

INDO - SWISS CENTRE OF EXCELLENCE

INDO - SWISS CENTRE OF EXCELLENCE (“Company” or “Issuer”) was registered and incorporated in Pune, Maharashtra on 12th May 2016, as a Private Limited Company under Section 8 of the Companies Act, 2013, pursuant to a Certificate of Incorporation issued by the Registrar of Companies, Maharashtra at Pune (“RoC”). For more information about our Company, please refer to “General Information” and “History and Main Objects” on pages 21 and 57, respectively, of this Draft Fund-Raising Document.

Registered Office: 3A, 3rd Floor, Vascon Weikfield Chamber Nagar Road, Pune, Pune, Maharashtra, India, 411014

Registered Office	Skilling Centre	Contact Person	Email and telephone	Website
3A, 3 rd Floor, Vascon Weikfield Chambers Nagar Road, Pune, Pune, Maharashtra, India, 411014	Survey No. 365/366/368, Koregaon Bhima Dist. Pune, Maharashtra - 412216	Mr. Bhaskar Gijare Compliance Officer	9172221830 and sunil_gijare@weikfield.com	https://indoswissce.com/
PAN: AAECI1292B				
COMPLIANCE OFFICER: Bhaskar Gijare REGISTRATION ON SOCIAL STOCK EXCHANGE SEGMENT OF BSE LIMITED “BSE SSE”: The Company is registered as a Not-for-Profit Organization (NPO) on the BSE Social Stock Exchange under Registration No. BSESSENPO0078. The initial registration became effective on January 27, 2025, and the registration has since been renewed, with validity extending up to January 27, 2027, subject to compliance with all the rules, byelaws and regulations of the BSE SSE and applicable laws, as amended from time to time.				
PUBLIC ISSUE BY OUR COMPANY OF ZERO COUPON ZERO PRINCIPAL INSTRUMENTS OF FACE VALUE ₹ 1/- EACH (“ZCZP INSTRUMENTS”), AGGREGATING UP TO ₹ 5/- Crore (“ISSUE SIZE” AND SUCH PUBLIC ISSUE HEREIN REFERRED TO AS THE “ISSUE”) THROUGH THIS DRAFT FUND-RAISING DOCUMENT AND THE FINAL FUND-RAISING DOCUMENT. THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (“SEBI ICDR REGULATIONS”), READ WITH THE SEBI CIRCULAR DATED SEPTEMBER 19, 2022, BEARING REFERENCE NO. SEBI/HO/CFD/POD-1/P/CIR/2022/120 (“SSE FRAMEWORK CIRCULAR”) AND CIRCULAR DATED DECEMBER 28, 2023, BEARING REFERENCE NO. SEBI/HO/CFD/POD- 1/P/CIR/2023/196 (“SSE FRAMEWORK CIRCULAR”), THE GUIDELINES ISSUED BY THE BSE LIMITED (“BSE”) NOTIFYING THE NORMS FOR REGISTRATION, ISSUE AND LISTING OF ZCZP INSTRUMENTS BY NPOs ON BSE SOCIAL STOCK EXCHANGE, CONTENTS OF THE DRAFT FUND-RAISING DOCUMENT/ FINAL FUND-RAISING DOCUMENT (COLLECTIVELY, “BSE NORMS”), THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER, EACH AS AMENDED TO THE EXTENT NOTIFIED AND APPLICABLE				
AS PER THE SEBI REGULATIONS, MINIMUM ISSUE SIZE SHALL BE ₹ 50.00/- LAKHS, MINIMUM APPLICATION SIZE SHALL BE ₹ 1,000/- AND MINIMUM SUBSCRIPTION FOR THIS ISSUE SHALL BE 75% OF THE ISSUE SIZE I.E., ₹ 3.75/- Crores. OUR COMPANY IS IN AND SHALL BE IN COMPLIANCE WITH THE AFOREMENTIONED REGULATIONS.				

REGISTRAR TO THE ISSUE



KFin Technologies Limited

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Investor Grievance email: einward.ris@kfintech.com

Website: www.kfintech.com

CIN: L72400MH2017PLC444072

ISSUE OPENS ON: [●]

*The Issue shall remain open for subscription on Working Days from 10 a.m. to 5 p.m. (Indian Standard Time) during the period indicated in this Draft Fund-Raising Document, except that the Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company, subject to relevant approvals. On the Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (Indian Standard Time). For further details, please refer to section titled “General Information” on page 21 of this Draft Fund-Raising Document.

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SECTION I - GENERAL DEFINITIONS AND ABBREVIATIONS

This Draft Fund-Raising Document uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the meaning ascribed to such definitions and abbreviations set forth herein. References to any legislation, act, regulation, rules, guidelines, clarifications or policies shall be to such legislation, act, regulation, rules, guidelines, clarifications or policies as amended, supplemented or re-enacted from time to time until the date of this Draft Fund Raising Document, and any reference to a statutory provision shall include any subordinate legislation notified from time to time pursuant to such provision.

The words and expressions used in this Draft Fund-Raising Document but not defined herein shall have, to the extent applicable, the same meaning ascribed to such words and expressions under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, the Companies Act, 2013, the Securities Contracts (Regulation) Act, the Depositories Act, BSE Norms and the rules and regulations notified thereunder.

General Terms

Term	Description
“We”, “Company”, “the Company”, “ISCE”, “NPO” or “Issuer”	INDO - SWISS CENTRE OF EXCELLENCE, a company incorporated under Section 8 of the Companies Act, 2013 as a Non-Profit Organization and having its Registered Office at Unit 3A, 3 rd Floor, Vascon Weikfield Chamber Nagar Road, Pune, Pune, Maharashtra, India, 411014
“Advisor to the Issue”	3i PRO VALUERS & INSOLVENCY PROFESSIONALS PRIVATE LIMITED No. 19/3(8/3), Moosa Street, Thygarayanagar, Chennai, Tamil Nadu, India, 600017. Mobile No: +91 98404 83269 Email ID: 3iprovip@gmail.com
“Articles” or “Articles of Association” or “AoA”	The Articles of Association of our Company, as amended.
Audited Financial Statements	The audited financial statements of our Company for the financial years ended March 31, 2025, March 31, 2024, and March 31, 2023, have been prepared in conformity with Indian GAAP.
Auditors or Statutory Auditors	M/s. KHANDELWAL JAIN & ASSOCIATES 1 st Floor, Alankar Cinema Building, Near Railway Station, Pune - 411 001, Maharashtra, India, +91 (020) 26140566/67 7, Email Info@khandelwaljain.com
Board or Board of Directors or our Board of Directors or Directors	The Board of Directors of our Company as constituted from time to time. For details of our Board of Directors, please refer page 66 of chapter “Our Management” of this Draft Fund-Raising Document.
CEO and Compliance Officer	Bhaskar Gijare
“Corporate Social Responsibility” or “CSR”	Corporate Social Responsibility as defined under Section 135 of the Companies Act, 2013
Company Secretary	The Company Secretary of our Company is Mr. Gaurav Bhutada.

Group Companies	Group Companies as defined under Regulation 2(1)(t) of the SEBI ICDR Regulations, to include such companies (other than our Promoters and Subsidiaries) with which there were related party transactions, during the period for which financial information is disclosed in this Draft Fund Raising Document, as covered under the applicable accounting standards and also other companies as considered material by our Board.
“Key Managerial Personnel” or “KMP”	Key managerial personnel of our Company in terms of Regulation 2(1) (bb) of the SEBI ICDR Regulations, together with the Key Managerial Personnel of our Company in terms of Section 2(51) of the Companies Act, 2013 and as disclosed in the chapter “ <i>Our Management</i> ” on page 66 of this Draft Fund-Raising Document.
MoA or Memorandum	Memorandum of Association of our Company, as amended.
Promoters	The Promoters of the Company being Four Entities i.e. Weikfield Products Corporation LLP, Syngenta Foundation India, Sulzer India Pvt Ltd and Burckhardt Compressions Pvt Ltd represented by the respective Nominees of the said Entities For details, please refer to the section titled “ <i>Our Promoters</i> ” on page 74 of this Draft Fund-Raising Document.
Promoter Group	Includes such persons and entities constituting the promoter group of our Company pursuant to Regulation 2 (1) (pp) of the SEBI ICDR Regulations, 2018.
Registered Office	Registered office of our Company is situated at 3A, 3 rd Floor, Vascon Weikfield Chamber Nagar Road, Pune, Pune, Maharashtra, India, 411014
Roc/Registrar of Companies	Registrar of Companies – Pune, Maharashtra.
Shareholders	The company is limited by Guarantee.

Issue Related Terms

Term	Description
Allotment Advice	The communication sent to the Allottees conveying the details of ZCZP Instruments allotted to the Allottees in accordance with the Basis of Allotment.
Allotment or Allot or Allotted	Unless the context otherwise requires, the allotment of ZCZP Instruments to the successful Applicants pursuant to the Issue.
Allottee(s)	The successful Applicant to whom the ZCZP Instruments are Allotted either in full or part, pursuant to the Issue.
Applicant or Investor	Institutional Investors and Non-Institutional Investors, who apply for issuance and Allotment of ZCZP Instruments pursuant to the terms of this Draft Fund-Raising Document and the Application Form. For details of ineligible investors, please see “ <i>Issue Procedure</i> ” on page 189 of this Draft Fund-Raising Document.

Application(s)	An application (whether physical or electronic) to subscribe to the ZCZP Instruments offered pursuant to the Issue by (a) submission of a Physical Application Form, or (b) submission of a valid Application Supported by Blocked Amount (ASBA) Application Form and authorizing an Self-certified syndicate banks (SCSB) to block the Application Amount in the ASBA Account, or (c) blocking the Application Amount using the UPI Mechanism, where the bid amount will be blocked upon acceptance of UPI Mandate Request by retail investors for an Application Amount of up to ₹5,00,000; which will be considered as the application for Allotment in terms of this Draft Fund-Raising Document.
Application Amount	The aggregate value of the ZCZP Instruments applied for, as indicated in the Application Form for the Issue, which shall not be lesser than ₹1,000/-
Application Form(s)	From in terms of which an Applicant shall make an offer to subscribe to ZCZP Instruments through the physical process which will be considered as the Application for Allotment of ZCZP Instruments in terms of this Draft Fund-Raising Document.
ASBA Application Form or ASBA Form(s) or ASBA Application(s)	(a) form in terms of which an Applicant shall make an offer to subscribe to ZCZP Instruments through the online ASBA process in terms of the BSE Circular, which will be considered as the Application for Allotment of ZCZP Instruments in terms of this Final Fund Raising Document, or (b) form in terms of which an Applicant shall make an offer to subscribe to ZCZP Instruments through the UPI Mechanism in terms of the BSE March, 2025 Circular, which will be considered as the Application for Allotment of ZCZP Instruments in terms of this Final Fund Raising Document.
ASBA Account	An account maintained with a SCSB and specified in the ASBA Application Form which will be blocked by such SCSB to the extent of the Application Amount mentioned in the Application Form by an Applicant and will include a bank account of a retail individual investor linked with UPI, for retail individual investors submitting application value up to ₹ 5,00,000/-
ASBA Account Number	The bank account number maintained with a SCSBs which is specified by the Applicant in the Application Form and from which the Application Amount shall be blocked for subscribing to the ZCZP Instruments.
Banker(s) to the Issue	The Escrow Collection Bank(s) as mentioned in this Draft Fund Raising Document.
Basis of Allotment	The basis on which ZCZP Instruments will be allotted to applicants as described in "Issue Procedure - Basis of Allotment" on page 226 of this Draft Fund-Raising Document.
Category I Investors	<ul style="list-style-type: none"> • Public financial institutions scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorized to invest in ZCZP Instruments. • Provident funds and pension funds are each with a minimum corpus of ₹250 million, superannuation funds and gratuity funds, which are authorized to invest in the ZCZP Instruments; • Alternative Investment Funds, subject to investment conditions

	<p>applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012, which are authorised to invest in the ZCZP Instruments;</p> <ul style="list-style-type: none"> • Resident venture capital funds registered with SEBI, which are authorised to invest in the ZCZP Instruments; • Insurance companies registered with the IRDAI, which are authorised to invest in the ZCZP Instruments; • State industrial development corporations, which are authorised to invest in the ZCZP Instruments; • Insurance funds set up and managed by the army, navy, or air force of the Union of India, which are authorised to invest in the ZCZP Instruments; • Insurance funds set up and managed by the Department of Posts, the Union of India, which are authorised to invest in the ZCZP Instruments; • Systemically important non-banking financial companies, which are authorised to invest in the ZCZP Instruments; • National Investment Fund set up by resolution no. F.No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India, which are authorised to invest in the ZCZP Instruments; and • Mutual funds registered with SEBI, which are authorised to invest in the ZCZP Instruments. <p>This shall not include investors who are not eligible to invest in ZCZP Instruments. For further details, see “Issue Procedure” on page 189 of this Draft Fund-Raising Document.</p>
Category II Investors	<ul style="list-style-type: none"> • Companies within the meaning of Section 2(20) of the Companies Act, 2013, which are authorized to invest in the ZCZP Instruments. • Statutory bodies/ corporations and societies registered under the applicable laws in India and authorized to invest in the ZCZP Instruments. • Co-operative banks and regional rural banks, which are authorized to invest in the ZCZP Instruments. • Trusts including public/private charitable/religious trusts which are authorized to invest in the ZCZP Instruments. • Scientific and/or industrial research organizations, which are

	<p>authorized to invest in the ZCZP Instruments.</p> <ul style="list-style-type: none"> Partnership firms in the name of the partners, which are authorized to invest in the ZCZP Instruments. Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009), which are authorized to invest in the ZCZP Instruments. Association of Persons, which are authorized to invest in the ZCZP Instruments; and Any other incorporated and/ or unincorporated body of persons, which are authorized to invest in the ZCZP Instruments. <p>This should not include investors who are not eligible to invest in ZCZP Instruments. For further details, see “Issue Procedure” on page 189 of this Draft Fund-Raising Document</p>
Category III Investors	<ul style="list-style-type: none"> Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above ₹10,00,000/- across all ZCZP Instruments, which are authorized to invest in the ZCZP Instruments. This should not include investors who are not eligible to invest in ZCZP Instruments. For further details, see “Issue Procedure” on page 189 of this Draft Fund-Raising Document.
Category IV Investors	<ul style="list-style-type: none"> Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating Upto and including ₹10,00,000/- across all ZCZP Instruments in the Issue and shall include Retail Individual Investors, who have submitted bid for an amount not more than ₹5,00,000/- in any of the bidding options in the Issue (including HUFs applying through their karta and does not include NRIs), which are authorised to invest in the ZCZP Instruments though UPI Mechanism. This shall not include investors who are not eligible to invest in ZCZP Instruments. For further details, see “Issue Procedure” on page 189 of this Draft Fund-Raising Document.
Client ID	<ul style="list-style-type: none"> Client identification number maintained with one of the Depositories in relation to the demat account.
Issue Size	Up to ₹ 5 crores.
Mutual Fund	Mutual funds registered with SEBI under the Securities and Exchange Board of India (Mutual Fund) Regulations, 1996.

Not for Profit Organization or NPO	Not for Profit Organization shall have the same meaning as prescribed under Regulation 292A(e) of the SEBI ICDR Regulations, 2018.
“Objects”	Objects of this Issue as set out in the section titled “Objects of the Issue” on page 29 of this Draft Fund-Raising Document.
“Offer Document”	This Draft Fund-Raising Document, the Final Fund-Raising Document and Application Form.
“Prospectus”	The Final Fund-Raising Document to be filed with the RoC in accordance with Section 26 of the Companies Act, 2013 containing, inter alia, the Issue opening and closing dates and other information.
Objects	Objects of this Issue as set out in the section titled “Objects of the Issue” on page 29 of this Draft Fund-Raising Document.
Offer Document	The Draft Fund- R a i s i n g Document, this Draft Fund- R a i s i n g Document, and Application Form.
Physical Application Form(s)	Form in terms of which an Applicant shall make an offer to subscribe to ZCZP Instruments through the physical process which will be considered as the Application for Allotment of ZCZP Instruments in terms of this Draft Fund-Raising Document.
Register of ZCZP Instrument holders	The register of ZCZP Instrument holders maintained by the Issuer in accordance with the provisions of the Companies Act, 2013 and by the Depositories in case of ZCZP Instrument held in dematerialized form, and/or the register of ZCZP Instrument Holders maintained by the Registrar.

Conventional and General Terms or Abbreviations

Term/ Abbreviation	Description/Full Form
₹, Rupees, INR or Indian Rupees	Indian Rupees
AGM	Annual General Meeting
AIF or Alternative Investment Fund(s)	An alternative investment fund as defined in and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 as amended from time to time.
ASBA	Application Supported by Blocked Amount
CDSL	Central Depository Services (India) Limited
CIN	Corporate Identification Number
Companies Act/ Companies Act, 2013	Companies Act, 2013, as applicable, along with the relevant rules, regulations, clarifications and modifications made thereunder.
Companies Act, 1956	Companies Act, 1956, along with the relevant rules framed thereunder.
Depositories	CDSL and NSDL
Depositories Act	Depositories Act, 1996, read with the rules, regulations, amendments and modifications notified thereunder.
DIN	Director Identification Number
DP ID	Depository Participant's Identification
DP or Depository Participant	Depository Participant as defined under the Depositories Act, 1996.
Financial Year, Fiscal or FY or for the Fiscal Year Ended	Unless stated otherwise, the period of 12 months commencing on April 1 of the immediately preceding calendar year and ending March 31 of that particular calendar year.
GoI or Government or Central Government	Government of India
GIR	General Index Register number
HUF	Hindu Undivided Family
IFSC	Indian Financial System Code
India	Republic of India
Indian GAAP or IGAAP	Generally Accepted Accounting Principles in India notified under Section 133 of the Companies Act, 2013, read with the Companies (Accounting Standards) Rules, 2021 (as amended).
IRDAI	Insurance Regulatory and Development Authority of India
IST	Indian Standard Time
MICR	Magnetic Ink Character Recognition
NACH	National Automated Clearing House
N/A or N.A.	Not applicable
NEFT	National Electronic Fund Transfer
NGO	Non-Governmental Organization

NSDL	National Securities Depository Limited
BSE	Bombay Stock Exchange

Term/ Abbreviation	Description/Full Form
BSE Norms	Norms for issue and listing of ZCZP Instruments by NPOs on BSE Social Stock Exchange and contents of the draft fund-raising document/fund raising document.
BSE Social Stock Exchange or BSE SSE	Social stock exchange segment of BSE
PAN	Permanent Account Number
RoC	Registrar of Companies
RTGS	Real Time Gross Settlement
SCRA	Securities Contracts Regulation Act, 1956, as amended.
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended.
SEBI	Securities and Exchange Board of India
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended.
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012, as amended from time to time.
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.
SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018, as amended.
Social Enterprise	As per Chapter X-A as inserted by the SEBI (ICDR) (Third Amendment) Regulations, 2022 w.e.f. July 25, 2022. "Social Enterprise" means either a Not-for-Profit Organization or a For Profit Social Enterprise that meets the eligibility criteria specified under Chapter X-A of the SEBI (ICDR) Regulations.
State Government	The government of a state in India
Stock Exchanges	BSE Social Stock Exchange
UAN	Unique Application Number
VDC	Village Development Committee(s)
Year or Calendar Year	Unless the context otherwise requires, it shall mean the 12-month period commencing from January 1 and ending on December 31.

Notwithstanding the foregoing, the terms defined as part of "General Information", "Risk Factors", "Main Provisions of Articles of Association", "Financial Information" and "Other Regulatory and Statutory Disclosures" on pages 21, 12, 227, 79, 166 respectively of this Draft Fund Raising Document shall have the meaning ascribed to them as part of the aforementioned sections.

CERTAIN CONVENTIONS, USE OF FINANCIAL, INDUSTRY AND MARKET DATA AND CURRENCY OF PRESENTATION

Certain Conventions

All references to “India” contained in this Draft Fund-Raising Document are to the Republic of India and its territories and possessions and all references herein to the “Government”, “Indian Government”, “GoI”, “Central Government” or the “State Government” are to the Government of India, Central or State, as applicable.

Unless otherwise specified, any time mentioned in this Draft Fund-Raising Document is in Indian Standard Time (“IST”). Unless indicated otherwise, all references to a ‘year’ in this Draft Fund-Raising Document are to a calendar year.

Page Numbers

Unless stated otherwise, all references to page numbers are to the page numbers of this Draft Fund-Raising Document.

Presentation of Financial Information Financial Data

Our Company’s financial year commences on April 1 of the immediately preceding calendar year and ends on March 31 of that particular calendar year. Accordingly, unless the context requires otherwise, all references to a particular financial year or fiscal year are to the 12-month period commencing on April 1 of the immediately preceding Calendar Year and ending on March 31 of that particular Calendar Year and all references to a Year in this Draft Fund-Raising Document are to a Calendar Year.

Unless stated otherwise or the context requires otherwise, the financial information in this Draft Fund-Raising Document is derived from our Audited Financial Statement. The Audited Financial Statement of the Company which comprise of the Audited Balance Sheet as at March 31, 2025, March 31, 2024 and March 31, 2023, the audited Statement of Income and Expenditure for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and the notes forming part of the financial statements for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and other explanatory information relating to such financial periods, have been prepared in accordance with Indian GAAP and have been audited by **M/s. KHANDELWAL JAIN & ASSOCIATES** and are included in the section titled “*Financial Information*” on page 79 of this Draft Fund Raising Document.

Currency and Unit of Presentation

All references to Rupees or ₹ or INR or Rs. are to Indian Rupee, the official currency of the Republic of India.

Except stated otherwise, Our Company has presented certain numerical information in this Draft Fund-Raising Document in ‘lakh’ and ‘crores’ units or in whole numbers. One lakh represents 1,00,000 and one crore represents 1,00,00,000. Certain figures contained in this Draft Fund-Raising Document, including financial information, have been subject to rounding adjustments. Unless set out otherwise, all figures in decimals, including percentage figures, have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, any figures sourced from third party industry sources may be rounded off to other than two decimal points to conform to their respective sources.

TIME

Unless indicated otherwise, any time mentioned in this Draft Fund Raising Document is in Indian Standard Time (“IST”).

USE OF INDUSTRY & MARKET DATA

Unless stated otherwise, industry and market data and forecast used throughout this Draft Fund Raising Document was obtained from Internal Company Reports, data, websites, Industry publications report as well as Government Publications. Industry publication data and website data generally state that the information contained therein has been obtained from sources believed to be reliable, but that their accuracy and completeness and underlying assumptions are not guaranteed and their reliability cannot be assured.

Although, we believe industry and market data used in this Draft Fund-Raising Document is reliable, such industry and market data has not been independently verified by us or any of their affiliates. There are no standard data gathering methodologies in the industry in which we conduct our operations, methodologies and assumptions may vary widely among different market and industry sources.

General Risk

Investment in zero coupon zero principal instruments is risky and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking a subscription decision, investors must rely on their examination of the issue including the risks involved in it.

Specific attention of investors is invited to statement of risk factors contained under section “*Risk Factors*” on page 12 of this Draft Fund-Raising Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the ZCZP Instruments or investor’s decision to purchase such securities.

FORWARD LOOKING STATEMENTS

Certain statements contained in this Draft Fund-Raising Document that are not statements of historical fact constitute “forward-looking statements”. Investors can generally identify forward-looking statements by terminology such as “aim”, “anticipate”, “believe”, “continue”, “could”, “estimate”, “expect”, “intend”, “may”, “objective”, “plan”, “potential”, “project”, “pursue”, “shall”, “seek”, “should”, “will”, “would”, or other words or phrases of similar import. Similarly, statements that describe our strategies, objectives, plans or goals are also forward-looking statements. All statements regarding our expected financial conditions, results of operations, social impacts, number of beneficiaries and prospects may be akin to forward-looking statements. These forward-looking statements include statements as to matters discussed in this Draft Fund-Raising Document that are not historical facts.

These forward-looking statements are based on our current plans, estimates and expectations and actual results may differ materially from those suggested by such forward-looking statements. All forward-looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Important factors that could cause actual results, including our financial conditions and results of operations, to differ from our expectations include, but are not limited to, the following:

- Reduction or discontinuation in the donations or grants received by us.
- Changes in applicable law governing corporate social responsibility policies.
- Failure to retain and attract professionals; and

For further discussion of factors that could cause our actual results to differ, see “*Risk Factors*” on page 12 of this Draft Fund-Raising Document.

All forward-looking statements are subject to risks, uncertainties and assumptions about our Company that could cause actual results and valuations to differ materially from those contemplated by the relevant statement. Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed under the sections titled “*Our Business*” and “*Legal and Other Outstanding Litigation*” on pages 39 and 162, respectively of this Draft Fund-Raising Document.

The forward-looking statements contained in this Draft Fund-Raising Document are based on the beliefs of management, as well as the assumptions made by and information currently available to management. Although our Company believes that the expectations reflected in such forward-looking statements are reasonable at this time, it cannot assure investors that such expectations will prove to be correct or will hold good at all times. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements as a guarantee of future performance. If any of these risks and uncertainties materialize, or if any of our Company’s underlying assumptions prove to be incorrect, our Company’s actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent forward-looking statements attributable to our Company are expressly qualified in their entirety by reference to these cautionary statements.

Neither our Company, its directors, its key managerial personnel, and officers, nor any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition

SECTION II – RISK FACTORS

The following are the risks envisaged by the management of our Company which relate to our Company and the ZCZP Instruments. Potential investors should carefully consider all the risk factors stated in this Draft Fund-Raising Document in relation to the ZCZP Instruments for evaluating our Company and the ZCZP Instruments before making any investment decision. Our Company believes that the factors described below represent the principal risks inherent in investing in the ZCZP Instruments, but such risks are not exhaustive. Potential investors should also read the detailed information set out elsewhere in this Draft Fund-Raising Document and reach their own views prior to making any investment decision.

If any one of the following stated risks actually occurs, our Company's business, financial conditions, results of operations and cash flows could suffer. These risks and uncertainties are not the only issues that our Company faces. Additional risks and uncertainties not presently known to our Company or that our Company currently believes to be immaterial may also have a material adverse effect on its financial condition or business. Unless specified or quantified in the relevant risk factors, our Company is not in a position to quantify the financial or other implications of any risk mentioned herein below.

Internal Risk Factors

- 1. There may be non-compliance with legal and regulatory requirements. We are subject to various laws and regulations, and failure to adhere to these requirements can lead to the cancellation of our registration.***

Potential Risk:

Our Company is registered as a Non-Profit Organization under Section 8 of the Companies Act, 2013. Additionally, the Company is registered under Section 12A of the Income Tax Act, 1961 and holds a certification under Section 80G of the Income Tax Act, 1961. These registrations and certifications are crucial for our continued operation and carry significant benefits including tax exemptions and enabling eligibility to receive donations with tax benefits, for our donors.

The Central Government or Income Tax Officer holds the power to take regulatory action in response to non-compliance, and this includes the potential cancellation of our registration. Such a decision would have far-reaching implications, affecting our eligibility for tax exemptions and the ability to attract donors seeking tax benefits.

Furthermore, we have obtained registration under the Foreign Contribution (Regulation) Act (FCRA) 2010, which brings with it a set of additional regulatory requirements and compliance obligations. We have filed our FC- 4 for FY 2024-25 on 29/10/2025. These regulations are designed to ensure that organizations receiving foreign funding operate with the utmost transparency and accountability. As a result, we must adhere to stringent financial reporting, documentation and audit standards to maintain our FCRA registration. This compliance not only strengthens our financial operations but also builds trust with our donors and stakeholders, ensuring that funds are used responsibly and for the intended purposes.

Mitigation Plan:

We consistently engage in thorough review of our practices and policies. This includes regular assessments to identify and address any potential areas of non-compliance. By implementing proactive measures, we aim to safeguard our registrations, ensuring they remain in good standing and aligned with regulatory expectations.

2. Regulatory Compliance Stress Due to Listing

Potential Risk:

Listing the project may introduce additional regulatory compliance requirements, resulting in an increased administrative burden. Ensuring adherence to evolving regulations can be time-consuming and complex, potentially leading to project delays, resource constraints, and operational inefficiencies.

Mitigation Plan:

To mitigate this risk, our Company will establish a dedicated compliance team responsible for monitoring regulatory requirements, ensuring timely submissions, and proactively addressing compliance-related challenges. We will also leverage technology-driven solutions such as automated compliance tracking, efficient document management systems and streamlined reporting mechanisms. These measures will help minimize administrative burdens, enhance accuracy and ensure smooth project execution while maintaining full regulatory compliance.

3. Strategic Planning Risks

Potential Risk:

Unclear strategic direction or misalignment between objectives and activities may reduce organizational effectiveness and limit long-term growth. Failure to adapt to changing market or community needs could also weaken relevance and competitiveness.

Mitigation Plan:

The Company will conduct regular strategic planning sessions, including stakeholder consultations and market assessments. Clear performance indicators will be established to measure progress, and strategies will be reviewed annually to ensure continued alignment with goals and external conditions.

4. Financial Risks Due to Donor Position

Potential Risk:

The financial health of the Indo Swiss Centre of Excellence is significantly influenced by the availability of donations and grants from various donors. A shift in the financial status or priorities of these donors may lead to a reduction or discontinuation of funding, which can severely affect the Company's ongoing operations and its ability to fulfil its mission. This dependence on external funding sources increases the organization's vulnerability to economic fluctuations and changing donor landscapes.

Mitigation Plan:

To mitigate this financial risk, the Company will adopt a strategy of diversifying its funding sources to reduce reliance on any single donor. It will deepen engagement with existing donors through transparent communication and relationship-building to foster donor loyalty. Additionally, the Company will establish financial reserves to cushion against fluctuations in funding and actively explore innovative fundraising approaches. Regular monitoring of the financial environment and donor trends will inform proactive adjustments to the funding strategy, ensuring continued financial resilience and operational stability.

5. Operational Risks Due to Stakeholder Interdependencies

Potential Risk:

The Indo Swiss Centre of Excellence manages projects across various domains that involve multiple stakeholders such as vendors, donors, community members and government agencies. Challenges in communication, logistical coordination or delays in resource allocation may disrupt project timelines and

impact the quality of outcomes. If these issues persist, they could lead to reputational damage and diminish stakeholder confidence in the organization's ability to deliver effective results over time.

Mitigation Plan:

To mitigate these risks, the Company will implement clear communication protocols complemented by structured project management frameworks that precisely define roles, deadlines and responsibilities. Active stakeholder engagement alongside flexible resource management will ensure alignment of expectations. Furthermore, continuous monitoring, evaluation, and targeted capacity-building initiatives for project leaders will facilitate prompt identification and resolution of potential problems, thereby improving overall coordination and project success.

