumed a terminal growth rate of 2.00 % for the Company beyond the projections periods. The cash flows of Rs. 28,987.07 Lakhs have been used to determine the terminal value. Based on these assumptions the terminal value has been calculated at Rs. 1,31,212.00 Lakhs.

Using these cash flows and a discount rate of **24.09** %, we estimate the equity value of the Company Rs. **80,018.78** Lakhs.

#### **Discount Factor**

#### **Organisation Specific Discount Rate**

- Cost of Equity of 24.09 % is taken as Discounting rate, calculated using,
  - Historical Market Return of BSE 500 from February 01, 1999, to June 28, 2024, is 15.09 %
  - We have considered Premium of 9.00 % towards risk and illiquidity.

	Rate	Source
Market Return (Rm)	15.09 %	Return of BSE 500 for the period of Feb 01, 1999, to June 28, 2024.
Company Specific Risk	9.00%	Contingency of revenues, projected high profitability, achievability of projections

# 14 Annexure 3

## **Comparable Company Method (CCM)**

Particulars	EV/BV
Ratios as per Listed Peer Companies (Note 1)	2.79
Net Worth of the Company (in INR Lakhs)	10,509.93
Equity Value (in INR Lakhs)	29,293.29
No. of Shares (*)	2,27,34,060
Value per share (in INR)	128.85

<sup>(\*)</sup> Total Number of Shares as on date of Report

Note 1: P/BV Multiple of Listed Peer Company

Particulars	P/BV	
Info Edge (India) Ltd		2.87
Fortis Malar Hospitals Ltd		1.07
Bijoy Hans Ltd		2.04
Prestige Estates Projects Ltd		6.29
DLF Ltd		5.15
Average		3.48
Size Discount	@20%	0.70
Adjusted Average		2.79