6. Ethical and Fraud Risks

Potential Risk:

Instances of misconduct, fraud, or unethical behavior within the organization can pose serious threats to its integrity and reputation. Failure to detect or address such activities in a timely manner may result in significant operational disruptions and long-term damage to the organization's standing.

Mitigation Plan:

To mitigate these risks, the organization will implement stringent internal controls, conduct regular ethics and compliance training, and maintain well-defined codes of conduct. Efficient reporting mechanisms and prompt response protocols will be established to ensure that concerns are addressed swiftly and transparently, fostering a culture of accountability and ethical behavior.

7. Technology and Data Security Risks

Potential Risk:

The increasing reliance on digital tools and data management exposes the Company to risks related to cybersecurity breaches, data loss and system failures. Unauthorized access, data corruption, or technical disruptions could compromise sensitive information, interrupt operations and harm stakeholder confidence.

Mitigation Plan:

To manage these risks, the Company will implement robust IT security policies including firewalls, encryption and regular system audits. Employee training on data protection and cybersecurity best practices will be mandatory. Business continuity plans with data backup protocols and disaster recovery processes will be established to minimize disruptions and ensure rapid restoration of services in case of incidents.

8. Knowledge Management and Organizational Learning Risks

Potential Risk:

Inadequate capture, sharing and utilization of institutional knowledge and best practices can limit the Company's ability to innovate, adapt and sustain program effectiveness. Loss of critical knowledge due to staff turnover or poor documentation practices can impede decision-making and operational continuity.

Mitigation Plan:

The Company will establish systematic processes for documenting and sharing knowledge across teams and projects. This includes creating knowledge repositories, conducting regular training sessions and fostering a culture of continuous learning and improvement. Succession planning and mentorship programs will be

employed to safeguard critical institutional knowledge and support organizational resilience.

9. Internal Communication and Coordination Risks

Potential Risk:

Ineffective internal communication and poor coordination across departments and teams can lead to misunderstandings, duplicated efforts, missed deadlines, and decreased productivity. This can negatively impact decision-making and overall organizational performance.

Mitigation Plan:

The Company will implement standardized communication protocols and foster an organizational culture that values transparency and collaboration. Regular inter-departmental meetings, centralized information sharing platforms and clear escalation procedures will enhance coordination. Training on communication best practices and conflict resolution will be provided to support seamless teamwork and operational alignment.

EXTERNAL RISK FACTORS

1. Government Policy and Regulatory Changes:

Potential Risk:

Frequent changes in government policies, accreditation norms, labour regulations and CSR funding guidelines may disrupt ongoing training programmes, delay approvals and increase compliance burden, affecting operational continuity.

Mitigation Plan:

The Company will closely monitor policy developments, maintain ongoing communication with regulatory authorities and keep operational systems flexible, enabling quick adaptation to new regulations and compliance requirements.

2. Economic and Market Conditions

Potential Risk:

Economic downturns, inflation and sectoral slowdowns may reduce hiring opportunities, increase operational costs and limit financial support from industry partners, impacting placements and overall programme sustainability.

Mitigation Plan:

ISCE will diversify industry linkages, strengthen financial planning, maintain contingency reserves and explore new revenue streams through specialised and short-term training programmes to reduce sensitivity to economic fluctuations.

3. Technological Advancements

Potential Risk:

Rapid technological progress in automation, robotics and digital manufacturing may render existing curriculum and equipment outdated, reducing the relevance of training and impacting student employability.

Mitigation Plan:

The Company will periodically upgrade curriculum, invest in modern training equipment and ensure faculty undergo continuous professional development to stay aligned with industry requirements.

4. Competition from Emerging Training Institutions:

Potential Risk:

Growing presence of new technical training, ed-tech platforms and global skill development collaborations may increase competition, affecting enrolment levels and institutional reputation.

Mitigation Plan:

The Company will strengthen its unique value proposition through Swiss-standard training quality, industry-recognized certification and employer-focused skill programmes thereby enhancing its competitive edge.

5. Skill Demand Fluctuations in the Manufacturing Sector:

Potential Risk:

Shifts in industry hiring trends, automation-driven job reductions and cyclical changes in manufacturing demand may lead to mismatches between offered courses and market requirements.

Mitigation Plan:

The Company will conduct regular skill-gap assessments, engage with industry bodies and dynamically modify course offerings to ensure alignment with current and emerging skill needs.

6. Supply Chain and Equipment Procurement Delays:

Potential Risk:

Global supply chain disruptions, import restrictions and delays in procurement of specialised training equipment may affect practical training schedules and project completion timelines.

Mitigation Plan:

The Company will develop multiple vendor relationships, plan procurement cycles well in advance and maintain a buffer inventory of essential training components to minimise operational disruptions.

7. Natural Disasters and Environmental Risks:

Potential Risk:

Events such as floods, storms, heatwaves or other environmental disruptions can affect campus operations, damage equipment and interrupt training activities, resulting in financial and operational setbacks.

Mitigation Plan:

The Company will implement robust disaster preparedness measures, secure insurance coverage, maintain emergency response protocols and strengthen infrastructure to withstand environmental risks.

8. Changes in Workforce Demographics:

Potential Risk:

Migration of youth to metropolitan cities, declining interest in technical trades and demographic shifts may reduce the pool of potential trainees, impacting enrolments and long-term capacity planning.

Mitigation Plan:

The Company will enhance outreach initiatives, collaborate with schools and community organisations, promote technical career awareness and improve placement outcomes to attract a stable trainee base

9. Cybersecurity Threats to Digital Training Platforms:

Potential Risk:

Increasing reliance on digital infrastructure, LMS systems and online training content exposes the Company to risks of cyberattacks, data breaches and system disruptions.

Mitigation Plan:

The Company will deploy strong cybersecurity protocols, conduct regular vulnerability assessments, ensure data backups and implement strict access control mechanisms to safeguard digital assets.

10. Social and Cultural Shifts

Potential Risk:

Changing career preferences, evolving societal expectations, and perceptions that favor white-collar or digital careers over technical or vocational pathways may reduce interest in manufacturing-related programs. Negative stereotypes about manual or industrial work could further discourage potential trainees, particularly among younger generations and certain demographic groups.

Mitigation Plan:

The Company will implement targeted awareness campaigns to promote the value and career prospects of manufacturing and technical education. Success stories of graduates and industry partnerships will be highlighted to reshape public perception. The organization will engage schools, parents, and community leaders to advocate for vocational career pathways. Additionally, programs will be modernized to reflect emerging technologies and align with current workforce aspirations, ensuring they remain attractive and relevant to prospective trainees.

RISKS RELATED TO ZCZP INSTRUMENTS

1. *There is no secondary market for ZCZP Instruments as ZCZP Instruments listed on the Stock Exchanges issued by non-profit organizations are not tradable.*

Potential Risk:

ZCZP Instruments issued by non-profit organizations and listed on the Stock Exchanges are not available for trading in the secondary market. Accordingly, an investor will not be able to trade such ZCZP Instruments or redeem their investments in such instruments issued by our Company.

Mitigation Plan:

It is essential to emphasize that investments in ZCZP instruments are inherently distinct from traditional investments in that they do not entail anticipation of future financial returns such as interest or dividends. The investor's primary objective with this instrument is typically not to earn from it instead it should serve the purpose for which it has been given, which effectively mitigates the associated risk.

2. *There is no guarantee that the Issue will be successful and we will be able to achieve the Objects or the ZCZP Instruments will be listed on the Stock Exchanges in a timely manner or at all, or that such listing that they will remain listed on the Stock Exchanges.*

Potential Risk:

If our Company does not receive 75% subscription in the Issue, the Issue would be deemed to be unsuccessful, and we will have to refund the entire subscription amount, in accordance with applicable law, within 8 working days of Issue Closing Date.

Mitigation Plan:

Acknowledging the unpredictability of a successful Issue and listing of ZCZP Instruments on Stock Exchanges, we will enhance our approach through meticulous due diligence and tailored market research. Collaborating with experienced advisors and ensuring transparent communication with stakeholders, we aim to align our initiatives with donor expectations and regulatory requirements. By maintaining a commitment to compliance, consistent organizational performance and proactive adjustments based on evolving dynamics, we strive to increase the likelihood of achieving our fundraising goals and securing sustained recognition on Stock Exchanges.

For details, see "Terms of the Issue" beginning on page 183 of this Draft Fund-Raising Document.

3. *The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 18 months from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. No amount is repayable on expiry of such tenure of the ZCZP Instruments.*

Potential Risk:

The ZCZP Instruments shall have a tenure ending upon completion of the Objects of the Issue or 18 months from the Deemed Date of Allotment, whichever occurs earlier. These instruments do not carry any interest and do not provide for repayment of principal at maturity. Investors should note that the non-redemption feature may significantly limit liquidity and market value.

Mitigation Plan:

ZCZP Instruments do not offer financial returns or principal repayment. Clear disclosure of this feature adequately mitigates the associated risk.

4. Impact Reporting and Measurement Risk

Potential Risk:

The social impact outcomes disclosed in this Draft Fund-Raising Document are based on estimates, assumptions, and other factors that may be beyond the control of the Issuer. As a result, the actual social impact achieved may differ from the projected outcomes.

Mitigation Plan:

We follow monitoring and evaluation processes to track and report the impact of its activities. During the previous year, the entity was registered on the Social Stock Exchange but was not listed and therefore submitted a self-certified Annual Impact Report (AIR).

Upon successful listing of the proposed issue, We intends to engage an independent Social Impact Assessor to evaluate and validate the social impact achieved, in accordance with applicable SSE requirements. We proposes to measure and report its social impact through a structured Social Impact Measurement (SIM) framework based on clearly defined inputs, activities, outputs, outcomes, and impact indicators

SECTION III - INTRODUCTION TO GENERAL INFORMATION

Our Company is incorporated in Pune on 12th May 2016, as a Private Limited Company under Section 8 of the Companies Act, 2013 pursuant to a Certificate of Incorporation issued by the Registrar of Companies, Maharashtra at Pune (“**RoC**”). For more information about our Company, please refer “*History and Main Objects*” on page 57 of this Draft Fund-Raising Document.

For details of the business of our Company, see “*Our Business*” beginning on page 39 of this Draft Fund-Raising Document.

BRIEF INFORMATION ON COMPANY AND ISSUE

Particulars	Details
Name of Issuer	INDO - SWISS CENTRE OF EXCELLENCE
Registered Office	Address: 3A, 3 rd Floor, Vascon Weikfield Chamber Nagar Road, Pune, Maharashtra, India, 411 014 Tel No.: +91 9172221830 Email ID: sunil_gjjare@weikfield.com Website: https://indoswissce.com/ There is no change in the registered office since Incorporation.
Skilling Centre	Indo-Swiss Centre of Excellence, Survey No. 365/366/368, Koregaon Bhima Dist. Pune, Maharashtra - 412216
Date of Incorporation	12 th May, 2016
Company Registration Number	164448
Validity of registration	N.A.
Company Identification Number	U80102PN2016NPL164448
Company Category	Company Limited by Guarantee
Permanent Account Number	AAECI1292B

Registrar of Company	Registrar of Companies, Maharashtra at Pune
Issue Programme	Issue Opens on: [●] Issue Closes on: [●]
Designated Stock Exchange	BSE Social Stock Exchange
Compliance Officer (Company Secretary) (Contact Person)	Bhaskar Gijare 3A, 3rd Floor, Vascon Weikfield Chambers Nagar Road, Pune, Pune, Maharashtra, India, 411014 Email: sunil_gijare@weikfield.com Phone: +91 72221830
Liability of the members of our Company	Limited by Guarantee

BOARD OF DIRECTORS

The following table sets out the brief details of our Board of Directors as on the date of filing of this Draft Fund-Raising Document:

Name	Designation	DIN	Address
Mukesh Satpal Malhotra	Director	00129504	A-9, Forest Park, Nagar Road, Pune, Maharashtra, 411014.
Ashwini Baldevraj Malhotra	Director	00129609	A-8 Forest Park, Nagar Road, Pune Maharashtra - 411 014.
Vikramjeet Singh Puri	Additional Director	01636423	C-3/8, Raksha Lekha Society, Koregaon Park, Pune, Maharashtra - 411001.
Rajendra Madhao Jog	Director	03011334	C-16, Garden Estate, Road, Aundh, NA, Pune, 411007, Maharashtra, India.
Vijaykumar Manohar Jain	Additional Director	11646257	#1503 B Block Keerthi Regalia, Sarjapur Main Road, opposite Wipro Office, Doddakannhalli, Bangalore South, Bengaluru, Karnataka - 560035

For further details of our Board of Directors, see *"Our Management"* on page 66 of this Draft Fund-Raising Document.

CHIEF EXECUTIVE OFFICER:

Mr. Bhaskar Laxman Gijare is a Chief Executive and Compliance Officer of our Company. Mr. Bhaskar Gijare has been residing in Pune, Maharashtra since 1974 and brings over 45 years of extensive experience in finance, accounts, audit, and corporate taxation. He holds an M. Com in Accounts and Finance from Pune University, a Post-Graduate qualification in Finance and Accounts, along with professional training in computer applications from Symbiosis Institute of Technology and a Diploma in Electronics and Radio Engineering from Cusrow Wadia Institute of Technology, Pune. His professional career includes representation before various government and regulatory authorities such as the Income Tax Department, Sales Tax authorities, ITAT, High Court, RBI, Ministry of Home Affairs, and Registrar of Companies, and he has also handled administrative, legal and corporate compliance functions in the corporate sector. In addition, he has over 30 years of teaching experience at a leading Pune University-affiliated college, specializing in Accounts, Finance, Secretarial Practice, and Business Organization. Post his retirement in August 2018, Mr. Gijare has been associated as

GM - Finance & Accounts with Weikfield Products Corporation LLP and its subsidiary companies, and currently serves as the CEO and Compliance Officer of Indo Swiss Centre of Excellence, Pune, where he has successfully led the development of Centers of Excellence in Agriculture and Manufacturing, including the establishment of skill and technical training institutes for rural youth.

DETAILS OF KEY INTERMEDIARIES PERTAINING THIS ISSUE AND BANKER TO THE ISSUE

Bank:

Registered Office:

Branch:

Contact Person:

Tel:

Email:

REGISTRAR TO THE ISSUE

KFin Technologies Limited

(formerly known as KFin Technologies Private Limited)

Registered Office:

301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai
- 400070, Maharashtra, India

Tel: +91 40 7961 5565

Email: einward.ris@kfintech.com

STATUTORY AUDITOR OF THE COMPANY

M/s. Khandelwal Jain & Associates, Chartered

Accountants Firm Registration Number: 139253w

Address: 1st Alankar Cinema Building, Near Pune Station, Pune - 411001,

Email: info@khandelwaljain.com

STOCK EXCHANGE

The ZCZP Instruments offered through this Draft Fund-Raising Document are proposed to be listed on BSE Social Stock Exchange and BSE Social Stock Exchange shall be the Designated Stock Exchange.

OPERATIONS

Our Company has a physical existence, is operational and is accessible for visits at our Registered and Corporate Office at Unit No. 401, 4th Floor, Ceejay House, Dr. Annie Besant Road, Worli, Mumbai, Maharashtra, India, 400018.

UNDERWRITING

The Issue is not underwritten.

GUARANTOR TO THE ISSUE

There are no guarantors to the Issue.

FILING OF THIS DRAFT FUND RAISING DOCUMENT TO THE REGISTRAR OF COMPANIES

The copy of this Draft Fund-Raising Document will be filed with RoC, as per Section 26 of the Companies Act, 2013.

MINIMUM SUBSCRIPTION

In terms of the SEBI ICDR Regulations, for an issuer undertaking a public issue of zero coupon zero principal instruments the minimum subscription for such public issue of zero coupon zero principal instruments shall be 75% of the Issue Size.

In terms of the SEBI ICDR Regulations, if the issuer does not receive the minimum subscription of 75% of Issue Size, prior to the Issue Closing Date, the entire Application Amount shall be refunded to the Applicants.

In case the subscription above 75% of the Issue Size but below 100% of the Issue Size is not arranged, the impact on achieving social objectives will arrive on pro-rata basis.

UTILISATION OF ISSUE PROCEEDS

For details on utilization of Issue proceeds see, “*Objects of the Issue*” beginning on page 29 of this Draft Fund-Raising Document.

DESIGNATED INTERMEDIARIES

Self-Certified Syndicate Bank

The list of banks that have been notified by SEBI to act as the SCSBs for the ASBA process and UPI Mechanism process is provided on the website of SEBI at <https://sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40> respectively as updated from time to time. For a list of branches of the SCSBs named by the respective SCSBs to receive the ASBA Forms and UPI Mechanism through app/web interface from the Designated Intermediaries, refer to the above-mentioned link.

In relation to bids submitted under the ASBA process to a syndicate member, the list of branches of the SCSBs at the specified location named by the respective SCSBs to receive deposits of the ASBA Forms from the syndicate member is available on the website of SEBI <http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes> and updated from time to time. For more information on such branches collecting bid cum Application Forms from the Syndicate at specified location, see the website of SEBI at <http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>.

Syndicate SCSB Branches

In relation to Applications submitted to a syndicate members, the list of branches of the SCSBs at the specified location named by the respective SCSBs to receive deposits of Application Forms from the Members of the Syndicate is available on the website of the SEBI (<http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>) and updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Application Forms from the Syndicate at specified location, see the website of the SEBI (<http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes> as updated from time to time or any such other website as may be prescribed by SEBI from time to time.

In relation to Applications submitted under the ASBA process to, the list of branches of the SCSBs at the Specified Cities (Mumbai, Chennai, Kolkata, Delhi, Ahmedabad, Rajkot, Jaipur, Bengaluru, Hyderabad, Pune, Vadodara and Surat, the list of branches of the SCSBs at the specified location named by the respective SCSBs to receive deposits of the ASBA Forms and Application Forms where investors have opted for payment via the UPI Mechanism, on the website of SEBI <http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes> and updated from time to time.

ISSUE PROGRAMME

ISSUE OPENS ON	[•]
ISSUE CLOSES ON	[•]
PAY IN DATE	Application Date. The entire application Amount is payable on Application
DEEMED DATE OF ALLOTMENT	The date on which the Board of Directors, approves the Allotment of the ZCZP Instruments for the Issue or such date as may be determined by the Board of Director. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment.

** The Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) during the period indicated above, except that the Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company and receipt of relevant approvals. On the Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (IST) and uploaded until 5 p.m. or such extended time as may be permitted by the Stock Exchanges.*

Further, pending mandate requests for applications placed on the Issue Closing Date will be validated by 5 p.m. (Indian Standard Time) on one Working Day after the Issue Closing Date. For further details, please see "Issue Related Information" on page 177 of this Draft Fund-Raising Document.

Applications Forms for the Issue will be accepted only from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges, during the Issue Period as mentioned above on all days between Monday and Friday (both inclusive barring public holiday) by the Registrar. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. (Indian Standard Time).

For details in relation to the Basis of Allotment, please see "Issue Related Information" on page 177 of this Draft Fund-Raising Document.

CAPITAL STRUCTURE:

The Company is incorporated as a Company Limited by Guarantee under the provisions of the Companies Act, 2013 and does not have any share capital. Accordingly, the capital structure of the Company is represented solely by the guarantee undertaken by its members, as set out in the Memorandum of Association. The liability of the members is Limited, and each member has undertaken to contribute to the assets of the Company, in the event of its winding up while he/she/it is a member or within one year thereafter, such amount as may be required for payment of the debts and liabilities of the Company and the costs and expenses of winding up, not exceeding a sum of ₹ 10,000 (Rupees Ten Thousand only). The Company has not issued any equity shares, preference shares, debentures, or other capital or convertible instruments. Any funds proposed to be raised under this prospectus shall be donations, grants, or other permissible contributions, and shall not confer any ownership, dividend, or profit participation rights on the contributors.

OBJECTS OF THE ISSUE

Issue Proceeds

Our Company has filed this Draft Fund-Raising Document for a public issue of zero coupon zero principal instruments of face value of ₹ 1 each aggregating up to ₹ 5 crores. The details of the proceeds of the Issue are summarized below.

The Issue is being made pursuant to the provisions of Chapter X-A of the SEBI ICDR Regulations, read with the SSE Framework, BSE Norms, and the Companies Act, and the rules made thereunder, as applicable. Our Company proposes to utilize the proceeds raised through the Issue, after deducting the Issue related expenses to the extent payable by our Company (“**Net Proceeds**”) towards funding the Objects listed under this section.

The details of the proceeds of the Issue are summarized below:

#	Particulars of the Issue	Estimated Amount (in ₹)
1	Gross Proceeds of the Issue	5,00,00,000
2	Less: Issue related expenses*	-
3	Net Proceeds	5,00,00,000

* To be finalized and updated, prior to filing of the final FRD

In line with our philosophy of shared ownership, we request a small contribution, over & above the issue proceeds from participants for their capacity building.

Requirement of Funds and Utilization of Net Proceeds

The following table details the Objects of the Issue and the amount proposed to be financed from Net Proceeds:

#	Objects of the Issue	Percentage of amount proposed to be financed from Net Proceeds
1	Procurement and Installation of High Technology Machinery & Equipment, specialized labs for various diploma programmes and to complete construction of building for Engineering Skill Development center with state of art auditorium.	100%
	TOTAL	100%

(hereinafter referred to as "Objects")

Part A: Preface/Project Context

I. About the Project and Rationale of the Project

A. Project Title:

Empowering rural and semi-urban youth with future-ready technical and vocational skills for sustainable livelihoods. (“**Project**”).

B. Project Rationale:

Our Company believes that the livelihoods of students can be improved by improving their skill set and the Company promotes such quality of people’ lives by imparting “**the skills of tomorrow to the youths of today**”. The Company focuses on establishing global hub for skill development and to foster growth by imparting high-tech global technologies such as CNC Machines, 3D Machineries, drone and other high technologies in the market.

The Indo-Swiss Centre of Excellence (ISCE), established on 12th May 2016, was created to develop a world-class platform for vocational education and industry-aligned skill development. Conceived as a long-term Indo-Swiss collaboration, it addresses India’s growing demand for skilled manpower across agriculture, manufacturing, and emerging technologies.

ISCE bridges the gap between industry needs and workforce capability through diploma programs, certified training courses, and applied learning models, with a strong focus on inclusion of rural and underprivileged youth.

II. Project Objective

The project titled “**Empowering Rural and Semi-Urban Youth with Future-Ready Technical and Vocational Skills for Sustainable Livelihoods**” aims to bridge the skill gap among underserved youth by providing industry-aligned technical education, advanced manufacturing training, and structured vocational programs. Through the development of modern academic infrastructure, state-of-the-art laboratories, and financial support mechanisms for economically disadvantaged students, the initiative seeks to enhance employability, foster entrepreneurship, and create sustainable income opportunities. By integrating practical, hands-on learning with emerging technologies and quality-driven training frameworks, the project envisions transforming rural and

semi-urban talent into competent, job-ready professionals capable of contributing meaningfully to regional and national economic growth.

The proposed funding is intended to bridge a critical gap in completing committed infrastructure and ensuring uninterrupted academic delivery for students already enrolled at ISCE. The funding does not relate to the initiation of a new project but supports the completion and stabilisation of an ongoing, operational initiative with established infrastructure, active academic programs, and industry partnerships. Timely deployment of funds is essential to maintain training quality, academic continuity, and long-term sustainability

III. Purpose for which there is a requirement for funds, project details and target segment:

- **Background:**

The proposed financial assistance is specifically required for the construction and development of core training infrastructure and for the procurement of high-technology industrial machinery. The project involves establishing fully equipped technical workshops and advanced manufacturing laboratories designed to simulate real industry environments.



Investment in precision machinery, CNC systems, automation equipment, and other modern manufacturing tools is essential to provide hands-on, industry-aligned training. These capital expenditures will create a robust physical foundation for delivering high-quality vocational education. The support will enable the Centre to build long-term training capacity and meet evolving technological standards. This infrastructure-focused funding is critical to achieving sustainable and scalable skill development outcomes.

- **Proposed Intervention:**

The proposed intervention focuses on the establishment of comprehensive, industry-aligned training infrastructure at the Indo-Swiss Centre of Excellence. The initiative involves the construction and development of dedicated technical training blocks, advanced workshops, and classrooms designed to create a modern and industry-simulated learning environment.

A key component of the intervention is the procurement and installation of high-technology machinery and advanced manufacturing equipment, including precision tools, CNC

systems, automation modules, and industry-grade training machines. These assets will enable hands-on, competency-based learning aligned with current and emerging industrial standards.

The intervention aims to bridge the gap between theoretical instruction and real-world industrial practices by integrating practical exposure into the core training framework. The upgraded infrastructure and machinery will enhance training quality, improve student proficiency, and ensure readiness for employment in advanced manufacturing sectors.

Through this capital-focused development, the Centre will be positioned as a benchmark institution for future-ready technical education, supporting sustainable skill development and long-term regional economic growth.

- **Present Course Portfolio**

The Indo-Swiss Centre of Excellence (ISCE) has developed a comprehensive and sector-focused course portfolio designed to respond to emerging industry requirements, technological transformation, and evolving workforce demands. The Centre's academic and vocational offerings are structured to combine global best practices with local relevance, ensuring that rural and semi-urban youth receive high-quality, industry-integrated technical education. The present course portfolio spans long-term diploma programs, short-term certification courses, specialized domain training, and customized industry-oriented modules across multiple Centres of Excellence.

1. Centre of Excellence in Manufacturing Technology (CEMT)

The Centre of Excellence in Manufacturing Technology offers structured three-year Diploma designed to create highly skilled technicians and technologists aligned with Industry 4.0 standards.

Diploma Programs:

- Diploma in Electronics Engineering and Embedded Systems
- Diploma in Mechatronics Engineering and Smart Factory

These programs are delivered in collaboration with Nettur Technical Training Foundation (NTTF) and are based on the Swiss Vocational Education and Training (VET) model. The curriculum emphasizes competency-based learning, industry immersion, and strong practical



orientation. Students undergo rigorous hands-on training in advanced laboratories equipped with contemporary manufacturing equipment, CNC systems, automation modules, robotics interfaces, embedded controllers, and smart factory simulation platforms.

The pedagogy integrates:

- Applied engineering fundamentals
- Industrial automation and control systems
- PLC and embedded programming
- Sensor technologies and instrumentation
- Precision manufacturing practices
- Smart manufacturing concepts

The programs are designed to produce job-ready professionals capable of operating, maintaining, and innovating within modern industrial environments. Industry exposure, internships, and project-based learning form core components of the training methodology. The focus remains on bridging the gap between classroom learning and real-world industrial applications.

In addition to full-time diploma programs, CEMT also offers short-term upskilling programs tailored to industry requirements. These include modular training in CNC operation, automation fundamentals, industrial maintenance, electronics repair, and smart manufacturing practices. Such programs are structured to enhance workforce productivity and support continuous skill development.

2. Centre of Excellence in Agriculture (CEA)

The Centre of Excellence in Agriculture is designed to promote modern, technology-driven, and entrepreneurship-oriented agricultural practices. It aims to empower rural youth with practical knowledge and skills that enable sustainable livelihood generation in the agriculture and allied sectors.



Flagship Programs:

- Agriculture Technology Assistant (ATA) – 6-week course
- Agriculture Entrepreneurship – 4-week course

The programs emphasize hands-on learning through demonstration farms equipped with polyhouses, net houses, irrigation systems, and climate-smart agriculture technologies. The training covers:

- Modern farming techniques
- Drip and sprinkler irrigation systems
- Soil testing and nutrient management
- Nursery development and crop planning
- Integrated pest management
- Post-harvest management
- Agri-business development and market linkage

The Centre also offers specialized short-term modules in:

- Goat farming and allied livestock management
- Sericulture
- Protected cultivation
- Agri-input advisory services
- Drone-based agricultural applications (proposed/advanced modules)

These programs focus on self-employment, entrepreneurship development, and productivity enhancement. The curriculum blends technical training with business planning, financial literacy, and value chain understanding, ensuring that participants are equipped not only as skilled workers but also as rural entrepreneurs.

3. Centre of Excellence in Underwater Domain Studies

The Centre of Excellence in Underwater Domain Studies addresses emerging opportunities in marine systems, freshwater ecosystems, and underwater technologies. It aligns with the Underwater Domain Awareness (UDA) framework and aims to build indigenous capacity in this strategic and specialized domain.



The training focuses on:

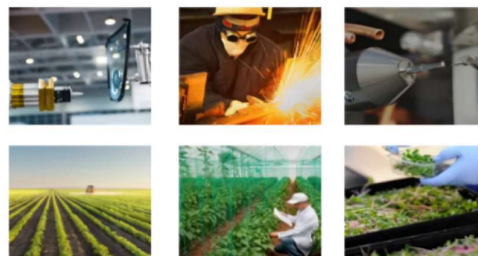
- Fundamentals of underwater acoustics
- Marine system awareness
- Underwater sensing technologies
- Environmental monitoring techniques
- Coastal and freshwater ecosystem management
- Applied maritime skill development

This Centre emphasizes interdisciplinary learning, combining science, technology, environmental studies, and strategic awareness. It prepares learners for roles in marine

research, underwater systems support, environmental assessment, and related sectors. The program also seeks to create awareness about sustainable use and governance of underwater resources.

- **Sector-Specific Skill Advancement Programs**

Industry-Integrated and Customized Programs beyond structured diploma and flagship courses, the Indo-Swiss Centre of Excellence provides customized training programs tailored to industry needs. These programs are developed in consultation with industry stakeholders and focus on bridging immediate skill gaps within specific sectors.



Such programs include:

- Workforce upskilling modules
- Industry-specific technical certifications
- Skill enhancement for employed technicians
- Capacity building workshops
- Faculty development and trainer training programs



These offerings ensure that the Centre remains responsive to technological advancements and dynamic industry demands. The modular structure allows flexibility in duration, content, and delivery format.

- **Remote Pilot Training Organization (RPTO) – Agri-Drone Pilot Certification**

ISCE operates a DGCA-recognised Remote Pilot Training Organisation (RPTO), authorised by the Directorate General of Civil Aviation in August 2024, with full regulatory clearances received in December 2025. The RPTO functions in accordance with national aviation safety standards and regulatory guidelines prescribed for drone operations in India.

About the Programme

The Agri-Drone Pilot Certification Programme is designed to train and certify individuals in the safe, efficient, and compliant operation of drones for agricultural applications. The programme integrates theoretical knowledge with extensive hands-on flight training to prepare candidates for real-world field operations.

Programme Objectives

- To develop DGCA-certified Remote Pilots specialised in agricultural drone operations
- To promote safe and responsible drone usage in farming practices

- To create employment and entrepreneurship opportunities in the agri-tech sector
- To support precision agriculture and sustainable farming initiatives

Programme Highlights

- DGCA-compliant curriculum and certification
- Comprehensive ground training covering drone systems, airspace regulations, and operational procedures
- Practical flight training with supervised field operations
- Training in agricultural spraying techniques and safety protocols
- Exposure to maintenance, troubleshooting, and risk management practices

Career Prospects

The programme has the capacity to train 150 Agri-Drone Pilots annually, contributing to the growing demand for certified drone operators in India's agriculture sector. Upon successful completion, candidates may pursue opportunities as:

- Certified Agri-Drone Pilots
- Drone Service Providers for farmers and agri-businesses
- Entrepreneurs establishing independent drone-based spraying services
- Operators associated with agritech companies and government-supported initiatives

ISCE's RPTO aims to build a skilled workforce equipped to leverage drone technology for enhancing agricultural productivity, reducing operational costs, and enabling sustainable farming practices. Through structured training and regulatory compliance, the programme prepares candidates to participate confidently in the evolving drone ecosystem.

• ISCE - Supporting Key Missions of the Government of India

ISCE's initiatives are closely aligned with the priority missions of the Government of India, focusing on skill development, rural empowerment, agricultural advancement, and sustainable technology adoption. Through its structured training and capacity-building programs, ISCE contributes meaningfully to national development goals in the following areas:

Skill India

Aligned with the Skill India Mission, ISCE is committed to equipping youth with industry-relevant, future-ready technical skills. By providing specialized training programs, ISCE enhances workforce readiness and bridges the gap between education and employability.

Make in India

Supporting the vision of Make in India, ISCE promotes indigenous capability development in emerging technology sectors. The focus is on building domestic expertise, strengthening

technical infrastructure, and contributing to India's self-reliance in advanced technologies.

Employability of Rural Youth

ISCE actively works toward improving employment prospects for rural and semi-urban youth by offering structured skill development pathways. These initiatives empower individuals to access new-age career opportunities and entrepreneurial ventures, thereby strengthening the rural economy.

Increasing Agricultural Productivity

Through technology-enabled solutions and training interventions, ISCE supports modern agricultural practices aimed at improving productivity, efficiency, and farm-level profitability. The approach emphasizes innovation, precision-based techniques, and outcome-oriented implementation.

Use of Sustainable Technologies

ISCE encourages the adoption of environmentally responsible and sustainable technologies. By promoting efficient resource utilization and modern operational practices, the organisation contributes to long-term ecological balance and climate-conscious development.

Through these aligned efforts, ISCE positions itself as a responsible institution contributing to India's broader socio-economic transformation and national growth agenda.

OUR BUSINESS

Some of the information contained herein, including information with respect to our vision, our target segment, strategy and operations contain forward-looking statements that involve risks and uncertainties. This section should be read in conjunction with the sections "Forward-Looking Statements", "Risk Factors" and "Financial Statements" on pages 11, 12 and 79 of this Draft Fund-Raising Document.

*In this section any reference to "we", "us" or "our" refers to INDO - SWISS CENTRE OF EXCELLENCE (the "**Company**"). Unless otherwise indicated, or unless the context otherwise requires, the financial information included herein is based on our Audited Financial Statements. For further information, see "Financial Information" on page 79 of this Draft Fund-Raising Document.*

Overview

The Indo-Swiss Centre of Excellence (ISCE) is a non-profit organization registered under Section 8 of the Companies Act, 2013 limited by Guarantee. Established in 2016 and promoted by the Malhotra Weikfield Foundation, ISCE is a collaborative initiative between India and Switzerland.

Our core mandate is to address the "Skill Gap" in India by importing the world-renowned Swiss Dual-Track Vocational Education System (Swiss VET). We bridge the gap between academic theory and industry demand, ensuring that rural and urban youth are not just "trained," but "employable."

Indo Swiss Centre of Excellence promotes employability and skill development by providing industry-relevant technical education and vocational training to youth. Its initiatives are aligned with **SDG 4 - Quality Education**, focusing on enhancing access to quality learning and lifelong skill development. Through practical training and industry collaboration, the Centre equips beneficiaries with job-ready skills and improves their employment prospects. These efforts contribute to sustainable livelihoods and inclusive economic growth.

Our Founders

Indo Swiss Centre of Excellence (ISCE) is founded by four reputed institutional entities representing agriculture, global engineering, advanced manufacturing, and diversified industry. Together, they bring a powerful combination of grassroots development expertise, industrial excellence, governance strength, and global best practices.

Syngenta Foundation India (Pune) – Represented by Mr. Prakash Apte at the time of incorporation, the Foundation contributes deep expertise in rural development, sustainable agriculture, and livelihood enhancement, strengthening ISCE’s commitment to inclusive and impact-driven skill development.

Burckhardt Compression India Private Limited (Pune) – Represented by Mr. Narashima Rao Subramaniya Venkata Rallabhandi, the company brings global engineering standards, precision manufacturing excellence, and strong industry-aligned training orientation to ISCE’s institutional framework.

Sulzer India Private Limited – Represented by Mr. Sanjay Prasad, Sulzer contributes advanced industrial knowledge, technology-driven processes, and global quality benchmarks, reinforcing ISCE’s focus on high-quality vocational and technical education.

Weikfield Production Corporation LLP – Represented by Mr. Mukesh Malhotra and Mr. Ashwini Baldevaraj, the LLP adds strong business acumen, operational leadership, and institutional sustainability perspective to ISCE’s growth journey.

Collectively, the Founders provide strategic direction, governance oversight, and industry integration support, ensuring that ISCE operates with strong institutional credibility, global alignment, and measurable social impact

OUR PHILOSOPHY

At the heart of the Indo-Swiss Centre of Excellence is the belief that the greatest form of empowerment is teaching an individual to "stand on their own two feet." We move beyond traditional charity, focusing instead on high-impact vocational mastery that honors the dignity of labor.

The Three Pillars of Our Approach:

- **Empowerment over Aid:** We believe providing world-class skills is the most sustainable way to transform lives and eliminate poverty.
- **Precision & Excellence:** By integrating the "Swiss Dual-Track" method, we ensure that training is not just a certificate, but a guarantee of industry-ready competence.
- **Inclusive Prosperity:** Our focus remains steadfast on the rural youth and the underserved, ensuring India’s demographic dividend is realized through quality, high-wage livelihoods.

In ISCE, we believe “The best way of helping any individual is to make them capable of looking after themselves by providing the necessary vocational skills”.

OUR VISION & MISSION

Vision:

- The vision of Indo Swiss Centre of Excellence, Pune (ISCEP) is to improve the quality of the people's lives by imparting "the skills of tomorrow to the youth of today".
- Establish a global hub for skill development, innovation and research.
- To impart highest standards of skills training by applying Swiss Vocational Education System (Swiss VET).
- Transform Industries with advance technologies solutions.

Mission:

- The mission of our organization is to provide modern and futuristic skills in the fields of Agriculture, Modern Manufacturing Technologies 4.0 and Underwater Domain Studies.
- Contribute to sustainable industrial development.
- Foster innovation and enable technology transfer.
- Build a globally competitive workforce.
- Deliver world class training programs to empower individuals and instructions.

Our Approach:



Philosophy of the Project

Empowering Rural and Semi-Urban Youth with Future-Ready Technical and Vocational Skills for Sustainable Livelihoods

Driven by the belief that talent is universal but opportunity is not, our project is dedicated to bridging the skill divide faced by rural and semi-urban youth. While these young individuals have innate talent and potential, their access to modern technical training, hands-on learning, and industry-linked education remains limited. This initiative aims to transform local potential into sustainable livelihood pathways through a structured and **Inclusive** approach to skills development.



Dignity through Skills

Equip youth with industry-relevant, dignified skills that lead to self-reliance and respect within communities.



Education Aligned with Industry

Provide market-relevant technical education in areas such as advanced manufacturing, automation, agriculture technology, ensuring that training is aligned with current and future industry needs.



Inclusion and Accessibility

Ensure rural, underprivileged and first-generation learners receive equitable access to high-quality technical training, breaking the cycle of under-employment and socio-economic disparity.



Project Impact Focus

- ✓ Industry-aligned technical education
- ✓ Advanced manufacturing & agri-technology training
- ✓ Inclusion of rural and first-generation learners
- ✓ Pathways to employment & entrepreneurship
- ✓ Sustainable and scalable skill development



The Project titled “Empowering Rural and Semi-Urban Youth with Future-Ready Technical and Vocational Skills for Sustainable Livelihoods” is founded on the conviction that sustainable socio-economic transformation begins with access to quality, industry-aligned skill development.

At its core, the philosophy recognises that while rural and semi-urban youth possess inherent talent, determination, and potential, they often lack exposure to modern technologies, structured vocational education, and industry-linked training ecosystems. This structural gap results in underemployment, low productivity, and limited income opportunities. The Project seeks to address this imbalance by creating a robust institutional framework that connects capability with opportunity.

The guiding principle of the initiative is that skills create dignity, resilience, and long-term economic independence. Rather than focusing solely on short-term employment, the Project is designed to build enduring competencies in advanced manufacturing, agriculture technology, emerging domains, and applied technical disciplines. The emphasis is on competency-based learning, practical exposure, and real-world application aligned with evolving industry standards.

Another foundational pillar of the philosophy is inclusion. The Project prioritises rural and underprivileged youth, first-generation learners, and economically disadvantaged segments, ensuring equitable access to high-quality technical infrastructure and training. By integrating financial accessibility mechanisms with modern academic facilities, the initiative aims to democratise advanced skill education.

The Project also embraces a forward-looking perspective by embedding emerging technologies such as automation, precision manufacturing, smart systems, drone applications, and technology-driven agriculture into its curriculum. This ensures that beneficiaries are not merely employable for today’s jobs but prepared for the industries of tomorrow.

Importantly, the philosophy extends beyond job placement. It promotes entrepreneurship, innovation, and local economic value creation. By equipping youth with both technical competence and practical understanding of industry operations, the Project seeks to transform job seekers into contributors, innovators, and, where possible, job creators within their communities.

The Project reflects a long-term vision to develop a skilled and self-reliant workforce ready to support regional and national growth. It extends beyond training, creating a structured pathway for meaningful skill development. Ultimately, it transforms rural potential into sustainable, technology-driven livelihoods built on productivity and dignity.

Utilization Plan:

Sl. No.	Head of Expense	Particulars	Cost Breakdown	Project Rationale
1	Development of Educational & Training Infrastructure	Completion of construction and interior works of 3 rd Floor - CEMT Building	150	To create additional academic space for classrooms, laboratories, training halls, and faculty use, thereby enhancing institutional capacity for teaching, training, and academic activities.
		Electrical fittings, fire-fighting systems, and plumbing works	60	To ensure the building is fully functional, safe, and compliant with essential operational and safety requirements.
		Furniture - benches, tables, faculty workstations, and classroom seating	70	To provide adequate seating and workspace for students, faculty, and training participants in a comfortable and effective learning environment.
		Audio-Visual systems, PA systems, projectors, and smart classroom setup	70	To support modern teaching-learning methods, seminars, presentations, and hybrid or technology-enabled instructional delivery.
		Subtotal	350	This component will establish a fully equipped and modern educational infrastructure to support expanded academic and training activities.
2	Procurement and Installation of High-Technology Machinery & Equipment	Machinery and advanced equipment for Engineering, Agriculture, and Underwater Studies	150	To strengthen practical training, laboratory learning, applied research, and exposure to modern technologies in specialized and emerging fields.
		Subtotal	150	This component will enhance technical capability, research support, and skill-based education aligned with industry and academic needs.
Total Funds Required			500	The total project investment will significantly improve infrastructure, training quality, practical learning, and institutional development.

Utilization Plan – Executive Summary

1. Infrastructure Completion & Activation

Complete and operationalize the academic building to expand training capacity and deliver modern, industry-ready learning environments.

2. Technology & Equipment Modernization

Deploy advanced machinery and high-technology systems to strengthen practical, industry-aligned skill development.

3. Future-Focused Programme Expansion

Establish specialized laboratories to support new diploma programmes in advanced manufacturing, IT, data science, and electrical systems.

4. Infrastructure Debt Rationalization

Repay loans incurred for construction of educational infrastructure developed to impart technical education and advance a larger social cause.

5. Institutional Sustainability & Scale

Strengthen financial stability and operational efficiency to enable scalable growth, improved employability outcomes, and long-term socio-economic impact.

Deployment and Oversight of Issue Proceeds

A. Funding Plan:

Our Company confirms that for the purpose of this Issue, funding plan will not be applicable, as the Objects are proposed to be funded through the Net Proceeds.

B. Monitoring Utilization of Funds

There is no requirement for appointment of a monitoring agency in terms of the SEBI ICDR Regulations. The Board of Directors of our Company shall monitor the utilization of the proceeds of the Issue. Our Company shall submit to the Stock Exchanges a statement in respect of utilization of the Net Proceeds, on a quarterly basis, containing

- (a) category-wise amounts of monies raised,
- (b) category-wise amounts of monies utilized,
- (c) balance amount remains unutilized, until the utilization of the Net Proceeds in accordance with this Draft Fund-Raising Document.

C. Interim use of proceeds

Our Company confirms that the unutilized amounts from the Net Proceeds shall be kept in a separate bank account and shall not be co-mingled with other funds.

D. Issue related expenses break-up

The expenses for this Issue include, *inter alia*, advisor fees, fees payable to the Registrar to the Issue, printing and distribution expenses, legal fees, advertisement expenses, listing fees and any other expense directly related to the Issue.

The Issue expenses and listing fees will be paid by our Company. The estimated breakdown of the total expenses for this Issue is as follows*:

Particulars	Amount (in ₹)	As percentage of Issue proceeds (in %)	As percentage of total expenses of the Issue (in %)
Fee payable to intermediaries (Registrar to the Issue, legal and other advisors, etc.)	50,000	-	-
Fees payable to the regulators including stock exchanges	-	-	-
Advertising and marketing, printing and stationery costs	-	-	-
Other miscellaneous expenses	-	-	-
Grand Total	50,000	-	-

*Assuming the Issue is fully subscribed. The expenses are indicative and are subject to change depending on the actual level of subscription to the Issue and the number of Allottees, market conditions and other relevant factors. Other figures will be updated while filing the same with SSE.

E. Variation in terms of contract or Objects in this Draft Fund-Raising Document

Our Company shall not, at any time, vary the terms of the Objects for which this Draft Fund-Raising Document is issued, except as may be prescribed under the applicable laws and specifically under Section 27 of the Companies Act, 2013. Further, in accordance with the SEBI Listing Regulations, in case of any material deviation in the use of proceeds as

compared to the Objects of the Issue, the same shall be indicated in the format as specified by SEBI from time to time.

F. Benefit / interest accruing to Promoter/Directors out of the object of the Issue

Neither the Promoters nor the Directors of our Company are interested in benefit/interest accruing out of the Objects of the Issue. Our Promoters are interested in the Issue to the extent of meeting the minimum subscription requirement in terms of SEBI ICDR Regulations in case of under subscription, if any.

THEORY OF CHANGE

Social Impact: Strengthening India's Employability Trajectory

Our Strategic Intent is to promote Education, Employability and Livelihoods

Promoting Education

The Indo Swiss Centre of Excellence strengthens education by shifting from theoretical learning to applied, industry-integrated education

Social Outcomes:

- Improved quality of technical and vocational education
- Curriculum aligned with industry & international standards
- Practical lab-based learning exposure
- Faculty upskilling through Swiss-inspired pedagogical models
- Higher student retention in skill-based streams

Long-Term Impact:

- Stronger institutional capacity
- Creation of industry-ready graduates
- Increased aspiration among rural and semi-urban youth

This reduces the gap between **education and employment** – a critical structural issue in India.

Promoting Employability

India's employability has risen from ~46% (2020) to over 56% (2026 projected). However, nearly half of graduates remain unemployable or under-skilled.



We directly address this through:

- Industry-certified training modules
- Advanced technical labs
- Apprenticeship & internship integration
- Soft skill and digital readiness training
- Exposure to automation, precision engineering & advanced manufacturing

Social Outcomes:

- Increased placement ratios
- Reduced skill mismatch
- Higher starting salaries
- Improved confidence & professional readiness

Structural Impact:

Improving employability reduces:

- Youth unemployment
- Underemployment
- Informal labour dependency

Promoting Livelihoods

Education and employability ultimately converge into sustainable livelihoods.

We will contribute to:

- Increased earning potential of trained youth
- Transition from low-wage informal work to formal sector employment
- Creation of self-employment and micro-enterprises
- Strengthening local industrial ecosystems
- Reduced distress migration

Economic Multiplier Effect:

Each skilled youth contributes to:

- Household income growth
- Local consumption and regional GDP
- Tax contribution and financial inclusion
- Intergenerational social mobility

Integrated Social Impact Model

Core Driver	Direct Output	Social Outcome	Long Term Impact
Education	Quality training infrastructure	Skilled graduates	Stronger institutions
Employability	Industry-linked certification	Higher placements	Reduced unemployment
Livelihoods	Income generation	Economic mobility	Poverty reduction

Indo Swiss Centre of Excellence – Skill-to-Sustainability Model

Core Driver	Program Architecture	Competency Outcomes	Social & Economic Impact
Education	<ul style="list-style-type: none"> • Swiss VET-aligned diplomas in advanced manufacturing and automation. • Modern labs and faculty precision training systems. 	<ul style="list-style-type: none"> • Industry-ready technical skills. • Globally aligned certification standards. 	Stronger institutional quality & Graduates aligned to Industry 4.0.
Employability	<ul style="list-style-type: none"> • Dual training model integrating classroom and industry exposure. • Certification pathways with structured placement facilitation. 	<ul style="list-style-type: none"> • Job-ready professionals. • Reduced skill mismatch. 	Higher placement ratios and Faster employment absorption.
Livelihoods	<ul style="list-style-type: none"> • Agri-technology, drone operations, and entrepreneurship modules. Training focused on rural enterprise and service models. 	<ul style="list-style-type: none"> • Income-generating capabilities. • Self-employment readiness. 	Increased household income and Strengthened rural economy.

Scale, Outcomes & Social Impact Overview

Institutional Growth & Scale of Operations

Since inception, the Centre of Excellence in Agriculture has trained **5,554 students**, reflected sustained institutional expansion and increased demand for structured, industry-aligned agricultural skill development.



Annual enrolment has grown significantly:

Academic Year	Students Enrolled
2017-18	58
2018-19	253
2019-20	580
2020-21	574
2021-22	465
2022-23	530
2023-24	657
2024-25	1,086
2025-26	1,351

The Centre currently operates with:

Parameter	Current Status
Total Courses Offered	3
Total Batches Completed	109
Annual Intake Capacity (Offline)	600
Annual Intake Capacity (Online)	1,200
Faculty Strength	6

Completion & Retention Performance

Performance Indicator	Value
Course Completion Rate	96%
Dropout Rate	3.75%
Average Training Duration	150 Hours

The 96% completion rate reflects curriculum relevance, mentoring support, and structured program delivery. The low dropout rate indicates strong student retention and effective institutional support mechanisms.

Placement & Livelihood Outcomes

A. Placement Data (Tracked Years)

Year	Students Placed	Placement %	Avg Salary (₹)	Highest Salary (₹)
2017-18	25	43.10%	13,000	26,000
2018-19	56	22.13%	15,000	24,000
2019-20	84	14.48%	16,000	25,000

Salary benchmarks demonstrate competitive entry-level earnings within the agriculture and allied sectors.

B. Self-Employment & Entrepreneurship Growth

A major strength of the Centre is promoting agri-entrepreneurship and self-employment.

Year	Students in Self-Employment
2017-18	11
2018-19	14
2019-20	369
2020-21	503
2021-22	430
2022-23	495
2023-24	604
2024-25	989
2025-26	1,205

The sharp rise post-2019 reflects increased focus on entrepreneurship-led rural income models.

Social Impact Profile

The Indo Swiss Centre of Excellence (ISCE) is designed to serve underserved communities by providing structured skill development, vocational education, and livelihood enhancement opportunities. The institution prioritizes inclusion and accessibility, ensuring that individuals from rural and economically disadvantaged backgrounds can benefit from industry-relevant training and capacity building.



Beneficiary Impact Profile

The organisation's training and capacity-building initiatives primarily benefit individuals from socially and economically disadvantaged backgrounds, ensuring inclusive access to skill development and livelihood opportunities.

Analysis of beneficiary data indicates that 99% of the students come from rural areas, demonstrating the organisation's strong outreach in underserved geographies where access to quality technical and vocational training is limited.

Further, 95% of the beneficiaries belong to economically weaker sections, reflecting the institution's commitment to enabling economic mobility and supporting communities with limited financial resources.

The programmes also promote inclusive participation of women, with 33% of the beneficiaries being women, contributing to improved gender representation in skill development initiatives.

Additionally, 70% of the learners are first-generation learners, highlighting the transformative impact of the programmes in enabling individuals who are the first in their families to access structured technical education and professional training.

We place significant emphasis on beneficiary engagement and feedback as part of its impact assessment framework. Mechanisms for receiving and addressing beneficiary feedback and grievances help evaluate programme effectiveness, identify areas for improvement, and ensure that interventions remain responsive to beneficiary needs and intended social outcomes.

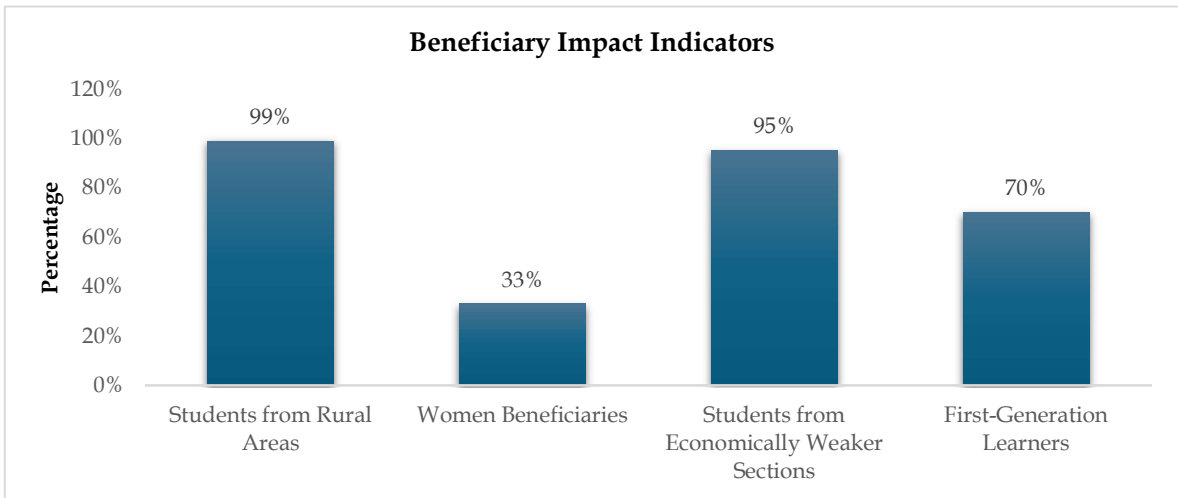


Figure: Beneficiary Impact Indicators - Social Profile of Students Trained by the Organization.

Outcome:



The Indo Swiss Centre of Excellence establishes a structured and sustainable pathway that transforms identified skill gaps into measurable economic value. By integrating Swiss VET-aligned education with industry-driven training models, the Centre strengthens institutional quality while building practical, globally benchmarked competencies among youth. This structured approach enhances employability, reduces skill mismatch, and accelerates formal workforce absorption.

Beyond placements, the model advances sustainable livelihoods by enabling income-generating capabilities, entrepreneurship readiness, and technology-enabled rural enterprise. The cumulative impact extends from individual income mobility to strengthened local economies, ultimately contributing to productivity growth, industrial competitiveness, and inclusive economic development.

We acknowledge the significance of environmental and social considerations in the execution of its programmes and shall continue to adopt appropriate safeguards and responsible operational practices to support sustainable implementation. We also propose to strengthen its technology-enabled monitoring framework, including beneficiary tracking, data collection, and impact measurement mechanisms, to enhance the assessment and reporting of social outcomes.

In essence, the Indo Swiss Centre of Excellence converts demographic potential into productive human capital – bridging education with employment and employment with long-term economic sustainability.

SECTION IV -HISTORY AND MAIN OBJECTS

Corporate profile

Our Company was registered and incorporated in Pune, Maharashtra under the name 'INDO-SWISS CENTRE OF EXCELLENCE' (ISCE) on 12th May 2016, having CIN U80102PN2016NPL164448 and as a non-government company under Section 8 of the Companies Act, 2013 pursuant to a certificate of incorporation issued by the Registrar of Companies, Maharashtra at Pune ("RoC").

ISCE is a not-for-profit organization registered under section 8 of the Companies Act 2013. The vision of the organization is to impart the highest standards of skills training by applying Swiss Vocational Education System (Swiss VET). Swiss VET is acclaimed as one of the best in the world. The Dual Track System places significant emphasis on hands-on training in companies, with the industry framing the curriculum, qualification standards and examinations.

ISCE is addressing the following key missions of Government of India

- Skill India
- Make in India
- Employability of rural Youth
- Increasing Agricultural productivity
- Use of Sustainable Technologies

Registered Office of our Company

The Registered Office of our Company is located at 3A, 3rd Floor, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Behind Novotel Hotel, Nagar Road, Pune - 411014, India.

Main objects of our Company

The main objects of our Company as contained in the Memorandum of Association are as below:

- To stimulate, propagate, encourage, support and promote activities related to vocational education, skill development for industry and agriculture, vocational education and training, soft skill development, leadership development, training of trainers, personality development, continuing and professional education and skill development for adults, and all other streams related to vocational education, skill and personality development and to promote activities related to development/contribution to the development of education, training skills and entrepreneurial development and also to carry on activity related to education & healthcare industry.

Major events and milestones

Year	Description	Events
2016	Incorporation	Indo-Swiss Centre of Excellence (ISCE) was incorporated with the objective of establishing world-class Centres of Excellence focused on vocational education, skill development, applied research, and industry-linked training in collaboration with Swiss and Indian stakeholders
2017	Commencement of Operations	<ul style="list-style-type: none"> Construction activities commenced at the ISCE campus. Agricultural training programs were launched from a temporary facility, marking the start of on-ground operations The Centre of Excellence in Agriculture (CEA) began operations in the temporary infrastructure, offering agri-entrepreneurship and rural skill development programs.
2020	Operationalization of Permanent Infrastructure	<ul style="list-style-type: none"> The permanent buildings for the Centre of Excellence in Agriculture (CEA) and the Centre of Excellence in Underwater Domain Studies (CEUDS) were completed. Both Centres became fully operational with dedicated classrooms, administrative offices, meeting rooms, and training infrastructure. This marked a major transition from pilot operations to a full-scale institutional campus
2022	International Recognition & Strategic Engagement	<p>On 19th December, 2022 ISCE was visited by senior Swiss dignitaries including:</p> <ul style="list-style-type: none"> Hon'ble Dr. Ralf Heckner, Ambassador of Switzerland to India & Bhutan Hon'ble Mr. Martin Maier, Swiss Consul General, Mumbai Mr. Florin Mueller, Head - Indo-Swiss Business Hub <p>During the visit, the CEA and CEUDS buildings were formally inaugurated, reinforcing ISCE's role as a flagship Indo-Swiss collaboration in skill development and applied training.</p>
2023	Expansion into Manufacturing & Engineering Education	In May 2023, Construction of the Centre of Excellence in Manufacturing Technology (CEMT) building was completed, including laboratories, workshops, classrooms, and administrative facilities. The CEMT

		<p>building was inaugurated by Dr. Abhay Firodia, leading industrialist and Chairman, Force Motors and Padma Vibhushan Dr. R.A. Mashelkar, eminent scientist and thought leader</p> <p>In June 2023, the first batch of Diploma Engineering in Electronics Engineering & Embedded Systems commenced. This is a full-time three-year diploma program, with students primarily drawn from underprivileged rural backgrounds and orphans supported by NGOs. Education for many students is sponsored by manufacturing and industrial partners under CSR initiatives.</p>
2024	Program Diversification & Regulatory Recognition	<p>In June 2024, the first batch of Diploma Engineering in Mechatronics Engineering & Smart Factory commenced at CEMT.</p> <p>In July 2024, The Directorate General of Civil Aviation (DGCA) conducted a site inspection for ISCE's Remote Pilot Training Organisation (RPTO).</p> <p>In August 2024, DGCA granted authorization to ISCE to operate as an RPTO for training Agri-Drone Pilots.</p>
2025	Regulatory Clearances & Scale-up	<p>In December 2025, ISCE received exemption and clearance from the Ministry of Civil Aviation (MoCA) and Air Force Station, Pune, to operate drones in the designated flying zone.</p> <p>RPTO Operations expanded with training under:</p> <ul style="list-style-type: none"> • Government of Maharashtra's AMRUT Program • Regular DGCA - certified Remote Pilot Certificate (RPC) Courses • Specialised Modules in Aerial Photography and Surveying & Mapping

CURRENT PHASE OF INDO-SWISS - 2026

Indo-Swiss Centre of Excellence (ISCE) is currently positioned in a high-growth phase marked by programmatic scale, institutional partnerships, and outcome-oriented skill development. The organisation continues to expand its multi-sector Centres of Excellence to address critical gaps in rural livelihoods, strategic capability building, and industry-ready workforce creation, thereby contributing to inclusive and sustainable socio-economic development.

The Centre of Excellence in Agriculture (CEA) has achieved significant outreach, completing 112 training batches and training 5,101 rural farmers under the Agri-Entrepreneurship and iRISE programs. These initiatives focus on improving farm productivity, promoting entrepreneurial capabilities, and strengthening income stability among rural communities. Further advancing climate-resilient and technology-enabled agriculture, ISCE has established a Demonstration-cum-Training Hydroponics Unit in collaboration with Shunya Fodder & Forage Agritech Pvt. Ltd. The facility, currently in its trial phase, is expected to commence structured training for dairy farmers from neighbouring villages, with the intended outcomes of enhancing fodder security, improving milk yields, and supporting sustainable livestock management practices.

The Centre of Excellence for Underwater Domain Studies (CEUDS) has emerged as a nationally relevant platform for strategic and environmental capacity building. In partnership with Ratan Tata Maharashtra State Skills University (RTMSSU), ISCE delivered certified programs in Underwater Domain Awareness (UDA) to over 300 participants. The curriculum addressed key thematic areas including Marine Spatial Planning, Blue Economy, Climate Change Risk Management, Sediment Management, and Underwater Radiated Noise, aligning with India's growing focus on maritime governance and ecological stewardship.

During the year, ISCE also conducted national workshops for Indian Forest Service (IFS) officers and officials from the Ministry of Environment, Forest and Climate Change (MoEF&CC), strengthening institutional knowledge frameworks within government bodies. Additionally, customised training programs were delivered for the Indian Navy, Armed Forces, Foreign Service officers, and defence technical institutions, reflecting the Centre's expanding role in strategic-sector skilling.

To enhance accessibility and scale, ISCE launched the UDA Learning Centre Platform, through which more than 5,000 government officers are accessing specialised learning modules via the iGOT Karmayogi digital ecosystem. This initiative represents a shift toward technology-enabled capacity building and supports continuous professional development across public institutions.

The Centre of Excellence in Manufacturing Technology (CEMT) continues to develop an industry-aligned talent pipeline through structured diploma programs. The Centre has completed three student intakes (2023–2025), with 103 students currently enrolled. Its pedagogy emphasises experiential learning and direct industry exposure. Notably, 80 students have undergone internship training with Blue Star, enhancing their technical competencies and workplace readiness. ISCE has further strengthened industry integration through Memoranda of Understanding with Denso and Blue Star, while advancing corporate training engagements with ITC, Tetra Pak, and Kirloskar to ensure responsiveness to evolving manufacturing sector requirements.

Overall, the current phase of ISCE reflects a deliberate progression from capacity creation to measurable development impact. By integrating grassroots agricultural transformation, national-level institutional training, digital learning platforms, and industry partnerships, Indo-Swiss is building a resilient ecosystem that supports livelihood enhancement, workforce competitiveness, and long-term economic advancement.

Centre of Excellence in Manufacturing Technology (CEMT)

The Centre of Excellence in Manufacturing Technology (CEMT) has been established to create an industry-ready workforce equipped with advanced technical competencies aligned with evolving manufacturing ecosystems. The Centre offers structured three-year diploma programs in Electronics Engineering and Embedded Systems and Mechatronics Engineering with Smart Factory specialisation, addressing the growing demand for skilled professionals in automation-driven industries.

Beyond long-term diploma programs, CEMT delivers short-term, industry-tailored training modules designed to support workforce upskilling and meet specific organisational requirements. The curriculum is implemented by the Nettur Technical Training Foundation (NTTF) and is based on the globally recognised Swiss Vocational Education and Training (VET) model, ensuring a strong balance between theoretical learning and practical application.

Operational since August 2023, the Centre emphasises experiential learning through contemporary equipment, modern teaching methodologies, and industry exposure. By fostering technical excellence and enhancing employability, CEMT is positioned as a strategic talent pipeline contributing to productivity, innovation, and long-term industrial growth.

Focused Areas:

- Polymechanic
- Mechatronics
- Designer
- Fabrication and Welding
- Electronics
- Artificial Intelligence
- 3D Printing
- Machine Learning
- IOT

The Centre of Excellence in Agriculture (CEA)

The Centre of Excellence in Agriculture (CEA) is dedicated to strengthening rural livelihoods by promoting technology-enabled, sustainable agricultural practices. The Centre offers flagship programs such as the Agriculture Technology Assistant (ATA) course and the Agriculture Entrepreneurs Program, which combine classroom instruction with hands-on training at a fully equipped demonstration farm featuring polyhouse and net house facilities. Programs are delivered in partnership with the Syngenta Foundation India (SFI), leveraging its proven models in climate-smart agriculture. The training framework focuses on improving farm productivity, encouraging agri-entrepreneurship, and enabling rural youth to transition from subsistence farming to commercially viable agricultural practices.

To date, the Centre has trained over 2,000 rural youth, many of whom have established agri-businesses, secured placements within the agricultural ecosystem, or adopted modern farming techniques. In addition, ISCE is also registered under the Directorate General of Civil Aviation (DGCA) for Remote Pilot Training Organisation (RPTO) at Koregaon Bhima, training courses are commenced in February, 2026. This initiative will train certified drone pilots capable of delivering precision agriculture services, thereby enhancing farm efficiency while generating new livelihood avenues.

Additionally, CEA offers specialised courses in Hydroponics, across the agricultural value chain, including drip and sprinkler systems, soil testing and analysis, nursery management, post-harvest management, apiculture, goat farming, and sericulture, ensuring comprehensive skill development tailored to rural market needs.

Focused Areas:

- Courses for Agri Tech Assistants
- Courses for Agri Entrepreneurs
- Courses for Nursery Management
- Courses for Soil Testing and Analysis
- Courses for Tractor Management
- Courses for Drip & Sprinkler technician
- Courses for Post Harvest Technician
- Other Short-term courses for farmers
- Drone Pilot training Programs (RPTO)
- Hydroponics

Centre of Excellence for Underwater Domain Studies (CEUDS)

The Centre of Excellence for Underwater Domain Studies (CEUDS) has been conceptualised to build strategic knowledge and technical capabilities in the rapidly emerging underwater domain. Given that a substantial portion of global resources, environmental risks, and security considerations originate beneath the oceans, the development of **Underwater Domain Awareness (UDA)** is critical for informed policymaking, ecological management, and national resilience.

ISCE has collaborated with the **Maritime Research Center (MRC), Pune** to support skilling for future-oriented underwater professions. The UDA framework emphasises specialised expertise in acoustics, research-driven interventions, and capability building tailored to the unique challenges of the **Indian Ocean Region (IOR)**. Considering the tropical nature of these waters, the initiative prioritises the development of indigenous knowledge systems and site-specific experimentation.

Through this Centre, ISCE aims to support capacity building across strategic and environmental sectors while fostering multidisciplinary competencies that respond to emerging maritime priorities. CEUDS reflects the organisation's forward-looking approach to skill development—extending beyond traditional domains to areas of national and global significance.

Details of any acquisition or amalgamation in the last one year

Our Company has not entered any acquisitions or amalgamation with any entity in the one year preceding the date of this Draft Fund-Raising Document.

Details of any reorganization or reconstruction in the last one year

Our Company has not undergone any reorganization or reconstruction in the one year preceding the date of this Draft Fund-Raising Document.

Key terms of material agreements and material contracts

Our Company has not entered into any other material agreements and material contracts which are not in the ordinary course of business in the two years preceding the date of this Draft Fund-Raising Document.

Holding Company

On the date of this Draft Fund-Raising Document, our Company does not have a holding company, Subsidiaries, Associates and Joint Ventures.

OUR MANAGEMENT

Board of Directors or Governing Body

As on the date of this Draft Fund-Raising Document, we have five Directors on the Board.

#	Name, Age, DIN, Designation, Date of Appointment and Address	Other directorships in Companies
1.	<p>Name: Mukesh Satpal Malhotra Age: 73 Years DIN: 00129504 Designation: Director Date of Appointment: 12th May, 2016 Address: A-9, Forest Park, Nagar Road, Opposite to Darga, Pune, 411014</p>	<p><i>Indian Companies</i></p> <ul style="list-style-type: none"> • Appliance Desk India Private Limited • Eco Valley Farms and Foods Limited • Tuberose Farms and Properties Private Limited • Weikfield Foods Private Limited • Malhotra Bhavan Property Private Limited • Vascon Engineers Limited • Equator Appliances India Private Limited • MWP Services Private Limited • GMP Technical Solutions Private Limited • National Agriculture and Food Analysis and Research Institute • Tuberose Farms and Properties Private Limited
2.	<p>Name: Ashwini Baldevraj Malhotra Age: 66 Years DIN: 00129609 Designation: Director Date of Appointment: 12th May, 2016 Address: A-9, Forest Park, Nagar Road, Opposite to Darga, Pune, 411014</p>	<p><i>Indian Companies</i></p> <ul style="list-style-type: none"> • Appliance Desk India Private Limited • Eco Valley Farms and Foods Limited • Tuberose Farms and Properties Private Limited • Weikfield Foods Private Limited • Malhotra Bhavan Property Private Limited • Equator Appliances India Private Limited • MWP Services Private Limited • Pensieve Health Private Limited <p><i>Foreign Companies</i> Nil</p>
3.	<p>Name: Vikramjeet Singh Puri Age: 58 Years DIN: 01636423 Designation: Additional Director Date of Appointment: 29th January, 2026 Address: C-3/8, Raksha Lekha Society, Koregaon Park, Pune, Maharashtra - 411001.</p>	<p><i>Indian Companies</i></p> <ul style="list-style-type: none"> • Transworld Technologies Limited • Natasha Consultants Private Limited • VP Edutech Private Limited <p><i>Foreign Companies</i> Nil</p>

4.	Name: Rajendra Madhao Jog Age: 66 Years DIN: 03011334 Designation: Director Date of Appointment: 20 th April, 2022 Address: C-16 Garden Estate, Nagras Road, Aundh, Pune City, Pune, Maharashtra - 411007	<i>Indian Companies</i> <ul style="list-style-type: none"> • Syngenta Foundation India • Agri Entrepreneur Growth Foundation <i>Foreign Companies</i> Nil
5	Name: Vijayakumar Jain Age: 51 Years DIN: 11646257 Designation: Director Date of Appointment: 03 rd April, 2026 Address: #1503 B Block Keerthi Regalia, Sarjapur Main Road, opposite Wipro Office, Doddakannhalli, Bangalore South, Bengaluru, Karnataka - 560035	<i>Not Applicable</i>

Brief Profile of the Directors of Our Company

- a) **Mr. Mukesh Malhotra** is the Chairman of the Weikfield Group of Companies and the Chief Functionary of the Indo-Swiss Centre of Excellence, Pune. He joined the Weikfield Group in 1973 after completing his engineering studies at COEP and has completed over five decades with the Group. With a strong focus on international trade, he has travelled to more than 60 countries and 150 cities worldwide, gaining extensive exposure to global business practices and economic environments. Under his leadership, the Company's products have earned international quality awards from Europe and America. He has also spearheaded the Group's real estate development initiatives since 1988, overseeing joint venture developments aggregating over 2 million sq. ft. completed and approximately 5 million sq. ft. under development. He has been actively associated with MCCIA for over 35 years and served as its President from 2008 to 2010. He is a Founder Trustee of the Pune International Centre (PIC) and Chairman of the Malhotra Weikfield Foundation, which provides mentoring and scholarships to students in pure sciences and supports various educational and humanitarian initiatives. He is currently the Chief Functionary of the Indo-Swiss Centre of Excellence, Pune (ISCEP), focusing on equipping youth with advanced skills in areas such as Mechatronics, Industry 4.0, Robotics & Automation, and other future-oriented technologies.



b) **Mr. Ashwini Malhotra** is a seasoned business leader with extensive experience in corporate governance and strategic management across diverse industry sectors. He serves as Director on the Boards of multiple Weikfield Group companies, providing oversight, strategic direction and governance leadership. He is the Vice President and Trustee of the Malhotra Weikfield Foundation, actively contributing to philanthropic and social initiatives, and also serves as a Trustee of the Janaseva Foundation, supporting community development activities. He has held leadership positions such as President of the Top Management Consortium Foundation, focusing on leadership and management development. He has been an active member and Past Chairman of the Confederation of Indian Industries (CII), contributing to industry advocacy and business forums. He also served as Past President of the Rotary Club of Poona Downtown, reflecting his continued commitment to community service. He brings decades of governance experience as Director and Individual Promoter in multiple corporate entities.



c) **Mr. Rajendra Jog** holds a B.Sc. in Physics, Chemistry and Mathematics from Nagpur University, a B.E. in Instrumentation & Control Engineering from the College of Engineering, Pune, and a two-year Post Graduate qualification in Supply Chain Management from Warwick University, UK. He has over 35 years of experience in the agri-industry, including 30 years with Syngenta and its legacy entities (Ciba-Geigy and Novartis), where he held senior leadership roles across engineering and supply chain functions. His key positions included Chief Engineer (Projects & Engineering), Asia Pacific Head of Engineering (Singapore), Country Head of Supply Chain - India (Crop Protection), South Asia Head of Supply Chain (Agrochemicals and Seeds), and Asia Pacific Head of Toll Manufacturing. He also completed a two-year assignment with Ciba-Geigy in Germany (1995-1997) and served as Whole-Time Director on the Board of Syngenta India Limited from November 2014 to June 2017.



Since June 2018, he has been engaged in advisory and leadership roles, including Senior Advisor to Syngenta Foundation India focusing on rural skill development, part-time CEO of the Indo-Swiss Centre of Excellence, Pune, leading Centres of Excellence in Agriculture and Manufacturing, and CEO of Agri Entrepreneur Growth Foundation (since December 2019), a not-for-profit promoted by Syngenta Foundation India and Tata Trusts to scale agri-entrepreneurship and rural livelihoods. He is also a Board Member of Collective Common Development Finance Private Limited (CCDF), a start-up NBFC incorporated in March 2021.

d) **Mr. Vikramjeet Singh Puri** is an accomplished entrepreneur and business leader with over three decades of experience spanning infrastructure, manufacturing, and technology sectors. A founding member of one of India's largest infrastructure enterprises established in 1992, he played a pivotal role in scaling the organization into a billion-dollar company. As the Founder of Transworld Technologies Ltd., he pioneered IoT-driven safety and operational efficiency solutions. Currently serving as the Group President & CEO of the ₹1,400 crore POSHS Group, he leads a diversified conglomerate with interests in automotive components, infrastructure manufacturing, and software solutions. Under his strategic leadership, EPPS Infotech successfully raised ₹660 million in pre-IPO funding. With multiple patents in IoT, AI, and drone technologies, Mr. Puri combines technological innovation with strong business acumen. He has also contributed to policy and industry development through his association with FICCI's National Road Safety Committee and the MCCIA Executive Committee, reflecting his commitment to innovation, governance, and societal impact.



e) **Mr. Vijayakumar Manohar Jain** is the General Manager, Prod-M and R&D in Burckhardt Compression, India since June 2022. He holds a bachelor's degree in mechanical engineering from Karnataka University, Master of Science from Coventry University and a PGDM in General Management from Narsee Monjee Institute of Management Studies. He has 26 years of experience in various organizations across diverse areas of R&D, Product Management, Business Development, Export market study and intelligence for acquisitions etc. He has domain expertise in Industrial compressors, Gas Turbines, Aviation Engines & Structures. He is responsible for all technical functions and Business Development of the Company in his present capacity in Burckhardt Compression, India.



Remuneration of Directors

No remuneration has been paid to any directors on the board of our company.

Membership of Directors (Company Limited by Guarantee):

The Company is incorporated as a Company Limited by Guarantee and does not have any share capital. Accordingly, the Directors of the Company do not hold any equity shares in the Company.

The Directors are members of the Company who have undertaken to contribute to the assets of the Company, in the event of its winding up, to the extent of the guarantee amount specified in the Memorandum of Association. The liability of each member is limited to such guaranteed amount.

As on the date of this Draft Fund-Raising Document, the Company has no shareholding structure, and the rights and obligations of the Directors arise solely in their capacity as members under the Memorandum and Articles of Association of the Company.

Interest of the Directors:

Our Directors are interested in the promotion of our Company to the extent of their guarantee commitment and involvement in its activities.

- Except as stated in 'Membership of Directors (Company Limited by Guarantee)', none of our Directors are interested in their capacity as a member of such firm or company and no sums have been paid or are proposed to be paid to any Director or to such firm of company in which he is interested, by any person, in cash or shares or otherwise, either to induce them to become, or to help them qualify as a director, or otherwise for services rendered by him or by such firm or company, in connection with the promotion or formation of our Company.
- Being a Company Limited by Guarantee, there is no subscription to shares and accordingly the concept of under-subscription or promoter contribution to the issue does not arise.
- None of our Directors' relatives have been appointed to an office or place of profit.
- None of our Directors have any interest in any property acquired or proposed to be acquired by the Company during the two years preceding the filing of this Draft Fund-Raising Document. No benefit or interest will accrue to the Directors or Members out of the Objects of the fundraising, except in their fiduciary capacity in managing the affairs of the Company.
- None of our Directors have any financial or material interest in the fundraising, except to the extent of their roles and responsibilities as Directors and Members of the Company Limited by Guarantee.

Other understanding and confirmations

Our Company confirms that the permanent account number of our directors has been submitted to the Stock Exchanges at the time of filing this Draft Fund-Raising Document.

Details of change in Directors of our Company for the financial years ended March 31, 2023, March 31, 2024, March 31, 2025, and till the date of this Draft Fund-Raising Document:

Sr. No.	Date of Meeting	Key Items of Business Transacted	Relevant Provision(s) of the Companies Act, 2013
1.	April 15, 2024	Disclosure of interest by Directors; review of the performance of our Company.	Section 184(1) and 184(2) (disclosure of interest by Directors); Section 173(1) (periodic meeting of the Governing Body).
2.	June 30, 2024	Resignation of Mr. Jayen Ramesh Shah from our Company; consideration and decision on the proposal for registration with, and listing and issue of Zero Coupon Zero Principal Instruments on, the Social Stock Exchange segment of BSE Limited; review of the performance of our Company.	Section 168 (resignation of a Director); Section 179(3) read with Rule 8 of the Companies (Meetings of Board and its Powers) Rules, 2014 (issue of securities, exercisable only at a meeting of the Governing Body).

Sr. No.	Date of Meeting	Key Items of Business Transacted	Relevant Provision(s) of the Companies Act, 2013
3.	August 09, 2024	Authorization to borrow funds; resignation of Mr. Pramod Khade as a Director; review of the performance of our Company.	Section 179(3)(d) read with Rule 8 of the Companies (Meetings of Board and its Powers) Rules, 2014 (power to borrow monies); Section 168 (resignation of a Director).
4.	August 23, 2024	Fixing of the date, place and time of the Annual General Meeting; approval of the annual accounts and the Auditor's Report; consideration and approval of the Directors' Report; approval of the Directors' Responsibility Statement; approval for the re-appointment of statutory auditors; review of the performance of our Company.	Section 96 (Annual General Meeting); Section 134(3) and 134(5) read with Section 179(3)(g) (Board's Report, Directors' Responsibility Statement and approval of financial statements); Section 139 (appointment/re-appointment of Auditors).
5.	September 18, 2024	Authorization to a Director of our Company to sign the Annual Return; authorization to the Practicing Company Secretary of our Company to sign the Annual Return; review of the performance of our Company.	Section 92 (Annual Return).
6.	October 20, 2024	Review of the performance of our Company.	Section 173(1) read with the MCA Notification (periodic meeting of the Governing Body).
7.	December 15, 2024	Consideration of proposals requiring approval of the Governing Body, including capital expenditure, contracts and policies; review of the performance of our Company.	Section 179(1) and 179(3) (powers of the Board/Governing Body exercisable only at a duly convened meeting).
8.	February 20, 2025	Review of the status of statutory compliances for the quarter; consideration and approval of related party transactions, if any.	Section 179(3)/134(3) (review of statutory compliances); Section 188 (related party transactions).
9.	March 30, 2025	Review of operational performance and key business developments for the quarter; review of progress on strategic initiatives, projects and investments undertaken during the quarter.	Section 179(3)(b) (investment of funds of our Company); Section 173(1) (periodic meeting of the Governing Body).

Meetings of our Governing Body:

Set forth below are the details of the meetings held by our Company for the Financial year 2024-25:

Number of Meetings of our Governing Body attended by our directors

Our Company held a total of 9, 7 and 8 meetings of the Governing Body in Financial Year 2024-25, Financial Year 2023-24 and Financial Year 2022-23, respectively. Set out below are the details of attendance in relation to the aforesaid meetings:

Name of the Director	Meetings attended in Financial Year 2024-25	Meetings attended in Financial Year 2023-24	Meetings attended in Financial Year 2022-23
Mukesh Satpal Malhotra	9	7	8
Ashwini Baldevraj Malhotra	9	7	8
Rajendra Madhao Jog	9	7	6

Key managerial personnel of our Company:

Mr. Bhaskar Gijare is a seasoned professional with over 45 years of experience in finance, accounts, audit and corporate taxation. He holds a master's degree in commerce (Accounts and Finance) from Pune University, along with a postgraduate qualification in Finance and Accounts and additional technical training in electronics and computer applications. Over the course of his career, he has represented organizations before various government and regulatory authorities including the Income Tax Department, Sales Tax authorities, ITAT, High Court, RBI and MHA, and has also handled ROC compliances, administrative functions and legal matters in the corporate sector. He has rich academic experience of around 30 years as a faculty member at a leading Pune-based college for external students at Pune University, where he taught Accounts, Finance, Secretarial Practice and Business Organization. Post his retirement in August 2018, he has been associated with multiple organizations in advisory and leadership roles, including serving as GM - Finance and Accounts at Weikfield Products Corporation LLP and its group companies, and currently as CEO of Indo-Swiss Centre of Excellence, Pune, where he is involved in developing centers of excellence in agriculture and manufacturing focused on skill development and technical training.

**Appointment and performance appraisal process:**

We issue appointment letters to our employees which set out the terms of employment, including date of commencement, place of employment, working hours, job description, roles and responsibilities.

We have a periodic performance appraisal process for our employees, wherein the increments are paid on the basis of the target achieved by such employees that are set at the beginning of the financial year.

Governance body of our Company:

Level	Designation	Assigned Personnel
Top Management	Chief Functionary Officer	Mr. Mukesh Malhotra
Executive Level	Compliance Officer & Chief Executive Officer	Mr. Bhaskar Gijare
Control Level	Project Manager	Mr. Solomon Senji

Strategic Oversight: The Governing Body sets the mission and overall direction.

Executive Leadership: Mr. Mukesh Malhotra (Chief Functionary Officer) serves as the primary link between the board and operations, ensuring resources are aligned with goals.

Regulatory Assurance: Mr. Bhaskar Gijare monitors legal and procedural adherence, reporting directly to the executive level to mitigate risk.

Operational Execution: Mr. Solomon Senji manages the day-to-day project milestones and team coordination.

Governance, Ethics and Compliance:

Our Governing body is committed to maintaining high standards of governance, transparency, and ethical conduct. The Issuer has adopted and implemented appropriate Conflict of Interest, Whistleblower, and Anti-Corruption policies and procedures to promote accountability, integrity, fairness, and compliance with applicable laws and regulatory requirements.

Also, The Governing body will ensure that the organization operates strictly within its defined social objectives and applicable legal and regulatory framework. The Issuer confirms that it is not engaged in any religious, political, or other prohibited activities, thereby maintaining compliance, transparency, and alignment with its governance principles.

OUR PROMOTERS

Indo-Swiss Centre of Excellence (ISCE) is a Company Limited by Guarantee promoted by reputed institutional entities from agriculture, engineering, manufacturing, and industry sectors. Each promoter organization was represented by its duly authorised representative who acted as a Subscriber to the Memorandum of Association at the time of incorporation.

Malhotra Weikfield Foundation

Malhotra Weikfield Foundation is CSR arm of well- established Weikfield Group with diversified business interests in food processing and allied sectors, forms part of the Promoter Group of Indo-Swiss Centre of Excellence (ISCE). The LLP brings with it significant experience in corporate management, operational excellence, supply chain systems, and industry integration, which are critical for strengthening institutional sustainability and long-term impact.

At the time of incorporation, the Malhotra Weikfield Foundation was represented by its authorized representatives, Mr. Mukesh Malhotra and Mr. Ashwini Baldevraj, who acted as Subscribers to the Memorandum of Association. Through their representation, the MWF formally endorsed and aligned itself with the Company's not-for-profit objectives, particularly in the areas of skill development, vocational education, entrepreneurship promotion, and industry-relevant training.

As part of the Promoter Group, Malhotra Weikfield Foundation contributes strategic guidance, governance oversight, and industry perspective to ISCE's initiatives. The association reflects a strong commitment towards fostering employability, promoting industry-academia collaboration, and building structured training ecosystems that enhance livelihood opportunities and sustainable socio-economic development.

Syngenta Foundation India (Pune)

Syngenta Foundation India, Pune, a leading not-for-profit organization working towards improving smallholder farmer livelihoods and promoting sustainable agricultural development, is one of the institutional promoters of Indo-Swiss Centre of Excellence (ISCE). The Foundation brings deep expertise in rural development, agri-entrepreneurship, market linkages, capacity building, and impact-driven program implementation.

At the time of incorporation, Syngenta Foundation India was represented by its authorised representative, Mr. Prakash Apte, who acted as a Subscriber to the Memorandum of Association. Through this representation, the Foundation formally endorsed and aligned itself with the Company's objectives relating to skill development, vocational education, rural empowerment, and sustainable livelihood creation.

As part of the Promoter Group, Syngenta Foundation India contributes strategic direction, grassroots implementation experience, and sectoral expertise, thereby strengthening ISCE's focus on inclusive growth, institutional credibility, and measurable social impact. Its involvement ensures that the organization remains aligned with development-oriented principles while maintaining strong governance and accountability standards

Burckhardt Compression India Pvt Ltd – Pune

Burckhardt Compression India Private Limited, Pune, part of the globally renowned Burckhardt Compression Group, is a leading engineering company specializing in reciprocating compressor technology and advanced industrial solutions. The company brings strong expertise in precision engineering, manufacturing excellence, technical training standards, and global best practices in industrial operations.

At the time of incorporation of Indo-Swiss Centre of Excellence (ISCE), Burckhardt Compression India Private Limited was represented by its authorised representative, Mr. Narasimha Rao Subramaniya Venkata Rallabhandi, who acted as a Subscriber to the Memorandum of Association. Through this representation, the company formally supported and aligned with ISCE's objectives of promoting industry-aligned technical education, vocational training, and skill development initiatives.

As a member of the Promoter Group, Burckhardt Compression India Private Limited contributes industrial expertise, strategic guidance, and industry-academia linkage support. Its involvement strengthens ISCE's commitment to delivering high-quality, globally benchmarked skill development programs and fostering employability through structured and industry-relevant training ecosystems.

Sulzer India Private Limited

Sulzer India Private Limited, part of the globally recognized Sulzer Group, is a leading engineering and manufacturing company specializing in pumping solutions, rotating equipment, and industrial services. The company brings strong capabilities in advanced manufacturing, engineering excellence, operational efficiency, and global quality standards, contributing significantly to industry-driven skill development initiatives.

At the time of incorporation of Indo-Swiss Centre of Excellence (ISCE), Sulzer India Private Limited was represented by its authorised representative, Mr. Sanjay Prasad, who acted as a Subscriber to the Memorandum of Association. Through this representation, the company formally aligned itself with the objectives of ISCE, particularly in promoting industry-relevant technical education, vocational training, and institutional capacity building.

As a member of the Promoter Group, Sulzer India Private Limited contributes strategic industry insights, governance oversight, and support for strengthening industry-academia collaboration. Its association reinforces ISCE's mission of delivering globally benchmarked skill development programs and enhancing employability through structured, technology-driven training models.

For additional details on the background, educational qualifications, experience in the business of our Company, positions / posts held in the past, term of appointment and other directorships of our Promoters, see '*Our Management*' on page 66 of this Draft Fund-Raising Document.

Other understanding and confirmations

None of our Promoters was a promoter or person in control of any company which was compulsorily delisted within a period of ten years preceding the date of this Draft Fund Raising Document, in accordance with Regulation 24 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended, or the Regulation 34 Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as applicable.

Common Pursuits of our Promoters

Our Promoters are not engaged in a business or other ventures similar to ours.

Interest of our Promoters in our Company

Our Promoters do not have any interest in our Company other than in their capacity as Members and Guarantors of our Company, to the extent of guarantee held by them and as stated in *"Related Party Transactions"* on page 78 of this Draft Fund-Raising Document. For further details on the shareholding, see *"Capital Structure"* on page 28 of this Draft Fund-Raising Document

Our Promoters do not have any interest in any property acquired by our Company within two years preceding the date of filing of this Draft Fund-Raising Document or any property proposed to be acquired by our Company or in any transaction with respect to the acquisition of land, construction of building or supply of machinery.

Our Promoters have no financial or other material interest in the Issue, and no benefit / interest will accrue to our Promoters out of the Objects of the Issue.

Our Promoters are interested in the Issue and will subscribe to this Issue, to the extent of meeting the requirement of minimum subscription in terms of the SEBI ICDR Regulations, in case of under-subscription, if any.

RELATED PARTY TRANSACTIONS

For details of the related party transactions for the Financial Years 2025, 2024 and 2023 in accordance with the requirements under AS 18 'Related Party Disclosures, the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, see "*Financial Information*" on page 79 of this Draft Fund-Raising Document.

SECTION V – FINANCIAL STATEMENTS

FINANCIAL INFORMATION

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INDEPENDENT AUDITOR'S REPORT

To,
The Members
Indo-Swiss Centre of Excellence
Pune.

Dear Members,

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Indo-Swiss Centre of Excellence (“the Company”), which comprise the statement of Assets and Liabilities as on 31/03/2025 and Statement of Income and Expenditure for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, and the Statement of Income and Expenditure for the period ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics.

We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information other than the Financial Statements and Auditors' Report Thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless

Khandelwal Jain & Associates

Chartered Accountants

management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



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We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

1. This report does not contain a statement on the matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, in our opinion, and according to the information and explanations given to us, the Order is not applicable in case of the Company being a Section 8 Company.
2. (A). As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet and the Statement of Income and Expenditure dealt with by this report are in agreement with the books of account;
 - d. The financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014
 - e. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; and



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Chartered Accountants

- (B). With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
- a. The Company does not have any pending litigations which would impact its financial position;
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - d. (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material mis-statement.
- e. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
 - f. Based on our examination, which included test checks, the Company has not used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2025.



Khandelwal Jain & Associates

Chartered Accountants

For Khandelwal Jain and Associates
Chartered Accountants
Firm Reg. No: 139253w



R. G. Nahar
Partner

Membership No.: 31177
UDIN: 25031177BMLASA5267
Place: Pune
Date: 25-07-2025

INDO-SWISS CENTRE OF EXCELLENCE

Statement of Assets and Liabilities as on 31.03.2025

All amounts in rupees thousands unless otherwise stated

Sr. No.	Particulars	Schedule Nos.	As at the end of	As at the end of
			the Current Reporting Period	the Current Reporting Period
			31.03.2025	31.03.2024
I	CONTRIBUTION AND LIABILITIES			
(1)	Member's Fund			
	(a) Corpus Fund	2	129,803.45	128,803.44
	(b) Reserves & Surplus	3	102,385.62	88,122.28
(2)	Non- Current Liabilities			
	(a) Long Term Borrowings	4	34,888.84	39,716.67
(3)	Current Liabilities			
	(a) Short Term Borrowings	5	4,933.33	4,933.33
	(b) Creditors / Trade Payable	6	704.29	5,907.41
	(c) Short term- Provisions			
	(i) Other Provisions	7	198.50	188.28
	TOTAL		272,914.03	267,671.41
II	ASSETS			
(1)	Non Current Assets			
	(a) Property Plant & Equipment			
	(i) Property Plant & Equipment	8	38,180.49	39,911.18
	(ii) Capital Work-in-progress	8	230,587.14	216,279.01
(2)	Current Assets			
	(a) Cash and Bank Balances	9	2,553.96	9,830.71
	(b) Short Term Loan & Advances	10	1,327.13	1,197.32
	(c) Other Current Assets	11	265.32	453.19
	TOTAL		272,914.03	267,671.41

Material Accounting Policy Information
Notes on Financial Statements

1
1-13

As per our attached report of even date

For Khandelwal Jain & Associates

For and on behalf of board of directors of Indo-Swiss Centre of Excellence

Firm Regd. No.: 139253W

Chartered Accountants

Partner

R. G. Nahar
M. No 031177

Place : Pune

Date : 25/7/25



Director

(Mukesh Malhotra)
(DIN - 00129504)

Director

(Ashwini Malhotra)
(DIN - 00129609)

INDO-SWISS CENTRE OF EXCELLENCE

Statement of Income and Expenditure for the period 01.04.2024 to 31.03.2025

All amounts in rupees thousands unless otherwise stated

Particulars	Schedule Nos.	For the year ended 31.03.2025	For the year ended 31.03.2024
INCOME			
Revenue From Operation	12(A)	-	218.44
Interest on FCRA Saving Bank & Fixed Deposits	12(B)	237.80	560.59
Donations Received	12(C)	18,198.79	41,147.00
TOTAL INCOME		18,436.59	41,926.03
EXPENSES			
Expenses for CEA Training	13(A)	117.28	204.09
Other Expenses	13(B)	1,778.09	4,734.52
Audit Fees	13(C)	47.20	45.43
Depreciation		2,230.68	2,060.63
TOTAL EXPENSES		4,173.25	7,044.67
Excess of Income over Expenditures (Before Taxes)		14,263.34	34,881.36
Tax Expenses		-	-
Excess of Income over Expenditures (after Taxes)		14,263.34	34,881.36

As per our attached report of even date

For Khandelwal Jain & Associates

Firm Regd. No.: 139253W

Chartered Accountants

For and on behalf of board of directors of Indo- Swiss
Centre of Excellence

Partner

R. G. Nahar

M. No 031177

Place : Pune

Date: 28/07/2025



Director

(Mukesh Malhotra)

(DIN - 00129504)

Director

(Ashwini Malhotra)

(DIN - 00129609)

INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

All amounts in rupees thousands unless otherwise stated

Schedule 2: Corpus Fund

Sr. No.	Particulars	31.03.2025	31.03.2024
1	CORPUS FUND		
	Burckhardt Compression India Pvt. Ltd. - Pune	14,500.00	14,500.00
	Sulzer India Pvt. Ltd. - Pune	7,000.00	7,000.00
	Syngenta Foundation - Pune	22,803.44	22,803.44
	Weikfield Products Corporaion LLP	48,300.00	47,300.00
	Total	92,603.44	91,603.44
2	DONATIONS RECEIVED FROM:		
	Cotecna Inspection India Pvt. Ltd	5,000.00	5,000.00
	Eftec India Pvt. Ltd.	500.00	500.00
	Endress Hauser Flowtec India P.Ltd.	500.00	500.00
	Fine Organics Industries Ltd.	25,200.00	25,200.00
	Oerlikon Blazers Coating India Pvt. Ltd.	1,000.00	1,000.00
	Pesi Jal Padshah	1,000.00	1,000.00
	Praj Industries Ltd.	1,000.00	1,000.00
	Shree Venkateswar Sukriti Setu	500.00	500.00
	Taikisha Engineering India Pvt. Ltd.	2,500.00	2,500.00
	Total	37,200.00	37,200.00
	Note - The Company is a Charitable Organisation and granted licence under section 8 of the Company's Act, 2013 and is limited by guarantee and hence does not have any share capital		
	Total Corpus Fund	129,803.45	128,803.44

Schedule 3 : Reserve & Surplus

Sr. No.	Particulars	31.03.2025	31.03.2024
	Income & Expenditure Account		
	As Per Last Balancesheet	88,122.28	53,240.92
	Add- Surplus / (Deficit) for the year	14,263.34	34,881.36
	Total	102,385.62	88,122.28



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

All amounts in rupees thousands unless otherwise stated

Schedule 4- Long Term Borrowings

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Loan From ICICI Bank	34,888.84	39,716.67
	TOTAL	34,888.84	39,716.67

Schedule 5- Short Term Borrowings

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Loan From ICICI Bank (Payable within next 12 months)	4,933.33	4,933.33
	TOTAL	4,933.33	4,933.33

Schedule 6: Creditors

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Deokar Earthmovers	630.00	630.00
2	Ground 11- Architects	-	110.00
3	Mukesh Maihotra	74.29	-
4	Paradigm Building Solutions Pvt. Ltd.	-	3,320.72
5	Touchwood Engineering & Projects Pvt. Ltd.	-	1,846.69
	Total	704.29	5,907.41

Schedule 6a: Creditors Ageing Schedule as at 31.03.2025

Sr.No	Particulars	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Others	-	-	630.00	-	630.00
3	MSME-Disputed	-	-	-	-	-
4	Disputed Dues-Others	-	-	-	-	-
	Total Trade Payables	-	-	630.00	-	630.00

Schedule 6a: Creditors Ageing Schedule as at 31.03.2024

Sr.No	Particulars	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Others	5,167.41	630.00	110.00	-	5,907.41
3	MSME-Disputed	-	-	-	-	-
4	Disputed Dues Others	-	-	-	-	-
	Total Trade Payables	5,167.41	630.00	110.00	-	5,907.41

Schedule 7- Other Loans, advances & Provisions

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Audit Fees Payable	43.20	41.58
2	Company Secretary Fees Payable	30.00	30.00
3	Security Deposits	85.00	-
4	TDS Payable	40.30	116.70
	TOTAL	198.50	188.28



INDO SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

Schedule 8- Property, Plant and Equipment

All amounts in rupees thousands unless otherwise stated

Particulars	Gross Block of Assets			Accumulated Depreciation			Net Block		
	Opening Bal. as on 01.04.2024	Additions	Deletions	Closing Bal. as on 31.03.2025	Depreciation For the year	Adjustments due to deletions	Closing Bal. as on 31.03.2025	As on 31.03.2025	As on 31.03.2024
(A) Property, Plant and Equipment									
FURNITURE & FIXTURE	1,528.57	-	-	1,528.57	129.83	-	1,202.40	326.17	456.00
PLANT & MACHINERY	3,288.98	500.00	-	3,788.98	349.51	-	792.24	2,996.74	2,846.25
OFFICE EQUIPMENT	386.12	-	-	386.12	50.82	-	199.53	186.60	237.41
COMPUTER	307.99	-	-	307.99	292.57	-	292.57	15.43	15.43
ELECTRICAL INSTALLATIONS	2,257.29	-	-	2,257.29	362.64	-	867.55	1,389.74	1,752.38
BUILDING-CEA	38,625.86	-	-	38,625.86	1,222.48	-	6,112.42	32,513.44	33,735.93
VEHICLES	972.13	-	-	972.13	115.40	-	219.74	752.39	867.79
(A) Total- Fixed Assets	47,366.93	500.00	-	47,866.93	2,230.68	-	9,686.44	38,180.50	39,911.18
(B) Capital Work-in-progress									
BUILDING-WIP	197,117.17	9,284.51	-	211,380.88	-	-	-	211,380.88	197,117.17
BUILDING FCRA FUND- WIP		4,979.20	-						
LAND DEVELOPMENT EXP.	17,420.93	-	-	17,420.93	-	-	-	17,420.93	17,420.93
Drone Project WIP	1,740.91	44.42	-	1,785.33	-	-	-	1,785.33	1,740.91
(B) Total- WIP	216,279.01	14,308.13	-	230,587.14	-	-	-	230,587.14	216,279.01



INDO SWISS CENTRE OF EXCELLENCE

All amounts in rupees thousands unless otherwise stated

Schedule No. 9 : Cash and Bank Balances

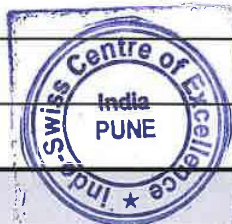
Sr. No.	Particulars	31.03.2025	31.03.2024
1	Cash and Cash Equivalants		
I	<u>Bank balance in Current Accounts with Scheduled Banks:</u>		
	a) Axis Bank Limited, Pune Current A/c	15.44	15.44
	b) Axis Bank Limited, SB A/c	99.42	96.50
	c) ICICI Bank Ltd., Pune	1,466.21	3,167.33
	d) State Bank of India, FCRA A/c	29.08	-
II	<u>Cash in Hand</u>	26.05	41.76
III	<u>Other Balances</u>		
	a) Fixed Deposits with Banks	917.76	6,509.68
	TOTAL	2,553.96	9,830.71

Schedule No. 10: Short Term Loan & Advances

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Advance to Analog & Digital Devices	70.18	-
2	Advance to RDL Technologies Pvt. Ltd.	197.71	-
3	Advance to Schindler India Pvt. Ltd.	180.54	180.54
4	Advance to Siemens Ltd.	478.70	-
5	Advance to The Deccan Constructios	400.00	1,016.78
	TOTAL	1,327.13	1,197.32

Schedule No. 11: Other Current Assets

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Accrued Interest Receivable	9.74	128.23
2	TDS Receivable on Fixed Deposit Interest	55.35	106.60
3	Security Deposit with MSEDCI	134.79	134.79
4	Prepaid Expenses	65.44	83.57
	TOTAL	265.32	453.19



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

All amounts in rupees thousands unless otherwise stated

Schedule No. 12A : Revenue From Operation

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Income From Sale of Vegetables	-	218.44
	Total	-	218.44

Schedule No. 12B : Other Income

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Interest on FCRA-SBI A/c	15.62	-
2	Interest on SB A/cs	41.10	82.74
3	Interest on Fixed Deposits	75.63	477.85
4	Interest on Income Tax refund	4.41	-
5	Income from Rent	101.05	-
	Total	237.80	560.59

Schedule No. 12C : Donations Received

Sr. No.	Particulars	31.03.2025	31.03.2024
1	FCRA Donation-Chellaram Foundation	4,992.67	-
	Donation from Others		
1	Accurate Gauging & Instruments P Ltd	400.00	500.00
2	ATZ Shipping Trade & Transport P. Ltd	-	1,000.00
3	Burckhardt Compression India Pvt. Ltd.	6,000.00	5,800.00
4	Cotecna Inspection India Pvt. Ltd.	4,000.00	5,000.00
5	Equator Appliances India Pvt. Ltd.	-	500.00
6	Fine Organics Industrie Ltd.	-	15,000.00
7	Give Foundation	-	525.00
8	Jetsynthesys	-	1,100.00
9	Liebherr India Pvt. Ltd.	1,500.00	
10	Oetiker India Pvt. Ltd.	-	500.00
11	Praj Foundation	-	500.00
12	Prakash Dhoka	-	500.00
13	Prakash Doshi	-	1,000.00
14	RIJ Engineering Pvt. Ltd.	-	1,000.00
15	Roedl & Partner Consulting Pvt. Ltd.	-	800.00
16	Sika India Pvt. Ltd	486.12	-
17	Shailesh Pramod Bidkar	20.00	-
18	Sulzer India Pvt. Ltd.	-	3,770.00
19	Sumaiya Cazi	-	2.00
20	Tal Tech India Pvt. Ltd.	-	500.00
21	Syngenta Foundation India	800.00	3,150.00
	Total	18,198.79	41,147.00



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

All amounts in rupees thousands unless otherwise stated

Schedule No. 13A : Expenses For CEA Trading

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Farm Tools and Consumables / Repairs	-	14.00
2	Hostel Rent and Electricity Expenses	-	40.74
3	Labour Charges	-	24.70
4	Security Expensees	117.28	113.40
5	Transport charges - Vegitable sales	-	11.25
	Total	117.28	204.09



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

All amounts in rupees thousands unless otherwise stated

Schedule No. 13B : Other Expenses

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Advertising & Publicity Exp.	28.25	41.30
2	Bank Charges	4.87	0.71
3	Company Secretary Fees	15.00	15.00
4	Drone Project Exp.	463.98	589.18
5	Power Expenses - MSEDCL	58.29	158.17
6	Foreign Travelling Exp.	-	222.05
7	Function Exp.	-	664.92
8	Insurance	117.85	75.47
9	Legal Charges	1.84	10.02
10	Machinery Tools	-	46.27
11	Membership Fees	-	23.60
12	Office Expenses	33.40	381.82
13	Postage & Courier Expenses	-	0.24
14	Printing & Stationery	11.91	22.50
15	Processing Fees & Stamp Duty Charges for Term Loan	5.95	458.85
16	Professional Fees	244.60	1,117.32
17	Rate - Taxes and Fees	8.64	38.98
18	Repair & Maintenance Charges	285.87	277.18
19	Security Charges	351.84	340.20
20	Staff W/fare Expenses	10.18	13.22
21	Stipend	-	140.00
22	Travelling Exp - Inland	124.49	79.52
23	Website/ Internet Expenses	11.13	18.00
	Total	1,778.09	4,734.52

Schedule No. 13 C : Audit Expenses

Sr. No.	Particulars	31.03.2025	31.03.2024
1	Statutory Audit Fees	47.20	45.43
	Total	47.20	45.43



FINANCIAL INDEBTEDNESS

A. Details of outstanding secured borrowings other than banks as on March 31, 2025:

Our Company has no outstanding secured borrowings obtained from any other party other than banks, as on March 31, 2025.

B. Details of outstanding unsecured borrowings other than banks as on March 31, 2025:

Our Company has no outstanding unsecured borrowings, as on March 31, 2025.

C. Details of outstanding non-convertible securities as on March 31, 2025:

Our Company has no outstanding non-convertible securities, as on March 31, 2025.

D. Details of commercial paper issuances as on March 31, 2025:

Our Company has no commercial papers listed, as on March 31, 2025.

E. Details of bank fund-based facilities/ rest of the borrowing (if any, including hybrid debt like Foreign Currency Convertible Bonds, Optionally Convertible Debentures, Preference Shares) from financial institutions or financial creditors, as on March 31, 2025:

Our company has a bank loan from ICICI Bank for Rs.3,48,88,840.00 /- which is classified as long term borrowings in the financial statements and to them the company owes an amount of Rs.49,33,330.00 /- which is classified as short term borrowings in the financial statements.

F. Corporate guarantees issued by our Company as on March 31, 2025:

Our Company has not provided any corporate guarantees, as on March 31, 2025.

G. Details of inter-corporate deposits as on March 31, 2025:

Our Company has no inter - corporate deposits, as on March 31, 2025.

H. Details of loans from Directors and Relatives of Directors as on March 31, 2025:

Our Company has not availed or given any loans from or to the Directors or relatives of the Directors, as on March 31, 2025.

I. Details of external commercial borrowings as on March 31, 2025:

Our Company has no outstanding external commercial borrowings, as on March 31, 2025.

J. Details of sub-ordinate debt as on March 31, 2025:

Our Company has no outstanding sub - ordinate debt, as on March 31, 2025.

K. Details of perpetual debt as on March 31, 2025:

Our Company has no outstanding perpetual debt, as on March 31, 2025.

L. Servicing behaviour on existing debt securities, payment of interest on due dates on financing facilities or debt securities:

Nil

M. List of top 10 holders of non-convertible securities (secured and unsecured) in terms of value (on a cumulative basis) as on March 31, 2025:

Nil

N. List of top 10 holders of commercial paper (secured and unsecured) in terms of value (on a cumulative basis) as on March 31, 2025:

Nil

O. Details of any outstanding borrowings taken/ debt securities issued where taken/ issued (a) for consideration other than cash, whether in whole or in part, (b) at a premium or discount, or (c) in pursuance of an option as on March 31, 2025:

Nil

P. Details of any other contingent liabilities of our Company based on the last audited financial statements as per AS 29 Provisions, Contingent Liabilities and Contingent Assets including amount and nature of liability:

Nil

INDO-SWISS CENTRE OF EXCELLENCE

Audited Financial Statements

For the year ended 31st March, 2023

Registered Office:

3A, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Nagar Road , Pune -411014

Auditors:

M/s Khandelwal Jain & Associates, 1st Floor, Alankar Cinema Building , Near Pune Station, Pune -411001

Bankers:

Axis Bank, kalyani Nagar Branch, Pune - 411014

HDFC Bank, Kalyani Nagar Branch, Pune - 411006

Company Secretary:

CS. Mr. Gaurav Bhutada

INDO-SWISS CENTRE OF EXCELLENCE

3A, 3RD FLOOR, VASCON WEIKFIELD CHAMBERS NAGAR ROAD PUNE MH 411014 IN

CIN: - U80102PN2016NPL164448

Email: - sunil.Gijare@weikfield.com Ph:- 020-66478300

NOTICE

NOTICE is hereby given that the Seventh Annual General Meeting of the Members of the **INDO-SWISS CENTRE OF EXCELLENCE** will be held at its Registered Office situated at 3A Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, off Nagar Road, Pune 411014 on 25/09/2023 at 12:15 pm to consider the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as of 31st March 2023 together with the report of Board of Directors and Auditors' thereon.
2. To ratify the appoint of M/s Khandelwal Jain & Associates, Chartered Accountants (FRN No: -139253W), as Statutory Auditors of the Company and for the purpose, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s Khandelwal Jain & Associates, Chartered Accountants (FRN No:-139253W), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2023-24 on such remuneration as may be determined by the Board of Directors."

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Ordinary Resolution(s):

Regularization of Additional Director, Mr. Rajendra Madhao Jog, by appointing him as Director of the Company:

"**RESOLVED THAT** Mr. Rajendra Madhao Jog, who was appointed as an Additional Director on the Board of Directors ('Board') of the Company with effect from 20th April 2022, in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company."



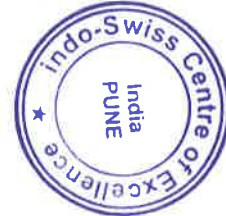
"RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution."

"RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution."

By Order of the Board of Directors,



Mr. Mukesh Malhotra
Chairman & Director
DIN No. 00129504



Date: 25/08/2023

Place: Pune



NOTES:

1. A member is entitled to attend and vote at the Annual General meeting (the "Meetings") is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy need not be a member of the company. However, Proxies in order to be effective should be duly stamped, completed, signed & deposited at the office of the company at least 48 hours before the commencement of the meeting.
2. Proxies in order to be effective must be lodged with the company at its registered office at least 48 hours before the time appointed for the meeting.
3. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting as per the requirement of Secretarial Standards-1 (SS-1) as issued by the Institute of Company Secretaries of India (ICSI).
4. Members are requested to:
 - (a) Notify immediately of any change in their address to the Company.
 - (b) Quote their folio number in all correspondence with the Company.
5. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
6. **Voting** during the meeting
 - a) If the number of present at the meeting is less than 50, then by way of show of hands unless poll is demanded
 - b) In all other cases, by poll.
 - i) Poll will take place by way of email.
 - ii) The company shall provide a designated email address to all members at the time of sending the notice of meeting.
 - iii) The confidentiality of the password and other privacy issues associated with the designated email address shall be strictly maintained by the company at all times.
 - iv) Due safeguards with regard to authenticity of email address(es) and other details of the members shall also be taken by the company.
 - v) During the meeting, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company. The said emails shall only be sent to the designated email address circulated by the company in advance.
 - vi) In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result.

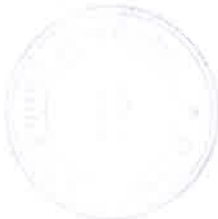


Route Map for the venue of the Annual General Meeting

Company Name: INDO-SWISS CENTRE OF EXCELLENCE

Address of the venue of the AGM: 3A, 3rd Floor, Vascon Weikfield Chambers Satpal Malhotra Marg, Nagar Road PUNE MH 411014 IN

Nearest Landmark: Vascon Weikfield Chambers



Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U80102PN2016NPL164448

Name of the company: INDO-SWISS CENTRE OF EXCELLENCE

Registered office : 3A, 3rd Floor, Vascon Wekfield Chambers Satpal Malhotra Marg,
Nagar Road Pune MH 411014 IN.

Name of the Member	
Registered Address	
E-mail Id	
Folio No. / Client Id	
DP Id	

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:....., or failing him
2. Name:
Address:
E-mail Id:
Signature:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 07th Annual General Meeting of the Company, to be held on Friday 29th Day of September 2023 at 4.30 pm at 3A, 3rd Floor, Vascon Wekfield Chambers Satpal Malhotra Marg, Nagar Road Pune MH 411014 IN and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1	Adoption of Audited Financial Statements along with all its Annexures for the year ended 31 st March, 2023
2	Ratification of appointment of M/s Khandelwal Jain & Associates, Chartered Accountants as Statutory Auditors of the Company

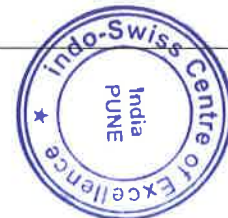
Signed this..... day of2023

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp of
Re.1

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



DIRECTOR'S REPORT

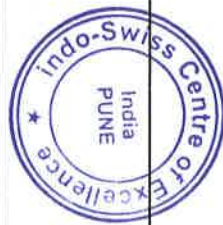
To,
The Member's
Indo – Swiss Centre of Excellence

Your directors take pleasure in presenting the Seventh Annual Report together with the audited statement of accounts of your company for the Financial Year ended 31st March 2023.

1. FINANCIAL RESULTS:

As the company has been incorporated under section 8 of the Companies Act, 2013 as a Not For Profit company with the objective to stimulate, propagate, encourage, support and promote activities related to Vocational Education, Skill Development for industry and agriculture, vocational education and training, soft skill development, leadership development, training of trainers, personality development continuing and professional education and skill development for adults and all other streams related to vocational education skills, and personality development and to promote activities related to development/ contribution to the development of education, training skills and entrepreneurial development and also to carry on activity related to education & healthcare industry. The Company has prepared its Income & Expenditure statement for the period from 1st April 2022 to 31st March 2023.

All amounts in rupees thousands unless otherwise stated			
Particulars	Schedule Nos.	For the year ended 31.03.2023	For the year ended 31.03.2022
INCOME			
Revenue From Operation	10(A)	104.75	103.03
Interest on FCRA Saving Bank & Fixed Deposits	10(B)	590.92	47.66
Donations Received	10(C)	73,731.09	-
TOTAL INCOME		74,426.76	150.69
TOTAL EXPENSES			
		5326.03	2575.40
Excess of Income over Expenditures (Before Taxes & Depreciation)		69,100.73	(2424.71)
Less: Depreciation		1,517.79	1,500.83
Less: Tax Expenses		-----	-----
Excess of Income over Expenditures (after Taxes)		67,582.93	(3,925.54)
Add: Balance b/f from the previous year		(14,342.02)	(10,416.48)
Balance Profit / (Loss) c/f for the next year		53,240.92	(14,342.02)



2. TRANSFER TO RESERVES:

Since there are no surplus, board does not propose to carry any amount to reserve.

3. NUMBER OF MEETINGS OF THE BOARD: -

During the Financial Year 2022-23, the Board of Directors duly 20th April 2022; 21st April 2022; 22nd July 2022; 09th August 2022; 26th September 2022; 30th November 2022; 15th December 2022; 20th February 2023 which is summarized in below table and the intervening gap between two meetings was within the period prescribed under Section 173 of the Companies Act, 2013 along with Rules made there under.

Further, the status of attendance of Board Meeting by each of Director is as follows: -

S. No	Name of Director	No. of Board Meeting Held	No. of Board Meeting Attended/Video Conferencing
1.	Mukesh Satpal Malhotra	8	8
2.	Ashwini Baldevraj Malhotra	8	8
3.	Milind Ram Wagle	8	8
4.	Sannadi Baskar Reddy	1	1
5.	Jayen Ramesh Shah	8	3
6.	Tushar Ramesh Shah	4	2
7.	Pramod Chandrakant Khade	8	8
8.	Rajendra Madhao Jog	8	6

4. MATERIAL CHANGES AND COMMITMENTS:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

5. LOANS, GUARANTEES AND INVESTMENTS:

The Company has not given any loans guarantees or made investments in terms of Section 186 of the Companies Act, 2013.



6. Foreign Exchange Earnings and Outgo:

Particulars	For the Period Ended 31st March, 2023	For the period ended 31st March 2022
Foreign exchange earning	NIL	NIL
Foreign exchange Outgo	NIL	NIL

7. Details of Contracts/ Arrangements with Related Parties & Their Jurisdiction

There are no contracts/ arrangements with related parties

8. Changes taken place after Balance sheet

No Such Changes have taken place.

9. Reasons for Revision in Financial Statement & Board's Report

The company has not revised its Financial Statement and/or the Board's Report.

10. Reply to Audit Qualification

There are no observations or qualifications contained in the Auditor's Report

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

There is change in the constitution of the Board of Directors of the Company during the year and post closure of the Financial Year the notable changes are as below

- a) Mr Sannadi Baskar Reddy Resigned as Director dated 20th April 2022 and Mr. Rajendra Jog was appointed as Additional Director Dated 20th April 2022 to replace the vacancy caused due to cessation of Mr Sannadi Baskar Reddy.
- b) Mr. Tushar Ramesh Shah Resigned as Director dated 19th August 2022 and Mr Jayen Ramesh Shah Resigned as Director post closure of the financial year i.e on dated 29th June 2023.

In view of the applicable provisions of the Companies Act, 2013, the Company is not mandatorily required to appoint any whole time KMPs.

12. Term of Director / Member

The present Board consists of Six Director's.

13. Capital

The company does not have share capital and it is Company Limited by Guarantee.



14. Statutory Auditors:

The Auditors M/S Khandelwal Jain & Associates, Chartered Accountants, Pune, the present statutory auditors were appointed in the last Annual General Meeting as per the provisions of Section 139 of the Companies Act, 2013 for the period of 5 years i.e. till the conclusion of 6th Annual General Meeting thereafter.

The Board recommends the members to ratify the appointment of Statutory Auditors of the Company.

15. Conservation of Energy:

Sr. No.	Particulars	Steps Taken
1	Steps taken or impact on conservation of energy	NA
2	Steps taken by the company for utilizing alternate source of energy	NIL
3	Capital Investment on energy conservation equipment's	NIL

16. Technology Absorption:

Sr. No.	Particulars	Steps Taken
1.	Efforts made towards Technology Absorption	NA
2.	Benefits Derived	NIL
3.	In case of imported technology (Imported during the last three years reckoned from the beginning of the financial year) – The details of technology imported, The year of import, Whether the technology been fully absorbed, areas where absorption has not taken place and reasons thereof	NIL
4.	Expenditure incurred on Research	NIL

17. Statement on Development and Implementation of Risk Management Policy:

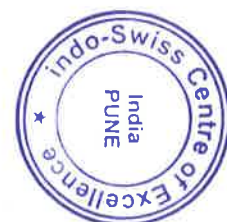
The Company is in the process of devising a risk management policy.

18. Providing Money to the Trustees for Purchase of its own share:

The company has not created any trust for the purchase of its own shares.

19. Names of Companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associates Companies during the year:

There are no such companies which have become or ceased to be the Company's Subsidiaries, Joint Ventures or Associates Companies.



20. Details relating to Deposit covered under Chapter V of the act and Deposits which are not in Compliance with requirements covered under Chapter V of the Act:

The Company has not invited / accepted any such deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013

21. Details of Significant and Material order passed by the Regulators or Courts or Tribunals impacting the Going Concern Status and Company's Operations in Future:

No such orders have been passed.

22. Details in respect of Adequacy of Internal Financial Controls with reference to the Financial Statements:

The Company has not devised any policy for ensuring adequacy of Internal Control

23. List of employees earning remuneration in excess of Managing Director / Manager/ Whole Time Director and holds not less than 2% shares of the company:

The Company being Section 8 Company these provisions are not applicable.

24. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) In the preparation of the annual accounts for the year ended 31st March, 2023, the Company has followed the applicable accounting standards and there are no material departures from the same.
- (b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2023 and of the profit and loss of the Company for that period.
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (d) The Directors have prepared the annual accounts on a 'going concern' basis.
- (e) The Company being unlisted, sub clause (e) of section 134(3) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.



25. The company being a Section 8 company and /or not falling within the given threshold limits, the following clauses are not covered in the reports they are not applicable:

1. Statement on declaration given by Independent Directors
2. Company's policy on appointments and remuneration of Directors etc.
3. Composition of Audit Committee (AC)
4. Reasons for not accepting recommendation of Audit committee
5. Vigil Mechanism
6. Annual Evaluation made by the Boards of its performance and that of its Committees and Individual Directors
7. Re-appointment of Independent Director
8. Disclosure of Ratio of the Remuneration of each directors to the Median Employee's Remuneration
9. Percentage increase in remuneration of each director and CEO in Financial Year.
10. Explanation on the Relationship between Average Increases in Remuneration and Company Performance.
11. Comparison of the Remuneration of the key managerial Personnel against the performance of the Company.
12. Key parameters for any variable components of remuneration availed by the directors
13. The ratio of the remuneration of the highest paid directors to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year.
14. Affirmation that the remuneration is as per the remuneration policy of the company.

26. SECRETARIAL STANDARDS:

During the year under review the Company has complied with Secretarial Standards on Board and General meetings issued by Institute of Company Secretaries of India.



27. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

28. GREEN INITIATIVE

Pursuant to Section 101 and 136 of the Act read with Companies (Management and Administration) Rules, 2014 and Companies (Accounts) Rules, 2014, the Company can send Notice of Annual General Meeting, financial statements and other communications in electronic form. Your Company shall be sending the Annual Report including the Notice of Annual General Meeting, Audited Financial Statements, Board's Report along with annexure etc. for the Financial Year 2022-2023 in the electronic mode to the shareholders who have registered their email ids with the Company Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses.

31. ACKNOWLEDGMENT

Your directors would like to express their sincere appreciation for the assistance and co-operation received from financial institutions, banks, Government authorities, customers, Vendors, and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff, and workers.

For & on behalf of the Board of Directors of

INDO-SWISS CENTRE OF EXCELLENCE



Mr. Mukesh Malhotra
Director
(DIN No. 00129504)



Mr. Ashwini Malhotra
Director
(DIN No. 00129609)

Date: -: 25/08/2023

Place:- Pune



INDEPENDENT AUDITOR'S REPORT

To,
The Members
Indo-Swiss Centre of Excellence
Pune.

Dear Members,

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Indo-Swiss Centre of Excellence (“the Company”), which comprise the statement of Assets and Liabilities as on 31/03/2023 and statement of Income and Expenditure for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as of 31st March 2023, the profit and loss for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.



Khandelwal Jain & Associates

Chartered Accountants

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.



Khandelwal Jain & Associates

Chartered Accountants

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From

Khandelwal Jain & Associates

Chartered Accountants

the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the

current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For Khandelwal Jain and Associates
Chartered Accountants
Firm Reg. No: 139253w



R. G. Nahar
(Partner)
Membership No.: 31177
UDIN: 23031177BGRKKT2013
Place: Pune
Date: 25/08/2023

INDO-SWISS CENTRE OF EXCELLENCE

Statement of Assets and Liabilities as on 31.03.2023

All amounts in rupees thousands unless otherwise stated

Sr. No.	Particulars	Schedule Nos.	As at the end of the Current Reporting Period	As at the end of the Current Reporting Period
			31.03.2023	31.03.2022
I	CONTRIBUTION AND LIABILITIES			
(1)	Member's Fund			
	(a) Corpus Fund	2	126,803.44	124,803.44
	(b) Reserves & Surplus	3	53,240.92	(14,342.02)
(2)	Current Liabilities			
	(a) Creditors / Trade Payable	4	1,055.29	360.00
	(b) Short term- Provisions			
	(i) Other Provisions	5	67.80	62.40
	TOTAL		181,167.45	110,883.82
II	ASSETS			
(1)	Non Current Assets			
	(a) Property Plant & Equipment			
	(i) Property Plant & Equipment	6	38,965.09	37,175.26
	(ii) Capital Work-in-progress	6	117,249.32	63,683.76
(2)	Current Assets			
	(a) Cash and Bank Balances	7	24,608.68	9,773.62
	(b) Short Term Loan & Advances	8	285.54	250.00
	(c) Other Current Assets	9	58.82	1.18
	TOTAL		181,167.45	110,883.82

Significant Accounting Policies
Notes on Financial Statements

1
1-12

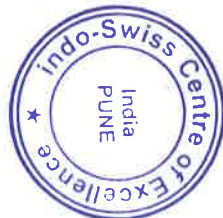
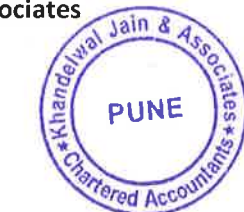
As per our attached report of even date

For Khandelwal Jain & Associates

Firm Regd. No.: 139253W
Chartered Accountants



R. G. Nahar
Partner
M. No 031177
Place : Pune
Date : 25/08/2023



For and on behalf of board of directors of Indo-Swiss Centre of Excellence



Director
(Mukesh Malhotra)
(DIN - 00129504)



Director
(Ashwini Malhotra)
(DIN - 00129609)

INDO-SWISS CENTRE OF EXCELLENCE

Statement of Income and Expenditure for the period 01.04.2022 to 31.03.2023

All amounts in rupees thousands unless otherwise stated

Particulars	Schedule Nos.	For the year ended 31.03.2023	For the year ended 31.03.2022
INCOME			
Revenue From Operation	10(A)	104.75	103.03
Interest on FCRA Saving Bank & Fixed Deposits	10(B)	590.92	47.66
Donations Received	10(C)	73,731.09	-
TOTAL INCOME		74,426.76	150.69
EXPENSES			
Expenses for CEA Training	11(A)	791.16	556.62
Other Expenses	11(B)	4,491.81	1,983.38
Audit Fees	11(C)	43.07	35.40
Depreciation		1,517.79	1,500.83
TOTAL EXPENSES		6,843.83	4,076.23
Excess of Income over Expenditures (Before Taxes)		67,582.93	(3,925.54)
Tax Expenses		-	-
Excess of Income over Expenditures (after Taxes)		67,582.93	(3,925.54)

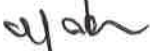
As per our attached report of even date

For Khandelwal Jain & Associates

Firm Regd. No.: 139253W

Chartered Accountants

For and on behalf of board of directors of Indo- Swiss Centre of Excellence



R. G. Nahar

Partner

M. No 031177

Place : Pune

Date: 25/08/2023




Director
(Mukesh Malhotra)
(DIN - 00129504)



Director
(Ashwini Malhotra)
(DIN - 00129609)

INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

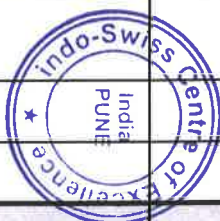
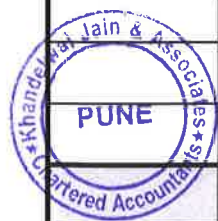
All amounts in rupees thousands unless otherwise stated

Schedule 2: Corpus Fund

Sr. No.	Particulars	31.03.2023	31.03.2022
1	CORPUS FUND		
	a) FCRA Contribution		
	Burckhardt Compression India Pvt. Ltd. - Pune	14,500.00	14,500.00
	Sulzer India Pvt. Ltd. - Pune	7,000.00	7,000.00
	Syngenta Foundation - Pune	22,803.44	22,803.44
	b) Member's Contribution		
	Weikfield Products Corporaion LLP	45,300.00	43,300.00
	Total	89,603.44	87,603.44
2	DONATIONS RECEIVED FROM:		
	Cotecna Inspection India Pvt. Ltd	5,000.00	5,000.00
	Eftec India Pvt. Ltd.	500.00	500.00
	Endress Hauser Flowtec India P.Ltd.	500.00	500.00
	Fine Organics Industries Ltd.	25,200.00	25,200.00
	Oerlikon Blazers Coating India Pvt. Ltd.	1,000.00	1,000.00
	Pesi Jal Padshah	1,000.00	1,000.00
	Praj Industries Ltd.	1,000.00	1,000.00
	Shree Venkateswar Sukriti Setu	500.00	500.00
	Taikisha Engineering India Pvt. Ltd.	2,500.00	2,500.00
	Total	37,200.00	37,200.00
Note - The Company is a Charitable Organisation and granted licence under section 8 of the Company's Act, 2013 and is limited by guarantee and hence does not have any share capital			
	Total Corpus Fund	126,803.44	124,803.44

Schedule 3 : Reserve & Surplus

Sr. No.	Particulars	31.03.2023	31.03.2022
	Income & Expenditure Account		
	As Per Last Balancesheet	(14,342.02)	(10,416.48)
	Add- Surplus / (Deficit) for the year	67,582.93	(3,925.54)
	Total	53,240.92	(14,342.02)



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

All amounts in rupees thousands unless otherwise stated

Schedule 4: Creditors

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Accurate Powertech India Pvt. Ltd,	134.31	-
2	Deokar Earthmovers	630.00	-
3	Ground 11- Architects	110.00	360.00
4	Touchwood Engineering & Projects Pvt. Ltd.	180.98	-
	Total	1,055.29	360.00

Schedule 4a: Creditors Ageing Schedule as at 31.03.2023

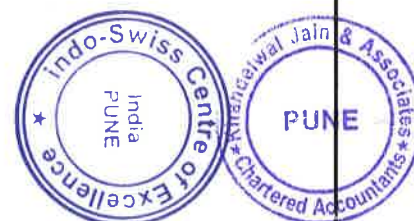
Sr.No	Particulars	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Others	945.29	-	110.00	-	1,055.29
3	MSME-Disputed	-	-	-	-	-
4	Disputed Dues-Others	-	-	-	-	-
	Total Trade Payables	945.29	-	110.00	-	1,055.29

Schedule 4a: Creditors Ageing Schedule as at 31.03.2022

Sr.No	Particulars	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Others	240.00	-	120.00	-	360.00
3	MSME-Disputed	-	-	-	-	-
4	Disputed Dues-Others	-	-	-	-	-
	Total Trade Payables	240.00	-	120.00	-	360.00

Schedule 5- Other Provisions

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Audit Fees Payable	37.80	32.40
2	Company Secretary Fees Payable	30.00	30.00
	TOTAL	67.80	62.40



INDO SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

Schedule 6- Property, Plant and Equipment

All amounts in rupees thousands unless otherwise stated

Particulars	Gross Block of Assets				Accumulated Depreciation			Net Block		
	Opening Bal. as on 01.04.2022	Additions	Deletions	Closing Bal. as on 31.03.2023	Opening Bal. as on 01.04.2022	Depreciation For the year	Adjustments due to deletions	Closing Bal. as on 31.03.2023	As on 31.03.2023	As on 31.03.2022
(A) Property, Plant and Equipment										
FURNITURE & FIXTURE	1,528.57	-	-	1,528.57	776.27	164.15	-	940.42	588.14	752.29
PLANT & MACHINERY	295.75	1,604.56	-	1,900.31	144.08	86.36	-	230.44	1,669.87	151.67
OFFICE EQUIPMENT	118.54	68.76	-	187.30	99.24	16.03	-	115.27	72.02	19.29
COMPUTER	307.99	-	-	307.99	280.47	12.10	-	292.57	15.43	27.53
ELECTRICAL INSTALLATIONS	175.88	1,634.30	-	1,810.18	132.30	16.67	-	148.96	1,661.22	43.58
BUILDING-CEA	38,625.86	-	-	38,625.86	2,444.97	1,222.48	-	3,667.45	34,958.41	36,180.90
(A) Total- Fixed Assets	41,052.59	3,307.62	-	44,360.21	3,877.33	1,517.79	-	5,395.11	38,965.09	37,175.26
(B) Capital Work-in-progress										
BUILDING-WIP	50,659.67	49,168.72	-	99,828.39	-	-	-	-	99,828.39	50,659.67
LAND DEVELOPMENT EXP.	13,024.09	4,396.84	-	17,420.93	-	-	-	-	17,420.93	13,024.09
(B) Total- WIP	63,683.76	53,565.56	-	117,249.32	-	-	-	-	117,249.32	63,683.76



INDO SWISS CENTRE OF EXCELLENCE

All amounts in rupees thousands unless otherwise stated

Schedule No. 7 : Cash and Bank Balances

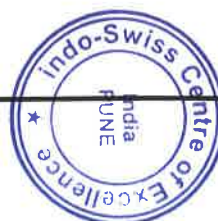
Sr. No.	Particulars	31.03.2023	31.03.2022
1	Cash and Cash Equivalants		
I	Bank balance in Current Accounts with Scheduled Banks:		
	a) HDFC Bank, Pune	-	9,631.93
	b) Axis Bank Limited, Pune	16.15	17.57
	c) Axis Bank Limited, FCRA A/c	93.65	90.89
II	Cash in Hand	20.95	33.23
III	Other Balances		
	a) Fixed Deposits with Banks	24,477.93	-
	TOTAL	24,608.68	9,773.62

Schedule No. 8: Short Term Loan & Advances

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Advance to Manbras Engineering & Projects Pvt. Ltd.	-	250.00
2	Advance to Schindler India Pvt. Ltd.	180.54	-
3	Advance to S K Enterprises	105.00	-
	TOTAL	285.54	250.00

Schedule No. 9: Other Current Assets

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Prepaid Expenses	-	1.18
2	TDS Receivable on Fixed Deposit Interest	58.82	-
	TOTAL	58.82	1.18



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

All amounts in rupees thousands unless otherwise stated

Schedule No. 10A : Revenue From Operation

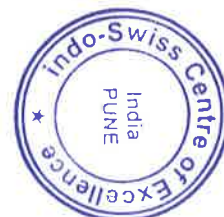
Sr. No.	Particulars	31.03.2023	31.03.2022
1	Income From Sale of Vegetables	104.75	103.03
	Total	104.75	103.03

Schedule No. 10B : Other Income

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Interest on FCRA A/c	2.76	47.66
2	Interest on Fixed Deposits	588.16	-
	Total	590.92	47.66

Schedule No. 10C : Donations Received

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Benninger India Pvt. Ltd.	150.00	-
2	Burckhardt Compression India Pvt. Ltd.	5,000.00	-
3	Cotecna Inspection India Pvt. Ltd.	6,600.00	-
4	Datwyler Pharma Packaging India Pvt. Ltd.	1,500.00	-
5	Fine Organics Industrie Ltd.	48,500.00	-
6	Geberit Plumbing Technology India pvt. Ltd.	500.00	-
7	Metrohm India Pvt. Ltd.	500.00	-
8	MMTC-PAMP India Pvt. Ltd.	590.00	-
9	Oetiker India Pvt. Ltd.	500.00	-
10	Poshs Metal Industries Pvt. Ltd.	500.00	-
11	Sulzer India Pvt. Ltd.	7,200.00	-
12	Syngenta Foundation India	2,191.09	-
	Total	73,731.09	-



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

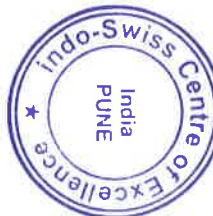
All amounts in rupees thousands unless otherwise stated

Schedule No. 11B : Other Expenses

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Bank Charges	1.42	19.82
2	Company Secretary Fees	15.00	15.00
3	Conveyance Expenses	-	2.80
4	Electrical Expenses	115.41	91.43
5	Function Exp.	230.72	-
6	Legal Charges	24.83	5.70
7	Membership Fees	8.85	8.85
8	Office Expenses	30.89	17.65
9	Postage & Courier Expenses	0.31	0.50
10	Pre - Incorporation Exps Written Off	-	27.20
11	Pre - Operative Expenses Written Off	-	407.43
12	Printing & Stationery	18.40	8.37
13	Professional Fees	1,560.75	835.00
14	Rate - Taxes and Fees	4.50	19.30
15	Repair & Maintenance Charges	106.63	45.00
16	Security Charges	341.11	341.29
17	Staff W/fare Expenses	-	32.79
18	Travelling Exp - Inland	32.99	94.45
19	UDA Skill Development Training Exp. - MRC	2,000.00	-
20	Website/ Internet Expenses	-	10.80
	Total	4,491.81	1,983.38

Schedule No. 11 C : Audit Expenses

Sr. No.	Particulars	31.03.2023	31.03.2022
1	Statutory Audit Fees	43.07	35.40
	Total	43.07	35.40



INDO-SWISS CENTRE OF EXCELLENCE

Schedule 12 : Financial Ratios

Ratios	Numerator	Denominator	FY 2022-23	FY 2021-22	% of Variance	Remarks for variance more than 25%
Current Ratio	Current Assets	Current Liabilities	22.22	23.73	(6.38)	There is significant change due to increase in the current assets
Debt Equity Ratio	Total Debt	Members Fund	-	-	-	Not Applicable
Debt Service Coverage Ratio	Net operating Income	Total Debt	-	-	-	Not Applicable
Return on Equity Ratio	Net Income	Members Fund	-	-	-	Not Applicable
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	-	-	-	Not Applicable
Trade Receivables Turnover Ratio	Sales	Average Account Receivables	-	-	-	Not Applicable
Trade Payables Turnover Ratio	Purchases	Average Account Payables	-	-	-	Not Applicable
Net Capital Turnover Ratio	Net sales	Average Working Capital	0.004	0.01	(42.01)	There is significant change due to increase in sales as compared to previous year and also working capital has been increased as compared to previous year.
Net Profit Ratio	Net profit after Tax	Net Sales	645.20	(38.10)	(1,793.43)	There is significant change due to increase in income as compared to previous year.
Return on Capital Employed	Earnings before Interest and Tax	Capital Employed	-	-	-	Since, it is Section 8 Company the objective of the company is not to earn profits on capital employed. This ratio is not applicable to it.
Return on Investment	Income generated from Investment	Average Investment	-	-	-	Not Applicable



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Significant Accounting Policies and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2023.

1. Company Overview –

Indo- Swiss Centre of Excellence (“the Company”) was incorporated in India on 12th May 2016 vide Registration No. - U80102PN2016NPL164448 as a Private Company Limited by Guarantee not having Share Capital. The Company is also registered under section 12AA of the Income Tax Act, 1961 vide Regn. No. PN/CIT(Exemp.)/Tech/12AA/Pune Rg/765/448/2016-17/6964.

The Primary focus of the company is to promote activities related to Vocational Education, Skill Development for Industry, and agriculture.

2. Significant Accounting Policies -

2.1 Basis of Preparation-

The financial statements have been prepared in conformity with Generally Accepted Accounting Principles in India to comply in all material respects with the notified Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The Financial Statements have been prepared under the historical cost convention on an accrual basis. The accounting policies applied by the company are consistent with those used in the previous year. The presentation of financial statement is in accordance with Schedule III of the Act.

2.2 Use of Estimates –

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, and disclosure of contingent liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. Accounting estimates could change from period to period. Actual results could differ from these estimates. Changes in estimates are reflected in financial statements in the period in which changes are made and, if material, the effects are disclosed in the notes to financial statements.

2.3 Property Plant and Equipment –

Property plant and equipment consists of furniture and fittings, buildings, office equipment, computers, electrical installations, and land development expenses. These assets are valued at their cost of acquisition.



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Significant Accounting Policies and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2023.

2.4 Depreciation –

Depreciation is provided under SLM method of accounting.
Useful life is considered as below-

Asset	Useful Life considered
Furniture and fittings	6-10 Years
Plant and Machinery (Office Equipment)	4-10 Years
Computers	4-5 Years
Electrical Installations	3 Years

2.5 Investments –

There are no investments made during the financial year, hence this is not applicable.

2.6 Inventories –

Not Applicable

2.7 Revenue Recognition –

Revenue is recognized on the basis of the donation received.

2.8 Foreign Currency Transaction –

The Company has not made any Foreign Currency payment. However, Second Instalment of FCRA Donation of Rs. 163,03,436/- received by company from its applicable members as per the letter from Ministry of Home Affairs, Government of India dated 18/11/2020 related to grant of Prior Permission under FCRA.

2.9 Employee Benefit Expenses –

(Amount in Thousands)

Sr. No.	Particular's	FY 2022-23	FY 2021-22
1	Salary to Staff	NIL	NIL
2	Staff Welfare	NIL	32.79
	Total	NIL	32.79

2.10 Provisions -



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Significant Accounting Policies and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2023.

2.10 Provisions -

The Company creates a provision when it has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a reliable estimate can be made of the amount of the obligation .A disclosure of contingent liability is made when there is a possible obligation that arises from past events whose existence will be confirmed by an occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. Contingent assets are neither recognized nor disclosed in the financial statements.

2.11 Leases –

No Asset given on Lease during the financial year.

2.12 Segment Reporting –

The Company operates only in one segment of business.

2.13 Government Grants –

No Government Grants received during the financial year.

2.14 Cash and Cash Equivalents –

Cash and Cash equivalents in the cash flow statement comprise cash at bank and in hand, cheques on hand, remittances in transit and short-term investment with an original maturity of three months or less

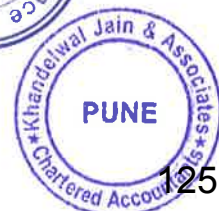
2.15 Accounting for Taxation –

The Company is registered u/s 12A of the Income Tax Act, 1961 and is therefore entitled to claim exemption from tax u/s 11 of the Act, hence provision for Taxation is not made in.

3. Payment to Auditors (Including GST)

(Amount in Thousands)

Particulars	Balance as on 31.03.2023	Balance as on 31.03.2022
Audit Fees	43.07	35.40



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Significant Accounting Policies and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2023.

4. Related Party Disclosures

Particulars	(Amount in Thousands)	
	31.03.2023	31.03.2022
Donation Received from Weikfield Products Corporation LLP	2,000.00	9,000.00
Donation Received from Fine Organic Industries Limited	48,500.00	25,200.00
Total	50,500.00	34,200.00

List of Related Parties and description of relationship:

Key Management Personnel: (1) Mr. Mukesh Malhotra, (2) Mr. Ashwini Malhotra, (3) Mr. Pramod Khade, Through Sulzer India Pvt. Ltd. (4) Mr. Milind Wagle, Through Burckhardt Compression India Pvt. Ltd, (5) Mr. Jayen Ramesh Shah Through Fine Organic Industries Ltd. (6) Mr. Tushar Ramesh Shah Through Fine Organic Industries Ltd. (7) Mr. Rajendra Jog, Through Syngenta Foundation India.

- Associate Companies & Firms:** - Weikfield Foods Private Limited
- Weikfield Products Corporation LLP
- Sulzer India Pvt. Ltd
- Burckhardt Compression India Pvt. Ltd
- Fine Organic Industries Ltd.
- Syngenta foundation, India

For M/s Khandelwal Jain & Associates
Firm Registration No.: 139253W
Chartered Accountants

Rajendra Nahar
(Partner)
M. No 031177

Place - Pune
Date - 25/08/2023



For & on behalf of
Indo-Swiss Centre of Excellence

Mukesh Malhotra
Director

(Mukesh Malhotra)
DIN No:129504

Ashwini Malhotra
Director

(Ashwini Malhotra)
DIN No: 129626



INDO-SWISS CENTRE OF EXCELLENCE

Financial Statements

For the year ended 31st March, 2024

Registered Office:

3A, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Nagar Road , Pune -411014

Auditors:

M/s Khandelwal Jain & Associates, 1st Floor, Alankar Cinema Building , Near Pune Station, Pune -411001

Bankers:

Axis Bank, kalyani Nagar Branch, Pune - 411014

HDFC Bank, Kalyani Nagar Branch, Pune - 411006

Company Secretary:

CS. Mr. Gaurav Bhutada

INDO-SWISS CENTRE OF EXCELLENCE

3A, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Nagar Road Pune
411014.

CIN: - U80102PN2016NPL164448

Email: - sunil_Gijare@weikfield.com Ph:- 020-66478300

LIST OF DIRECTORS AS ON 31ST MARCH 2024

DINN/PAN	Name of Director	Date of Appointment	Address	Nationality
00129609	Mr. Ashwini Baldevraj Malhotra	12/05/2016	A-8, Forest Park, Nagar Road, Opp. Darga Pune 411014.	Indian
00129504	Mr. Mukesh Satpal Malhotra	12/05/2016	A-9, Forest Park, Nagar Road, Opp. Darga Pune 411032.	Indian
07553399	Mr. Milind Ram Wagle	25/07/2017	Flat No 401, Varad Vastu, Jai Shivganga Soc Mayur Colony, Kothrud Pune 411038.	Indian
09368581	Mr. Pramod Chandrakant Khade	27/10/2021	S N - 48/1, Krisnakant, Ganesh Nagar, Swami Samarth Mandir, Wadgaon Sheri Pune 411014.	Indian
03011334	Mr. Rajendra Madhao Jog	20/04/2022	C-16, Garden Estate, Nagras Road, Aundh Pune 411007.	Indian

**FOR & ON BEHALF OF THE BOARD OF DIRECTORS OF
M/S INDO-SWISS CENTRE OF EXCELLENCE**



**MR. MUKESH MALHOTRA
DIRECTOR
DIN NO. 00129504**



**MR. ASHWINI MALHOTRA
DIRECTOR
DIN NO. 00129609**

Date: - 23/08/2024
Place:- Pune



INDO-SWISS CENTRE OF EXCELLENCE

3A, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Nagar Road Pune 411014.

CIN: - U80102PN2016NPL164448

Email: - sunil_gijare@weikfield.com Ph:- 020-66478300

NOTICE

NOTICE is hereby given that the Eight Annual General Meeting of the Members of the **INDO-SWISS CENTRE OF EXCELLENCE** will be held at its Registered Office situated at 3A Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, off Nagar Road, Pune 411014 on 18th day Sept of _____ 2024 at 03.30 pm to consider the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as of 31st March 2024 together with the report of the Board of Directors and Auditors thereon.
2. To ratify the appoint of M/s Khandelwal Jain & Associates, Chartered Accountants (FRN No: - 139253W), as Statutory Auditors of the Company and for the purpose, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s Khandelwal Jain & Associates, Chartered Accountants (FRN No:-139253W), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2024-25 on such remuneration as may be determined by the Board of Directors.”

**BY ORDER OF THE BOARD OF DIRECTORS,
M/S INDO-SWISS CENTRE OF EXCELLENCE**



**MR. MUKESH MALHOTRA
CHAIRMAN & DIRECTOR
DIN NO. 00129504**

Date: 23/08/2024

Place: Pune



NOTES:

1. A member is entitled to attend and vote at the Annual General meeting (the "Meetings") is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy need not be a member of the company. However, Proxies in order to be effective should be duly stamped, completed, signed & deposited at the office of the company at least 48 hours before the commencement of the meeting.
2. Proxies in order to be effective must be lodged with the company at its registered office at least 48 hours before the time appointed for the meeting.
3. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting as per the requirement of Secretarial Standards-1 (SS-1) as issued by the Institute of Company Secretaries of India (ICSI).
4. Members are requested to:
 - (a) Notify immediately of any change in their address to the Company.
 - (b) Quote their folio number in all correspondence with the Company.
5. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
6. **Voting during the meeting**
 - a) If the number of present at the meeting is less than 50, then by way of show of hands unless poll is demanded
 - b) In all other cases, by poll.
 - i) Poll will take place by way of email.
 - ii) The company shall provide a designated email address to all members at the time of sending the notice of the meeting.
 - iii) The confidentiality of the password and other privacy issues associated with the designated email address shall be strictly maintained by the company at all times.
 - iv) Due safeguards with regard to authenticity of email address(es) and other details of the members shall also be taken by the company.
 - v) During the meeting, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company. The said emails shall only be sent to the designated email address circulated by the company in advance.
 - vi) In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result.

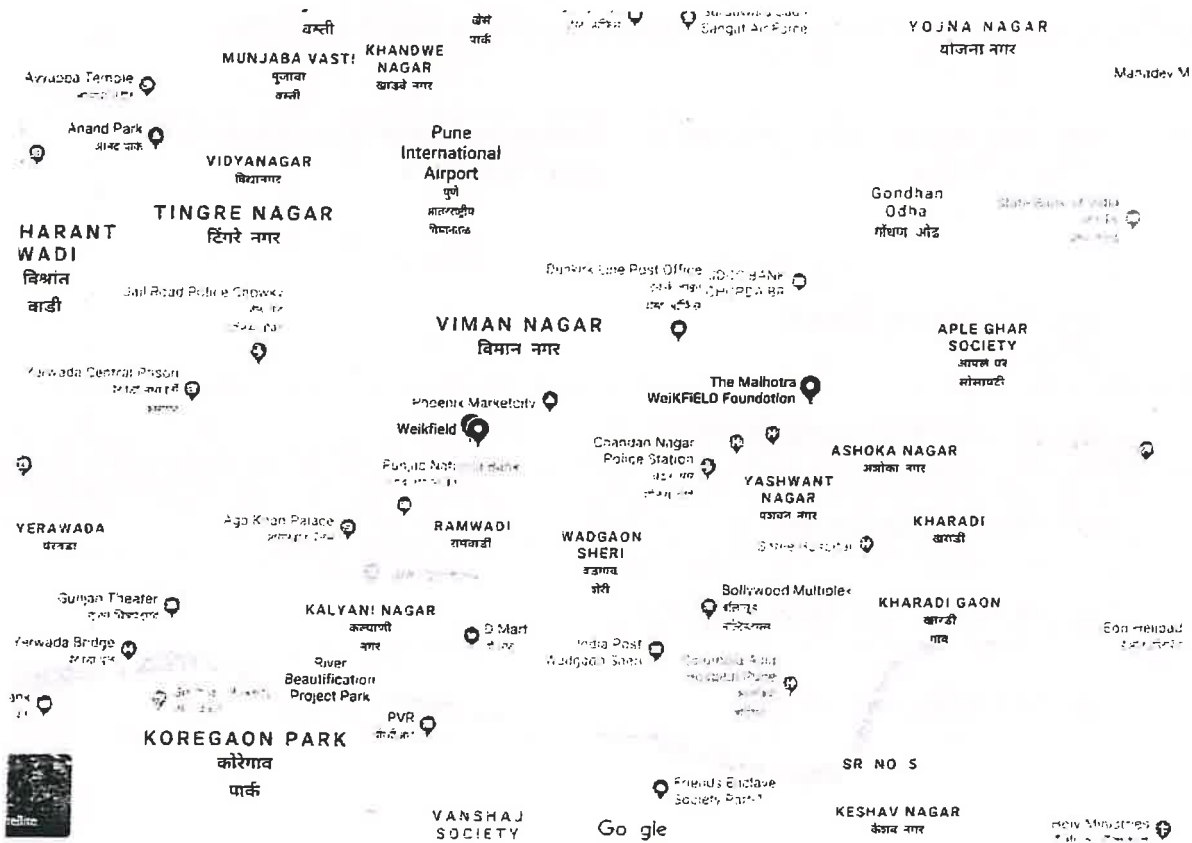


Route Map for the venue of the Annual General Meeting

Company Name: INDO-SWISS CENTRE OF EXCELLENCE

Address of the venue of the AGM: 3A, 3rd Floor, Vascon Weikfield Chambers Satpal Malhotra Marg, Nagar Road Pune 411014.

Nearest Landmark: Vascon Weikfield Chambers



Acknowledgement for Receipt of the e-Notice of the Annual General Meeting if given by Hand

Name of the Company: INDO-SWISS CENTRE OF EXCELLENCE

Notice for Annual General Meeting Dated: _____ 2024 at 03.30 pm

Venue: 3A, Vascon Weikfield Chambers Satpal Malhotra Marg, Nagar Road Pune 411014.

Sr. no	Name of the shareholders, Directors & of the Company	Date of the Receipt of the Annual General Meeting e-Notice
1.	MR. ASHWINI BALDEVRAJ MALHOTRA	
2.	MR. MUKESH SATPAL MALHOTRA	
3.	MR. MILIND RAM WAGLE	
4.	MR. PRAMOD CHANDRAKANT KHADE	
5.	MR. RAJENDRA MADHAO JOG	



INDO-SWISS CENTRE OF EXCELLENCE

3A, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Nagar Road Pune 411014.

CIN: - U80102PN2016NPL164448

Email: - sunil.Gijare@weikfield.com Ph:- 020-66478300

DIRECTOR'S REPORT

To,
The Member's
INDO – SWISS CENTRE OF EXCELLENCE

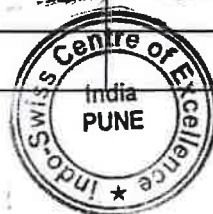
Your Director's have pleasure in presenting the Eighth Annual Report together with the audited statement of accounts of your company for the Financial Year ended 31st March, 2024.

1. FINANCIAL RESULTS:

As the Company has been incorporated under section 8 of the Companies Act, 2013 as a Not-for-Profit Company with the objective to stimulate, propagate, encourage, support and promote activities related to Vocational Education, Skill Development for industry and agriculture, etc and such various objects as stated in Memorandum of Association of the Company. The Company has prepared its Income & Expenditure statement for the period from 1st April 2023 to 31st March 2024.

FINANCIAL HIGHLIGHTS:

Particulars	Year ended 31 st March 2024 (Amt in Rs)	Year ended 31 st March 2023 (Amt in Rs)
Revenue	2,18,440	1,04,750
Other Income	4,17,07,590	7,37,31,090
Total Expenses	70,44,670	68,43,810
Profit/(Loss) before taxation	3,48,81,360	6,75,82,950
Less – Depreciation	00	00
Profit/(Loss) before taxation	3,48,81,360	6,75,82,950
Less: Tax Expense	00	00
Add: Extraordinary Items – Earlier year Depreciation	00	00
Profit/(Loss) after tax	3,48,81,360	6,75,82,950
Add: Balance B/F from the previous year	---	---
Balance Profit /(Loss) C/F to the next year	---	---



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2. TRANSFER TO RESERVES:

The board does not propose to carry any amount to reserve.

3. NUMBER OF MEETINGS OF THE BOARD: -

During the Financial Year 2023-24, the Board of Directors duly 02nd April 2023; 29th June 2023; 09th August 2023; 25th September 2023; 07th November 2023; 30th November 2023; 20th January 2024 which is summarized in below table and the intervening gap between two meetings was within the period prescribed under Section 173 of the Companies Act, 2013 along with Rules made there under.

Further, the status of attendance of Board Meeting by each of Director is as follows: -

S. No	Name of Director	No. of Board Meeting Held	No. of Board Meeting Attended/Video Conferencing
1.	Mukesh Satpal Malhotra	7	7
2.	Ashwini Baldevraj Malhotra	7	7
3.	Milind Ram Wagle	7	7
4.	Pramod Chandrakant Khade	7	7
5.	Rajendra Madhao Jog	7	7

4. MATERIAL CHANGES AND COMMITMENTS:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

5. LOANS, GUARANTEES AND INVESTMENTS:

The Company has not given any loans guarantees or made investments in terms of Section 186 of the Companies Act, 2013.



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6. Foreign Exchange Earnings and Outgo:

Particulars	For the Period Ended 31st March, 2024	For the period ended 31st March 2023
Foreign exchange earning	NIL	NIL
Foreign exchange Outgo	NIL	NIL

7. Details of Contracts/ Arrangements with Related Parties & Their Jurisdiction

There are no contracts/ arrangements with related parties

8. Changes taken place after Balance sheet

No Such Changes have taken place.

9. Reasons for Revision in Financial Statement & Board's Report

The company has not revised its Financial Statement and/or the Board's Report.

10. Reply to Audit Qualification

There are no observations or qualifications contained in the Auditor's Report

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

There are changes in the constitution of the Board of Directors of the Company during the Financial Year the notable changes are as below;

- a) Mr. Jayen Ramesh Shah resigned as director from the company with effect from 29th June 2023.

In view of the applicable provisions of the Companies Act, 2013, the Company is not mandatorily required to appoint any whole time KMPs.

12. Term of Director / Member

The present Board consists of Five Director's.



INDO-SWISS CENTRE OF EXCELLENCE

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13. Capital

The company does not have share capital and it is Company Limited by Guarantee.

14. Statutory Auditors:

The Auditors M/S Khandelwal Jain & Associates, Chartered Accountants, Pune, the present statutory auditors were appointed in the last Annual General Meeting as per the provisions of Section 139 of the Companies Act, 2013 for the period of 5 years.

The Board recommends the members to ratify the appointment of Statutory Auditors of the Company.

15. Conservation of Energy:

Sr. No.	Particulars	Steps Taken
1	Steps taken or impact on conservation of energy	NA
2	Steps taken by the company for utilizing alternate source of energy	NIL
3	Capital Investment on energy conservation equipment's	NIL

16. Technology Absorption:

Sr. No.	Particulars	Steps Taken
1.	Efforts made towards Technology Absorption	NA
2.	Benefits Derived	NIL
3.	In case of imported technology (Imported during the last three years reckoned from the beginning of the financial year) – The details of technology imported, The year of import, Whether the technology been fully absorbed, areas where absorption has not taken place and reasons thereof	NIL
4.	Expenditure incurred on Research	NIL



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17. Statement on Development and Implementation of Risk Management Policy:

The Company is in the process of devising a risk management policy.

18. Providing Money to the Trustees for Purchase of its own share:

The company has not created any trust for the purchase of its own shares.

19. Names of Companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associates Companies during the year:

There are no such companies which have become or ceased to be the Company's Subsidiaries, Joint Ventures or Associates Companies.

20. Details relating to Deposit covered under Chapter V of the act and Deposits which are not in Compliance with requirements covered under Chapter V of the Act:

The Company has not invited / accepted any such deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013

21. Details of Significant and Material order passed by the Regulators or Courts or Tribunals impacting the Going Concern Status and Company's Operations in Future:

No such orders have been passed.

22. Details in respect of Adequacy of Internal Financial Controls with reference to the Financial Statements:

The Company has not devised any policy for ensuring adequacy of Internal Control

23. List of employees earning remuneration in excess of Managing Director / Manager / Whole Time Director and holds not less than 2% shares of the company:

The Company being Section 8 Company these provisions are not applicable.

24. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) In the preparation of the annual accounts for the year ended 31st March 2024, the Company has followed the applicable accounting standards and there are no material departures from the same.



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- (b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31stMarch 2024 and of the profit and loss of the Company for that period.
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (d) The Directors have prepared the annual accounts on a 'going concern' basis.
- (e) The Company being unlisted, sub clause (e) of section 134(3) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

25. The company being a Section 8 company and /or not falling within the given threshold limits, the following clauses are not covered in the reports they are not applicable:

1. Statement on declaration given by Independent Directors
2. Company's policy on appointments and remuneration of Directors etc.
3. Composition of Audit Committee (AC)
4. Reasons for not accepting recommendation of Audit committee
5. Vigil Mechanism
6. Annual Evaluation made by the Boards of its performance and that of its Committees and Individual Directors
7. Re-appointment of Independent Director
8. Disclosure of Ratio of the Remuneration of each Directors to the Median Employee's Remuneration



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9. Percentage increase in remuneration of each director and CEO in Financial Year.
10. Explanation on the Relationship between Average Increases in Remuneration and Company Performance.
11. Comparison of the Remuneration of the key managerial Personnel against the performance of the Company.
12. Key parameters for any variable components of remuneration availed by the directors
13. The ratio of the remuneration of the highest paid directors to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year.
14. Affirmation that the remuneration is as per the remuneration policy of the company.

26. SECRETARIAL STANDARDS:

During the year under review the Company has complied with Secretarial Standards on Board and General Meetings issued by Institute of Company Secretaries of India.

27. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.



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28. GREEN INITIATIVE

Pursuant to Section 101 and 136 of the Act read with Companies (Management and Administration) Rules, 2014 and Companies (Accounts) Rules, 2014, the Company can send Notice of Annual General Meeting, financial statements and other communications in electronic form. Your Company shall be sending the Annual Report including the Notice of Annual General Meeting, Audited Financial Statements, Board's Report along with annexure etc. for the Financial Year 2023-2024 in the electronic mode to the shareholders who have registered their email ids with the Company Shareholders who have not registered their e mail addresses so far are requested to register their e mail addresses.

29. ACKNOWLEDGMENT

Your directors would like to express their sincere appreciation for the assistance and co-operation received from financial institutions, banks, Government authorities, customers, Vendors, and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff, and workers.

**FOR & ON BEHALF OF THE BOARD OF DIRECTORS OF
M/S INDO-SWISS CENTRE OF EXCELLENCE**



MR. MUKESH MALHOTRA
Chairman & Director
DIN NO. 00129504



MR. ASHWINI MALHOTRA
Director
DIN NO. 00129609

Date: - : 20/08/2024
Place: - Pune



INDO-SWISS CENTRE OF EXCELLENCE

3A, Vascon Weikfield Chambers, Shri Satpal Malhotra Marg, Nagar Road, Pune 411014

CIN: - U80102PN2016NPL164448

Email: - sunil_gijare@weikfield.com Ph: - 020-66478300

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING OF THE COMPANY M/S INDO-SWISS CENTRE OF EXCELLENCE HELD ON THE 18TH SEPTEMBER 2024 AT THE REGISTERED OFFICE OF COMPANY AT 03:30 P.M.

APPOINTMENT OF STATUTORY AUDITORS

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 **M/S KHANDELWAL JAIN & ASSOCIATES**, Chartered Accountants, Pune be and are hereby re-appointed as Statutory Auditors of the Company at a remuneration to be decided by Director and the Chartered Accountants mutually plus other out-of-pocket expenses incurred for the purposes of audit.”

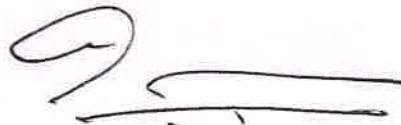
“RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to issue necessary appointment letter along with the certified copy of this resolution to **M/S KHANDELWAL JAIN & ASSOCIATES** Chartered Accountants, Pune.”

CERTIFIED TRUE COPY

**FOR AND ON BEHALF OF BOARD OF DIRECTORS OF,
M/S INDO-SWISS CENTRE OF EXCELLENCE**



**MR. MUKESH MALHOTRA
DIRECTOR
DIN: 00129504**



**MR. ASHWINI MALHOTRA
DIRECTOR
DIN: 00129609**

Date: 23/08/2024
Place: Pune



Khandelwal Jain & Associates

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To,
The Members
Indo-Swiss Centre of Excellence
Pune.

Dear Members,

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Indo-Swiss Centre of Excellence ("the Company"), which comprise the statement of Assets and Liabilities as on 31/03/2024 and Statement of Income and Expenditure for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, and the Statement of Income and Expenditure for the period ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.



Khandelwal Jain & Associates

Chartered Accountants

We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information other than the Financial Statements and Auditors' Report Thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



Khandelwal Jain & Associates

Chartered Accountants

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



Khandelwal Jain & Associates

Chartered Accountants

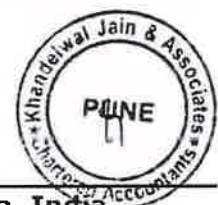
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

1. This report does not contain a statement on the matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, in our opinion, and according to the information and explanations given to us, the Order is not applicable in case of the Company being a Section 8 Company.
2. (A). As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet and the Statement of Income and Expenditure dealt with by this report are in agreement with the books of account;
 - d. The financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;



Khandelwal Jain & Associates

Chartered Accountants

e. On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

f. Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; and

(B). With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

a. The Company does not have any pending litigations which would impact its financial position;

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

d. (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

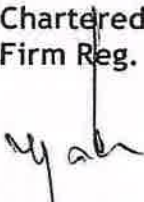


Khandelwal Jain & Associates

Chartered Accountants

- (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material mis-statement.
- e. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- f. Based on our examination, which included test checks, the Company has not used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For Khandelwal Jain and Associates
Chartered Accountants
Firm Reg. No: 139253w


R. G. Nahar
Partner

Membership No.: 31177
UDIN: 24031177BKCFQ1710
Place: Pune
Date: 25-08-2024



INDO-SWISS CENTRE OF EXCELLENCE

Statement of Assets and Liabilities as on 31.03.2024

All amounts in rupees thousands unless otherwise stated

Sr. No.	Particulars	Schedule Nos.	As at the end of	As at the end of
			the Current Reporting Period	the Current Reporting Period
			31.03.2024	31.03.2023
I	CONTRIBUTION AND LIABILITIES			
(1)	Member's Fund			
	(a) Corpus Fund	2	128,803.44	126,803.44
	(b) Reserves & Surplus	3	88,122.28	53,240.92
(2)	Non- Current Liabilities			
	(a) Long Term Borrowings	4	39,716.67	-
(3)	Current Liabilities			
	(a) Short Term Borrowings	5	4,933.33	-
	(b) Creditors / Trade Payable	6	5,411.41	1,155.74
	(c) Short term- Provisions			
	(i) Other Provisions	7	188.28	67.80
	TOTAL		267,671.41	181,167.45
II	ASSETS			
(1)	Non Current Assets			
	(a) Property Plant & Equipment			
	(i) Property Plant & Equipment	8	39,911.18	38,965.09
	(ii) Capital Work-in-progress	8	216,279.01	117,249.32
(2)	Current Assets			
	(a) Cash and Bank Balances	9	9,830.71	24,608.69
	(b) Short Term Loan & Advances	10	1,197.32	285.54
	(c) Other Current Assets	11	453.19	58.82
	TOTAL		267,671.41	181,167.45

Material Accounting Policy Information
Notes on Financial Statements

1
1-14

As per our attached report of even date

For Khandelwal Jain & Associates

Firm Regd. No.: 139253W

Chartered Accountants

R. G. Nahar

Partner

M. No 031177

Place : Pune

Date : 23/08/2024



For and on behalf of board of directors of Indo-Swiss Centre of Excellence

Mukesh Malhotra

Director
(Mukesh Malhotra)
(DIN - 00129504)

Ashwini Malhotra

Director
(Ashwini Malhotra)
(DIN - 00129609)



INDO-SWISS CENTRE OF EXCELLENCE

Statement of Income and Expenditure for the period 01.04.2023 to 31.03.2024

All amounts in rupees thousands unless otherwise stated

Particulars	Schedule Nos.	For the year ended 31.03.2024	For the year ended 31.03.2023
INCOME			
Revenue From Operation	12(A)	218.44	104.75
Interest on FCRA Saving Bank & Fixed Deposits	12(B)	560.59	590.92
Donations Received	12(C)	41,147.00	73,731.09
TOTAL INCOME		41,926.03	74,426.76
EXPENSES			
Expenses for CEA Training	13(A)	204.10	791.16
Other Expenses	13(B)	4,734.52	4,491.80
Audit Fees	13(C)	45.43	43.07
Depreciation		2,060.63	1,517.79
TOTAL EXPENSES		7,044.67	6,843.81
Excess of Income over Expenditures (Before Taxes)		34,881.36	67,582.95
Tax Expenses		-	-
Excess of Income over Expenditures (after Taxes)		34,881.36	67,582.95

As per our attached report of even date

For Khandelwal Jain & Associates

Firm Regd. No.: 139253W

Chartered Accountants



R. G. Nahar

Partner

M. No 031177

Place : Pune

Date: 23/08/2024

For and on behalf of board of directors of Indo- Swiss Centre of Excellence

Mukesh Malhotra

Director

(Mukesh Malhotra)

(DIN - 00129504)

Ashwini Malhotra

Director

(Ashwini Malhotra)

(DIN - 00129609)



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

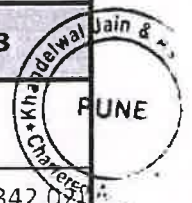
All amounts in rupees thousands unless otherwise stated

Schedule 2: Corpus Fund

Sr. No.	Particulars	31.03.2024	31.03.2023
1	CORPUS FUND		
	a) FCRA Contribution		
	Burckhardt Compression India Pvt. Ltd. - Pune	14,500.00	14,500.00
	Sulzer India Pvt. Ltd. - Pune	7,000.00	7,000.00
	Syngenta Foundation - Pune	22,803.44	22,803.44
	b) Member's Contribution		
	Weikfield Products Corporaion LLP	47,300.00	45,300.00
	Total	91,603.44	89,603.44
2	DONATIONS RECEIVED FROM:		
	Cotecna Inspection India Pvt. Ltd	5,000.00	5,000.00
	Eftec India Pvt. Ltd.	500.00	500.00
	Endress Hauser Flowtec India P.Ltd.	500.00	500.00
	Fine Organics Industries Ltd.	25,200.00	25,200.00
	Oerlikon Blazers Coating India Pvt. Ltd.	1,000.00	1,000.00
	Pesi Jal Padshah	1,000.00	1,000.00
	Praj Industries Ltd.	1,000.00	1,000.00
	Shree Venkateswar Sukriti Setu	500.00	500.00
	Taikisha Engineering India Pvt. Ltd.	2,500.00	2,500.00
	Total	37,200.00	37,200.00
	Note - The Company is a Charitable Organisation and granted licence under section 8 of the Company's Act, 2013 and is limited by guarantee and hence does not have any share capital		
	Total Corpus Fund	128,803.44	126,803.44

Schedule 3 : Reserve & Surplus

Sr. No.	Particulars	31.03.2024	31.03.2023
	Income & Expenditure Account		
	As Per Last Balancesheet	53,240.92	(14,342.02)
	Add- Surplus / (Deficit) for the year	34,881.36	67,582.94
	Total	88,122.28	53,240.92



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

All amounts in rupees thousands unless otherwise stated

Schedule 4- Long Term Borrowings

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Loan From ICICI Bank	39,716.67	-
	TOTAL	39,716.67	-

Schedule 5- Short Term Borrowings

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Loan From ICICI Bank (Payable within next 12 months)	4,933.33	-
	TOTAL	4,933.33	-

Schedule 6: Creditors

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Accurate Powertech India Pvt. Ltd.	-	134.31
2	Deokar Earthmovers	630.00	630.00
3	Ground 11- Architects	110.00	110.00
4	Paradigm Building Solutions Pvt. Ltd.	3,320.72	-
5	Touchwood Engineering & Projects Pvt. Ltd.	1,846.69	180.98
	Total	5,907.41	1,055.29

Schedule 6a: Creditors Ageing Schedule as at 31.03.2024

Sr.No	Particulars	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Others	3,320.72	2,476.69	110.00	-	5,907.41
3	MSME-Disputed	-	-	-	-	-
4	Disputed Dues-Others	-	-	-	-	-
	Total Trade Payables	3,320.72	2,476.69	110.00	-	5,907.41

Schedule 6a: Creditors Ageing Schedule as at 31.03.2023

Sr.No	Particulars	Outstanding for the following periods from due date of payment				Total
		Less than 1 year	1-2 Year	2-3 Years	More than 3 Years	
1	MSME	-	-	-	-	-
2	Others	945.29	-	110.00	-	1,055.29
3	MSME-Disputed	-	-	-	-	-
4	Disputed Dues-Others	-	-	-	-	-
	Total Trade Payables	945.29	-	110.00	-	1,055.29

Schedule 7- Other Loans, advances & Provisions

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Audit Fees Payable	41.58	37.80
2	Company Secretary Fees Payable	30.00	30.00
3	TDS Payable	116.70	-
	TOTAL	188.28	67.80



Term Loan of Rs.4,50,00,000/- from ICICI Bank is taken during the Financial Year 2023-24 and carries interest Repo Rate + 2.75% (Presently Repo Rate is 6.5%). The principal amount is reduce by Rs.1,00,000 each month for first 12 months from the date of disbursement and then it is reduce by Rs. 4,05,556 each month for balance tenor i.e 108 months. The loan is secured by exclusive charge on immovable fixed asset.

INDO SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Assets and Liabilities

Schedule 8- Property, Plant and Equipment

All amounts in rupees thousands unless otherwise stated

Particulars	Gross Block of Assets				Accumulated Depreciation			Net Block		
	Opening Bal. as on 01.04.2023	Additions	Deletions	Closing Bal. as on 31.03.2024	Opening Bal. as on 01.04.2023	Depreciation For the year	Adjustments due to deletions	Closing Bal. as on 31.03.2024	As on 31.03.2024	As on 31.03.2023
(A) Property, Plant and Equipment										
URNITURE & FIXTURE	1,528.57	-	-	1,528.57	940.43	132.14	-	1,072.57	456.00	588.14
LANT & MACHINERY	1,900.31	1,388.67	-	3,288.98	230.44	212.29	-	442.73	2,846.25	1,669.87
OFFICE EQUIPMENT	187.30	198.82	-	386.12	115.27	33.43	-	148.71	237.41	72.02
OMPUTER	307.99	-	-	307.99	292.57	-	-	292.57	15.43	15.43
ELECTRICAL INSTALLATIONS	1,810.18	447.11	-	2,257.29	148.96	355.95	-	504.91	1,752.38	1,661.22
BUILDING-CEA	38,625.86	-	-	38,625.86	3,667.45	1,222.48	-	4,889.93	33,735.93	34,958.41
VEHICLES	-	972.13	-	972.13	-	104.34	-	104.34	867.79	-
1) Total - Fixed Assets	44,360.21	3,006.73	-	47,366.93	5,395.13	2,060.63	-	7,455.75	39,911.18	38,965.09
(B) Capital Work-in-progress										
BUILDING-W P	39,828.39	97,288.79	-	197,117.17	-	-	-	-	197,117.17	99,828.39
AND DEVELOPMENT EXP.	17,420.93	-	-	17,420.93	-	-	-	-	17,420.93	17,420.93
None Projec WIP	-	1,740.91	-	1,740.91	-	-	-	-	1,740.91	-
3) Total- WIP	57,249.31	99,029.70	-	216,279.01	-	-	-	-	216,279.01	117,249.32



INDO SWISS CENTRE OF EXCELLENCE

All amounts in rupees thousands unless otherwise stated

Schedule No. 9 : Cash and Bank Balances

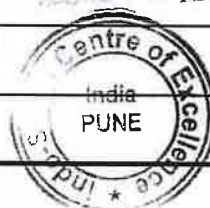
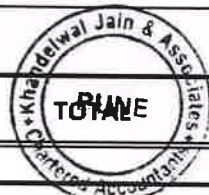
Sr. No.	Particulars	31.03.2024	31.03.2023
1	Cash and Cash Equivalent		
I	<u>Bank balance in Current Accounts with Scheduled Banks:</u>		
	a) Axis Bank Limited, Pune	15.44	16.15
	b) Axis Bank Limited, FCRA A/c	96.50	93.65
	c) ICICI Bank Ltd., Pune	3,167.33	-
II	<u>Cash in Hand</u>	41.76	20.95
III	<u>Other Balances</u>		
	a) Fixed Deposits with Banks	6,509.68	24,477.93
	TOTAL	9,830.71	24,608.68

Schedule No. 10: Short Term Loan & Advances

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Advance to Schindler India Pvt. Ltd.	180.54	180.54
2	Advance to S K Enterprises	-	105.00
3	Advance to The Deccan Constructios	1,016.78	
	TOTAL	1,197.32	285.54

Schedule No. 11: Other Current Assets

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Accrued Interest Receivable	128.23	-
2	TDS Receivable on Fixed Deposit Interest	106.60	58.82
3	Security Deposit with MSEDCI	134.79	-
4	Prepaid Expenses	83.57	-
	TOTAL	453.19	58.82



INDO-SWISS CENTRE OF EXCELLENCE**Schedules Forming Part of Statement of Income and Expenditure**

All amounts in rupees thousands unless otherwise stated

Schedule No. 12A : Revenue From Operation

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Income From Sale of Vegetables	218.44	104.75
	Total	218.44	104.75

Schedule No. 12B : Other Income

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Interest on FCRA & Savings A/c	82.74	2.76
2	Interest on Fixed Deposits	477.85	588.16
	Total	560.59	590.92

Schedule No. 12C : Donations Received

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Accurate Gauging & Instruments P Ltd	500.00	-
2	ATZ Shipping Trade & Transport P. Ltd	1,000.00	-
3	Benninger India Pvt. Ltd.	-	150.00
4	Burckhardt Compression India Pvt. Ltd.	5,800.00	5,000.00
5	Cotecna Inspection India Pvt. Ltd.	5,000.00	6,600.00
6	Datwyler Pharma Packaging India Pvt. Ltd.	-	1,500.00
7	Equator Appliances India Pvt. Ltd.	500.00	-
8	Fine Organics Industrie Ltd.	15,000.00	48,500.00
9	Geberit Plumbing Technology India pvt. Ltd.	-	500.00
10	Give Foundation	525.00	-
11	Jetsynthesys	1,100.00	-
12	Metrohm India Pvt. Ltd.	-	500.00
13	MMTC-PAMP India Pvt. Ltd.	-	590.00
14	Oetiker India Pvt. Ltd.	500.00	500.00
15	Poshs Metal Industries Pvt. Ltd.	-	500.00
16	Praj Foundation	500.00	-
17	Prakash Dhoka	500.00	-
18	Prakash Doshi	1,000.00	-
19	RIJ Engineering Pvt. Ltd.	1,000.00	-
20	Roedl & Partner Consulting Pvt. Ltd.	800.00	-
21	Sulzer India Pvt. Ltd.	3,770.00	7,200.00
22	Sumaiya Cazi	2.00	-
23	Tal Tech India Pvt. Ltd.	500.00	-
24	Syngenta Foundation India	3,150.00	2,191.09
	Total	41,147.00	73,731.09



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

All amounts in rupees thousands unless otherwise stated

Schedule No. 13A : Expenses For CEA Trading

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Farm Crops & Seed - Exps	-	116.90
2	Farm Tools and Consumables / Repairs	14.00	162.93
3	Function exp / Student welfare	-	31.63
4	Hostel Rent and Electricity Expenses	40.74	38.18
5	Labour Charges	24.70	207.14
6	Office Expenses	-	39.86
7	Printing & Stationery	-	8.01
8	Security Expensees	113.40	113.71
9	Telephone / Internet expenses	-	24.54
10	Transport charges - Vegitable sales	11.25	34.40
11	Water Expenses	-	13.86
	Total	204.10	791.16



INDO-SWISS CENTRE OF EXCELLENCE

Schedules Forming Part of Statement of Income and Expenditure

All amounts in rupees thousands unless otherwise stated

Schedule No. 13B : Other Expenses

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Advertising & Publicity Exp.	41.30	-
2	Bank Charges	0.71	1.42
3	Company Secretary Fees	15.00	15.00
4	Drone Project Exp.	589.18	-
5	Power Expenses - MSEDCCL	158.17	115.41
6	Foreign Travelling Exp.	222.05	-
7	Function Exp.	664.92	230.72
8	Insurance	75.47	-
9	Legal Charges	10.02	24.83
10	Machinery Tools	46.27	-
11	Membership Fees	23.60	8.85
12	Office Expenses	381.82	30.89
13	Postage & Courier Expenses	0.24	0.31
14	Printing & Stationery	22.50	18.40
15	Processing Fees & Stamp Duty Charges for Term Loan	458.85	-
16	Professional Fees	1,117.32	1,560.75
17	Rate - Taxes and Fees	38.98	4.50
18	Repair & Maintenance Charges	277.18	106.63
19	Security Charges	340.20	341.11
20	Staff W/fare Expenses	13.22	-
21	Stipend	140.00	-
22	Travelling Exp - Inland	79.52	32.99
23	UDA Skill Development Training Exp. - MRC	-	2,000.00
24	Website/ Internet Expenses	18.00	-
	Total	4,734.52	4,491.80

Schedule No. 13 C : Audit Expenses

Sr. No.	Particulars	31.03.2024	31.03.2023
1	Statutory Audit Fees	45.43	43.07
	Total	45.43	43.07



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Material Accounting Policy Information and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2024.

1. Company Overview –

Indo- Swiss Centre of Excellence (“the Company”) was incorporated in India on 12th May 2016 vide Registration No. - U80102PN2016NPL164448 as a Private Company Limited by Guarantee not having Share Capital. The Company is also registered under section 12AA of the Income Tax Act, 1961 vide Regn. No. PN/CIT(Exemp.)/Tech/12AA/Pune Rg./765/448/2016-17/6964.

The Primary focus of the company is to promote activities related to Vocational Education, Skill Development for Industry, and agriculture.

2. Material Accounting Policy Information -

2.1 Basis of Preparation-

The financial statements have been prepared in conformity with Generally Accepted Accounting Principles in India to comply in all material respects with the notified Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The Financial Statements have been prepared under the historical cost convention on an accrual basis. The accounting policies applied by the company are consistent with those used in the previous year. The presentation of financial statement is in accordance with Schedule III of the Act.

2.2 Use of Estimates –

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, and disclosure of contingent liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. Accounting estimates could change from period to period. Actual results could differ from these estimates. Changes in estimates are reflected in financial statements in the period in which changes are made and, if material, the effects are disclosed in the notes to financial statements.

2.3 Property Plant and Equipment –

Property plant and equipment consists of furniture and fittings, buildings, office equipment, computers, electrical installations, and land development expenses. These assets are valued at their cost of acquisition.



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Material Accounting Policy Information and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2024.

2.4 Depreciation –

Depreciation is provided under SLM method of accounting.
Useful life is considered as below-

Asset	Useful Life considered
Furniture and fittings	6-10 Years
Plant and Machinery (Office Equipment)	4-10 Years
Computers	4-5 Years
Electrical Installations	10 Years

2.5 Investments –

There are no investments made during the financial year, hence this is not applicable.

2.6 Inventories –

Not Applicable

2.7 Revenue Recognition –

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the amount can be measured reliably.

2.8 Employee Benefit Expenses –

(Amount in Thousands)

Sr. No.	Particular's	FY 2023-24	FY 2022-23
1	Salary to Staff	NIL	NIL
2	Staff Welfare	13.22	32.79
	Total	13.22	32.79

2.9 Provisions -

The Company creates a provision when it has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a reliable estimate can be made of the amount of the obligation .A disclosure of contingent liability is made when there is a possible obligation that arises from past events whose existence will be confirmed by



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Material Accounting Policy Information and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2024.

an occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. Contingent assets are neither recognized nor disclosed in the financial statements.

2.10 Leases –

No Asset given on Lease during the financial year.

2.11 Segment Reporting –

The Company operates only in one segment of business.

2.12 Government Grants –

No Government Grants received during the financial year.

2.13 Cash and Cash Equivalents –

Cash and Cash equivalents comprise cash at bank and on hand, cheques on hand, remittances in transit and short-term investment with an original maturity of three months or less.

2.14 Accounting for Taxation –

The Company is registered u/s 12A of the Income Tax Act, 1961 and is therefore entitled to claim exemption from tax u/s 11 of the Act, hence provision for Taxation is not made in.

3. Payment to Auditors (Including GST)

(Amount in Thousands)

Particulars	Balance as on 31.03.2024	Balance as on 31.03.2023
Audit Fees	45.43	43.07



INDO- SWISS CENTRE OF EXCELLENCE

REGD OFFICE - 3A, 3RD FLOOR VASCON WEIKFIELD CHAMBERS, SHRI SATPAL MALHOTRA MARG,
BEHIND NOVOTEL HOTEL, NAGAR ROAD, PUNE – 411014

Material Accounting Policy Information and Notes to Accounts forming part of the Financial Statements for the year ended March 31, 2024.

4. Related Party Disclosures

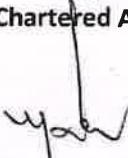
Particulars	(Amount in Thousands)	
	31.03.2024	31.03.2023
Donation Received from Weikfield Products Corporation LLP	2,000.00	2,000.00
Donation Received from Fine Organic Industries Limited	15,000.00	48,500.00
Total	17,000.00	50,500.00

List of Related Parties and description of relationship:

Key Management Personnel: (1) Mr. Mukesh Malhotra, (2) Mr. Ashwini Malhotra, (3) Mr. Pramod Khade, Through Sulzer India Pvt. Ltd. (4) Mr. Milind Wagle, Through Burckhardt Compression India Pvt. Ltd, (5) Mr. Jayen Ramesh Shah Through Fine Organic Industries Ltd. (6) Mr. Tushar Ramesh Shah Through Fine Organic Industries Ltd. (7) Mr. Rajendra Jog, Through Syngenta Foundation India.


- Associate Companies &Firms:** - Weikfield Foods Private Limited
- Weikfield Products Corporation LLP
- Sulzer India Pvt. Ltd
- Burckhardt Compression India Pvt. Ltd
- Fine Organic Industries Ltd.
- Syngenta foundation, India

For M/s Khandelwal Jain & Associates
Firm Registration No.: 139253W
Chartered Accountants


Rajendra Nahar
(Partner)
M. No 031177



For & on behalf of
Indo-Swiss Centre of Excellence


Director
(Mukesh Malhotra)
DIN No:129504




Director
(Ashwini Malhotra)
DIN No: 129626



INDO-SWISS

CENTRE OF EXCELLENCE

PROVISIONAL RECEIPTS & PAYMENTS FROM 01-04-2025 TO 31-12-2025

Particulars	Amount in Thousand
Opening Balance	2553.96
RECEIPTS	
Donation Received	2181.93
Refund of advance from Supplier	1956.69
Other Income - Interest Income from Bank	29.28
Rent	105.00
Income Tax refund including Interest	52.79
Loan from Directors	8500.00
Total Receipts	12825.69
PAYMENTS	
Expenses for CEA and CEMT training	1241.89
Advances paid to equipmnet suppliers	0.00
Purchase of Plant and Machinery	659.14
Buidling Constrction WIP	2916.74
Payments to Creditors	608.00
Other expenses	618.43
Audit and Co Sec fees Paid during the year	73.20
Total Payments for objects of the Company	6117.39
Add: repayment of principal amount of Loan taken of Capital Expenditure	3700.00
Total Payments during Year	9817.39
Balance (I + II - III)	5562.26
Reconciliation of Balances	
Balance in - Axis Bank	2.39
Balance in Bank - ICICI Bank	3520.09
Balance in - SBI Bank	14.13
Cash in Hand	
Balance in HDFC Banks	2025.65
Total Reconciliation of Balances	5562.26

For Indo Swiss Centre of Excellence

Mukesh Malhotra

Mukesh Malhotra
Director

Rajendra Jog
Rajendra Jog
Director



CIN U80102PN2016NPL 164448

SECTION VI - LEGAL AND OTHER OUTSTANDING LITIGATION

*None of our Company, Directors and Promoters ("**Relevant Parties**") are party to any:*

- (i) pending litigation involving the Relevant Parties or any other person, whose outcome could have a material adverse effect on the financial position of our Company, which may affect the issue or the investor's decision to invest / continue to invest in the Issue; acts of material frauds committed against our Company in the last three years, if any, and if so, the action taken by our Company;
- (ii) pending proceedings initiated against our Company for economic offences;
- (iii) any litigation or legal action pending or taken against our Promoters or Directors by a Government Department or a statutory body during the last three years immediately preceding the year of the issue of this Draft Fund Raising Document;
- (iv) any material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against our Company/Promoters, litigations resulting in material liabilities, corporate restructuring event etc.) which may affect the issue or the investor's decision to invest in the Issue; fines imposed on or compounding of offences done by our Company in the last three years immediately preceding the year of this Draft Fund Raising Document;
- (v) any default or non-payment of statutory dues by our Company;
- (vi) inquiries, inspections or investigations initiated or conducted under the securities laws or Companies Act, 2013, or any previous companies law (including where there were any prosecutions filed and whether such prosecutions are pending or not) and fines imposed or compounding of offences by our Company in the last three years immediately preceding the year of issue of this Draft Fund Raising Document against our Company; and
- (vii) details of disciplinary action taken by SEBI or Stock Exchanges against our Promoters in the last five financial years, including outstanding action.

Accordingly, there are no proceedings pending against the Directors and Promoters which are expected to have any material adverse effect on the operations or financial position of our Company

GOVERNMENT & OTHER APPROVALS

Our Company has received the necessary licenses, permissions and approvals from the Central and State Governments and other government agencies/regulatory authorities/certification bodies required to undertake the Issue or continue our activities. In view of the approvals listed below, we can undertake the Issue and our current activities and no further major approvals from any governmental/regulatory authority or any other entity are required to be undertaken, in respect of the Issue or to continue our business activities. It must, however, be distinctly understood that in granting the above approvals, the Government of India and other authorities do not take any responsibility for the financial soundness of our Company or for the correctness of any of the statements or any commitments made or opinions expressed in this behalf.

The Company's registration under Section 8 of Companies Act, 2013, the main objects clause of the Memorandum of Association of our Company and the objects incidental, enable our Company to carry out its activities.

A. Approvals for the Issue

- (i) At the meeting of the Board of Directors of our Company held on October 17, 2025, the Board of Directors approved the issuance of ZCZP Instruments to the public. Subsequently, on November 13, 2025, the Board of Directors of our Company approved the filing of this draft fund raising document.
- (ii) Our Company, our Promoters and/or our Promoter Group and/or the Directors have not been debarred from accessing the securities market by SEBI.
- (iii) Our Company has obtained Confirmation from Khandelwal Jain & Associates [FRN: 139253W] of eligibility criteria for being identified as Social Enterprise as specified under Regulation 292E of Chapter X-A of SEBI ICDR Regulations.
- (iv) Our Company has obtained valid registration as Not for Profit Organization on BSE Social Stock Exchange under the registration number BSESENPO0078 w.e.f. January 27, 2025.

B. Approvals pertaining to Incorporation of Company

Particulars	Registration No	Applicable Law	Issuing Authority	Date of Issue
Certificate of Incorporation	U80102PN2016NPL164448	Companies Act, 2013	RoC - Pune	May 12 th , 2016

C. Tax Related Approvals

Particulars	Registration No.	Applicable Law	Issuing Authority	Date of Issue	Valid Till
Permanent Account Number	AAECI1292B	Income Tax Act, 1961	Income Tax Department	May 27, 2016	Until cancelled
Tax Deduction Account Number	PNEI07579F	Income Tax Act, 1961	Income Tax Department	June 01, 2016	Until cancelled
80G Registration	AAECI1292B25 PN01	Income Tax Act, 1961	Income Tax Department	July 03, 2025	AY 2027-28
12A Registration	AAECI1292B24 PN01	Income Tax Act, 1961	Income Tax Department	January 24, 2025	AY 2027-28

D. Other Approvals

Particulars	Registration No.	Applicable Law	Issuing Authority	Issue Date	Valid Till
Foreign Contribution (Regulation) Registration	083930777	Foreign Contribution (Regulation) Act,	Ministry of Home Affairs (Foreigners Division)	24/08/2023	23/08/2028
Registration of Entities for undertaking CSR activities	CSR00002072	Companies Act,2013	Ministry Of Corporate Affairs	14/04/2021	Until cancelled

E. Intellectual Property

We have not obtained any Trademark Registrations.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Issuer's Absolute Responsibility

"The Issuer, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Fund Raising Document contains all information with regard to the Issuer and the Issue which is material in the context of the Issue, that the information contained in this Draft Fund Raising Document is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading."

Authority for the Issue

At the meeting of the Board of Directors of our Company held on 13-11-2025, the Board of Directors approved the issuance of ZCZP Instruments to the public.

The ZCZP Instruments will be issued on terms and conditions as set out in this Draft Fund-Raising Document, the issue of which is being made as decided by the Board of Directors.

Prohibition by SEBI, RBI or governmental authorities

1. Our Company, our Promoters and/or our Promoter Group and/or the Directors have not been debarred from accessing the securities market by SEBI.
2. None of our Promoters or Directors of our Company is a promoter or director of another company which has been debarred from accessing the securities market or dealing in securities by SEBI.
3. Our Company, Directors and our Promoters have not been categorized as a Wilful Defaulter.
4. None of our Directors and/or our Promoters have been declared as a Fugitive Economic Offender, under Section 12 of the Fugitive Economic Offenders Act, 2018.

Eligibility of our Company for the Issue

Our Company is eligible to undertake this Issue in compliance with Regulation 292E of the SEBI ICDR Regulations, as follows:

- a) Our Company is engaged in promoting education, employability and livelihoods.
- b) Our Company targets youngsters who have completed their 10th or 12th standard and from a rural or semi urban background to upgrade their skill and give them the exposure to high tech machineries which would be helpful for their upliftment.
- c) Revenue from our operations is more than 67% of the immediately preceding 3-year average of the SE's revenue comes from providing eligible activities to members of the target population.
- d) The annual spending of our Company during Financial Year 2024-2025 was ₹ 4,173.25 Lakhs.
- e) The annual funding received by our Company during Financial Year 2024-2025 was 18,436.59 lakhs and
- f) During the period from 1st April, 2025 to 31st December, 2025, The Entity's total Receipts amounts to ₹ 12,825.69 Thousand and Total Payments Amounts to ₹ 5,562.26 Thousand (*Refer Section V*)
- g) Auditor pursuant to their certificate dated 03rd April,2026 have confirmed the eligibility of our Company under Regulation 292E of the SEBI ICDR Regulations and SSE Framework Circular.

Other confirmations

1. Our Company is not in default of payment of interest or repayment of principal amount in respect of non- convertible securities, for a period of more than six months, since our Company has not issued any non - convertible securities as on the date of this Draft Fund-Raising Document.
2. Our Company confirms that there are no fines or penalties levied by SEBI or the Stock Exchanges, pending to be paid by our Company as on the date of this Draft Fund-Raising Document.
3. Since our Company has not issued any non - convertible securities or debt securities or preference shares, as on the date of this Draft Fund-Raising Document, our Company

has not defaulted in:

- a. the repayment of deposits or interest payable thereon; or
- b. redemption of preference shares; or
- c. redemption of debt securities and interest payable thereon; or
- d. payment of dividend to any shareholder; or
- e. repayment of any term loan or interest payable thereon, in the last three financial years and the current financial year.

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE ISSUE DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE ISSUE DOCUMENT. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

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AS REQUIRED, A COPY OF THIS FUND-RAISING DOCUMENT HAS BEEN SUBMITTED TO BOMBAY STOCK EXCHANGE OF INDIA LIMITED (HEREINAFTER REFERRED TO AS BSE). BSE HAS GIVEN VIDE ITS LETTER REF.: [●] DATED [●], PERMISSION TO THE ISSUER TO USE THE EXCHANGE’S NAME IN THIS FUND-RAISING DOCUMENT AS ONE OF THE STOCK EXCHANGES ON WHICH THIS ISSUER’S SECURITIES ARE PROPOSED TO BE LISTED. THE EXCHANGE HAS SCRUTINIZED THIS FUND-RAISING DOCUMENT FOR ITS LIMITED INTERNAL PURPOSE OF DECIDING ON THE MATTER OF GRANTING THE AFORESAID PERMISSION TO THIS ISSUER. IT IS TO BE DISTINCTLY UNDERSTOOD THAT THE AFORESAID PERMISSION GIVEN BY BSE SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE FUND RAISING

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DISCLAIMER IN RESPECT OF JURISDICTION

THE ISSUE IS BEING MADE IN INDIA, TO INSTITUTIONAL, NON-INSTITUTIONAL INVESTORS AND RETAIL INVESTORS. THIS DRAFT FUND-RAISING DOCUMENT WILL NOT, HOWEVER CONSTITUTE AN OFFER TO SELL OR AN INVITATION TO SUBSCRIBE FOR THE ZCZP INSTRUMENTS OFFERED HEREBY IN ANY JURISDICTION OTHER THAN INDIA TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE AN OFFER OR INVITATION IN SUCH JURISDICTION. ANY PERSON INTO WHOSE POSSESSION THIS DRAFT FUND-RAISING DOCUMENT COMES IS REQUIRED TO INFORM HIMSELF OR HERSELF ABOUT, AND TO OBSERVE, ANY SUCH RESTRICTIONS.

DISCLAIMER STATEMENT FROM THE ISSUER

THE ISSUER ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHER THAN IN THIS DRAFT FUND-RAISING DOCUMENT OR ANY OTHER MATERIAL ISSUED BY OR AT THE INSTANCE OF OUR COMPANY AND THAT ANYONE PLACING RELIANCE ON ANY OTHER SOURCE OF INFORMATION WOULD BE DOING SO AT THEIR OWN RISK.

UNDERTAKING BY THE ISSUER

INVESTORS ARE ADVISED TO READ THE RISK FACTORS CAREFULLY BEFORE TAKING AN INVESTMENT DECISION IN THIS ISSUE. FOR TAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE ISSUE INCLUDING THE RISKS INVOLVED. THE SECURITIES HAVE NOT BEEN RECOMMENDED OR APPROVED BY ANY REGULATORY AUTHORITY IN INDIA, INCLUDING THE SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”) NOR DOES SEBI GUARANTEE THE ACCURACY OR ADEQUACY OF THIS DOCUMENT. SPECIFIC ATTENTION OF INVESTORS IS INVITED TO THE STATEMENT OF THE “RISK FACTORS” CHAPTER ON PAGE 12 OF THIS DRAFT FUND-RAISING DOCUMENT.

OUR COMPANY, HAVING MADE ALL REASONABLE INQUIRIES, ACCEPTS RESPONSIBILITY FOR, AND CONFIRMS THAT THIS ISSUE DOCUMENT CONTAINS ALL INFORMATION WITH REGARD TO OUR COMPANY AND THE ISSUE, THAT THE INFORMATION CONTAINED IN THIS DRAFT FUND RAISING DOCUMENT IS TRUE AND CORRECT IN ALL MATERIAL ASPECTS AND IS NOT MISLEADING IN ANY MATERIAL RESPECT, THAT THE OPINIONS AND INTENTIONS EXPRESSED HEREIN ARE HONESTLY HELD AND THAT THERE ARE NO OTHER FACTS, THE OMISSION OF WHICH MAKE THIS DRAFT FUND RAISING DOCUMENT AS A WHOLE OR ANY OF SUCH INFORMATION OR THE EXPRESSION OF ANY SUCH OPINIONS OR INTENTIONS MISLEADING IN ANY MATERIAL RESPECT.

THE ISSUER HAS NO SIDE LETTER WITH ANY ZCZP INSTRUMENT HOLDERS. ANY COVENANTS LATER ADDED SHALL BE DISCLOSED ON THE STOCK EXCHANGE'S

WEBSITES WHERE THE ZCZP INSTRUMENTS ARE LISTED.

OUR COMPANY DECLARES THAT NOTHING IN THIS DRAFT FUND-RAISING DOCUMENT IS CONTRARY TO THE PROVISIONS OF COMPANIES ACT, 2013, THE SECURITIES CONTRACTS (REGULATION) ACT, 1956 AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992 AND THE RULES AND REGULATIONS MADE THEREUNDER.

Listing

BSE Social Stock Exchange has been appointed as the Designated Stock Exchange.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing at the Stock Exchange mentioned above are taken within 10 (ten) trading days from the Issue Closing Date.

Consents

Consents in writing of: (a) the Directors, Chief Executive Officer, Compliance Officer, (b) the Registrar to the Issue, (c) Legal Counsel to the Issue; and (d) Escrow Collection Bank, have been obtained from them and the same will be filed along with a copy of this Draft Fund Raising Document with the RoC as required under Section 26 of the Companies Act, 2013. Further, such Consents have not been withdrawn up to the time of delivery of this Draft Fund-Raising Document with the Stock Exchanges.

Minimum Subscription

In terms of the SEBI ICDR Regulations, for an issuer undertaking a public issue of zero coupon zero principal instruments the minimum subscription for such public issue of zero coupon zero principal instruments shall be 75% of the Issue Size.

If our Company does not receive the minimum subscription of 75% of Issue Size, prior to the Issue Closing Date, the entire Application Amount shall be refunded to the Applicants.

Further, no separate arrangements have been made in case of subscription above 75% of the Issue Size but below 100% of the Issue Size.

In case the subscription above 75% of the Issue Size but below 100% of the Issue Size is not arranged, the impact on achieving social objectives will be arrived at on pro-rata basis.

Underwriting

The Issue is not underwritten.

Issue Related Expenses

The expenses of the Issue include, *inter alia*, fees payable to the Registrar to the Issue, printing and distribution expenses, legal fees, advertisement expenses and listing fees. The Issue expenses and listing fees will be paid from the proceeds of the Issue by our Company.

The estimated breakdown of the total expenses for the Issue shall be as specified in this Draft Fund-Raising Document. For further details, see, "*Objects of the Issue*" on page 29 of this Draft Fund-Raising Document.

Utilization of Issue Proceeds

Our Board of Directors certifies that:

- (i) all monies received out of the Issue of the ZCZP Instruments to the public shall be transferred to a separate bank account maintained with a scheduled bank, other than the bank account referred to in section 40(3) of the Companies Act, 2013;
- (ii) details of all monies utilised out of the Issue referred to in sub-item (i) shall be disclosed under an appropriate separate head in our balance sheet indicating the purpose for which such monies were utilised;
- (iii) details of all unutilised monies out of the Issue referred to in sub-item (i), if any, shall be disclosed under an appropriate separate head in our balance sheet indicating the form of financial assets in which such unutilised monies have been invested; and
- (iv) we shall utilize the Issue proceeds only after (a) receipt of the minimum subscription of 75% of the Issue Size pertaining to the Issue; (b) completion of Allotment in compliance with Section 40 of the Companies Act, 2013; and (c) receipt of listing approval from the Stock Exchanges.

Public / Rights Issues of Equity Shares in the three years preceding the date of this Draft Fund-Raising Document Rights Issues / Public Issues by our Company

Our Company has not undertaken any public issue or rights issue of securities in the three years preceding the date of this Draft Fund-Raising Document.

Public/Rights Issues by our listed Group Companies in the three years preceding the date of this Draft Fund-Raising Document:

Our Company does not have any listed Group Companies as on the date of this Draft Fund-Raising Document.

Public Issues / Rights Issues by our listed Subsidiaries in the three years preceding the date of this Draft Fund-Raising Document

Our Company does not have any Subsidiaries as on the date of this Draft Fund-Raising Document.

Delay in listing

Our Company has not issued any non – convertible securities in the past.

Refusal of listing of any security of the issuer during last three years by any of the stock exchanges in India or abroad.

There has been no refusal of listing of any security of our Company during the last three years prior to the date of this Draft Fund-Raising Document by any Stock Exchange in India.

Dividend

Our Company being registered under Section 8 of the Companies Act, 2013 is prohibited to declare dividends.

Revaluation of assets

Our Company has not revalued its assets in the last three years.

Mechanism for redressal of investor grievances

The Registrar Agreement dated _____ (*will be updated while filing FRD*) between the Registrar to the Issue and our Company provides for retention of records with the Registrar to the Issue for a period of at least eight years from the last date of dispatch of the Allotment Advice and demat credit to enable the investors to approach the Registrar to the Issue for redressal of their grievances.

All grievances relating to the Issue may be addressed to the Registrar to the Issue, giving full details such as name, address of the Applicant, number of ZCZP Instruments applied for and amount paid on application.

The contact details of Registrar to the Issue are as follows:

KFin Technologies Limited

Address: The Centrium @ The Phoenix Market City, 3rd Floor, LBS Marg, Kurla – West, Mumbai, Maharashtra, India. – 400 070,

Telephone Number: 91 8108665517

Fax Number: +91 40 6716 1563

Email: ISCE.ipo@kfintech.com

Website: www.kfintech.com

Investor Grievance Email: einward.ris@kfintech.com

Contact Person: Mr. Binish Mistry

SEBI Registration No: INR000000221

CIN: L72400MH2017PLC444072

The Registrar shall endeavor to redress complaints of the investors within three (3) days of receipt of the complaint and continue to do so during the period it is required to maintain records under the RTA Regulations and our Company shall extend necessary co-operation to the Registrar for its complying with the said regulations.

However, the Registrar shall ensure that the time taken to redress investor complaints does not exceed seven (7) days from the date of receipt of complaint. The Registrar shall provide a status report of investor complaints and grievances on a quarterly basis to our Company. Similar status reports should also be provided to our Company as and when required by our Company.

Investors may contact the Registrar to the Issue or the Company Secretary/Compliance Officer in case of any pre- issue or post Issue related issues such as non-receipt of Allotment Advice, demat credit, etc.

Our Company has obtained authentication on the Securities and Exchange Board of India Complaints Redress System (“SCORES”) and shall comply with the SEBI circulars in relation to redressal of investor grievances through SCORES.

Details of Auditor to the Issuer:

Name of the Auditor	Address
M/s. Khandelwal Jain & Associates, Chartered Accountants	1 st Floor, Alankar Cinema Building, Near Railway Station, Pune, Maharashtra - 411 001.

Change in auditors of our Company for the financial years ended March 31, 2025, March 31, 2024, March 31, 2023, and till the date of this Draft Fund-Raising Document

There have been no changes in the auditors of our Company during the three years preceding the date of this Draft Fund-Raising Document.

Auditors' Remarks

There are no reservations or qualifications or adverse remarks in the Auditors' report on the financial statements of our Company in the last three Financial Years immediately preceding this Draft Fund Raising Document, except there is a modification in auditor's report for the year ended March 31, 2025; March 31, 2024 and March 31, 2023 under the head "other legal and regulatory requirements" in paragraph 2(i)(vi) on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 related to audit trail feature not enabled for direct changes to data when using special rights.

Trading

The ZCZP Instruments of our Company are proposed to be listed on the Stock Exchanges. The ZCZP Instruments shall not be made available for trading in the secondary market.

Caution

Attention of the applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who:

- (a) makes or abets making of an application in a fictitious name to a company for acquiring or subscribing for, its securities; or*
- (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or*
- (c) otherwise induces directly or indirectly a company to allot, or register any transfer of securities to him, or*

any other person in a fictitious name shall be liable for action under section 447."

Disclaimer in respect of Jurisdiction

Exclusive jurisdiction for the purpose of the Issue is with the competent courts of jurisdiction in Mumbai, Maharashtra.

SECTION VII - ISSUE RELATED INFORMATION
ISSUE STRUCTURE

The details of the issue as well as the terms and conditions of the ZCZP Instruments are as follows:

Issuer	INDO - SWISS CENTRE OF EXCELLENCE
Type of instrument/ Name of security/ Seniority	ZCZP
Nature of the Instrument	ZCZP
Mode of the Issue	Public Issue
Seniority	NA
Lead Managers	NA
Debenture Trustee	NA
Depositories	CDSL and NSDL
Registrar	KFin Technologies Limited
Issue	Public issue of zero coupon zero principal instruments of our Company of face value of ₹ 1/- each aggregating up to ₹ 5 crore, on the terms and in the manner set forth herein.
Minimum Subscription	Minimum subscription is 75% of the Issue, i.e., ₹ 3.75 Crores
Issue Size	₹ 5 crores
Option to Retain Oversubscription Amount	NA
Eligible Investors	Please see “ <i>Issue Procedure – Who can apply?</i> ” on page 190 of this Draft Fund-Raising Document.
Objects of the Issue	Please see “ <i>Objects of the Issue</i> ” on page 29 of this Draft Fund-Raising Document.
Details of Utilization of the Proceeds	Please see “ <i>Objects of the Issue</i> ” on page 29 of this Draft Fund-Raising Document.
Interest Rate on each category of investor	NA
Step up/ Step Down Interest rates	NA
Interest type (fixed, floating or other structure)	NA
Interest reset process (including rates, spread, effective date, interest rate cap and floor etc.)	NA
Frequency of interest payment	NA
Interest payment date	NA
Day count basis	NA
Interest on application money	NA

Default Interest rate	NA
Tenure	The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met 18 months from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. For further details, please see “Objects of the Issue” on page 29 of this Draft Fund-Raising Document.
Disclosure of Interest/ Dividend/	NA
Redemption Date	NA
Redemption Amount	NA
Redemption Premium/ Discount	NA
Face Value	₹ 1/- per ZCZP Instrument
Issue Price	₹ 1/- per ZCZP Instrument
Discount at which security is issued and the effective yield as a result of such discount	NA
Put date	NA
Put price	NA
Call date	NA
Call price	NA
Put notification time (Timelines by which the investor needs to intimate our Company before exercising the put)	NA
Call notification time (Timelines by which our Company needs to intimate the investor before exercising the call)	NA
Minimum Application size	₹1,000 (i.e. 1,000 ZCZP Instruments)
Market Lot/ Trading Lot	The ZCZP Instruments are not tradable in the secondary market.
Pay-in date	Application Date. The entire Application Amount is payable on Application.
Credit Ratings	NA
Listing	The ZCZP Instruments are proposed to be listed on the BSE Social Stock Exchange. The ZCZP Instruments shall be listed within 10 (ten) trading days from the Issue Closing Date. BSE Social Stock Exchange has been appointed as the Designated Stock Exchange.

Modes of payment	Please see “ <i>Issue Structure – Terms of Payment of Application Amount</i> ” on page 200 of this Draft Fund-Raising Document.
Issuance mode of the Instrument	In dematerialized form only
Trading mode of the instrument	In dematerialized form only
Issue opening date	[●]
Issue closing date*	[●]
Date of earliest closing of the Issue, if any	[●]
Issue Timing	10 days, 10.00 am to 5.00 pm
Record date	NA
Settlement mode of instrument	NA
All covenants of the Issue (including side letters, accelerated payment clause, etc.)	NA
Description regarding security (where applicable) including type of security (movable/ immovable/ tangible etc.) type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, revaluation, replacement of security, interest of the debenture holder over and above the coupon rate as specified in the Debenture Trust Deed and disclosed this Draft Fund Raising Document.	NA
Issue Documents**	The Draft Fund Raising Document, read with any notices, corrigenda, addenda thereto and other documents, if applicable, and various other documents/ agreements/ undertakings, entered or to be entered by our Company with the other intermediaries for the purpose of the Issue including but not limited to the Tripartite Agreements and the Registrar Agreement.
Condition precedent to disbursement	NA

Condition subsequent to the disbursement	NA
Events of default (including manner of voting/conditions of joining Inter Creditor Agreement)	NA
Creation of recovery expense fund	NA
Conditions for breach of covenants (as specified in Debenture Trust Deed)	NA
Deemed Date of Allotment	The date on which the Board of Directors approves the Allotment of the ZCZP Instruments for the Issue, or such date as may be determined by the Board of Directors and the Stock Exchanges. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment.
Roles and responsibilities of the Debenture Trustee	NA
Risk factors pertaining to the Issue	Please see section titled “ <i>Risk Factors</i> ” on page 12 of this Draft Fund- R a i s i n g Document.
Provisions related to Cross Default Clause	NA
Governing law and Jurisdiction	The governing law and jurisdiction for the purpose of the Issue shall be Indian law, and the competent courts of jurisdiction in Mumbai, Maharashtra respectively.
Working day convention	NA

Notes:

**The subscription list shall remain open at the commencement of banking hours and close at the close of banking hours for the period as indicated. Application Forms for the Issue will be accepted only from 10:00 a.m. till 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges, on Working Days during the Issue Period. On the Issue Closing Date, Application Forms will be accepted only from 10:00 a.m. till 3.00 p.m. (Indian Standard Time). For further details, please see “General Information” on page 21 of this Draft Fund-Raising Document.*

***For the list of documents executed, please see “Material Contracts and Documents for Inspection” on page 239 of this Draft Fund-Raising Document.*

Terms of payment of Application Amount

Applicants may pay their Application Amounts by direct credit / NACH / NEFT / RTGS or may issue cheque / demand draft in respect of their application:

Escrow Account Details:

Bank Name: [●]

Account No.: [●]

Account Name: [●]

IFSC Code: [●]

Account Type: [●]

In case of payment by way of cheque / demand draft, the same shall be attached to the Application Form. In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Participation by any of the investor classes as mentioned in this Draft Fund-Raising Document in the Issue will be subject to applicable statutory and/or regulatory requirements. Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and/or regulatory provisions.

Applications should be made in single name. Applications should be made by Karta in case the Applicant is an HUF. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form.

This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form. Please ensure that such Applications contain the PAN of the HUF and not of the Karta.

Maturity

The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 18 months from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. For further details, please see "*Objects of the Issue*" on page 29 of this Draft Fund-Raising Document.

Lock-in

The ZCZP Instruments cannot be transferred, and the Bidders (including corporates) will continue to hold them till maturity. For further details, please see "*Risk Factors - There is no secondary market for ZCZP Instruments as ZCZP Instruments listed on the Stock Exchanges issued by non-profit organisations are not tradable*" and "*Terms of the Issue - Form of Allotment and Denomination of ZCZP Instruments*" on page 184 of this Draft Fund-Raising Document.

Termination of listing of the ZCZP Instruments

The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 18 months from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. For further details, please see "*Objects of the Issue*" on page 29 of this Draft Fund-Raising Document. Our Company shall submit a certificate to this extent to the Stock Exchanges.

TERMS OF THE ISSUE

The ZCZP Instruments being offered as part of the Issue are subject to the provisions of the SEBI Regulations read with the BSE Norms as applicable, the SSE Framework Circular, the Act, the Memorandum of Association and Articles of Association of our Company, the terms of the Draft Fund Raising Document, this Draft Fund Raising Document, the Application Forms, other applicable statutory and/or regulatory requirements including those issued from time to time by SEBI/the Government of India/BSE, and/or other statutory/regulatory authorities relating to the offer, issue and listing of ZCZP Instruments and any other documents that may be executed in connection with the ZCZP Instruments., as in force on the date of the Issue and to the extent applicable.

Authority for the Issue

At the meeting of the Board of Directors of our Company held on October 17, 2025, the Board of Directors approved the issuance of ZCZP Instruments. Subsequently, on November 13, 2025, the Board of Directors of our Company approved the filing of this draft fund-raising document.

The ZCZP Instruments pursuant to this Issue will be issued on terms and conditions as set out in this Draft Fund-Raising Document.

Principal Terms & Conditions of the Issue

The ZCZP Instruments being offered as part of the Issue are subject to the provisions of the SEBI ICDR Regulations read with the BSE Norms, the SSE Framework Circular, the Act, the Memorandum and Articles of Association of our Company, the terms of the Draft Fund Raising Document, the Application Forms, other applicable statutory and/or regulatory requirements including those issued from time to time by SEBI/the Government of India/BSE/BSE, and/or other statutory/regulatory authorities relating to the offer, issue and listing of securities and any other documents that may be executed in connection with the ZCZP Instruments.

Ranking of ZCZP Instruments

The ZCZP Instruments being issued shall be subject to the provisions of the SEBI ICDR Regulations, the Act, the Memorandum of Association and Articles of Association of our Company and shall rank *pari passu* inter se.

Face Value

The face value of each ZCZP Instrument shall be ₹1/-.

ZCZP Instrument Holder not a Shareholder

The ZCZP Holders will not be entitled to any of the rights and privileges available to the equity and/or preference shareholders of our Company, except to rights as may be prescribed under the Companies Act, 2013 and the rules prescribed thereunder and the SEBI Listing Regulations.

Jurisdiction

Exclusive jurisdiction for the purpose of the Issue is with the competent courts of jurisdiction in Mumbai, Maharashtra, India.

Application in the Issue

Applicants shall apply in the Issue by way of Physical Application Form or the ASBA Application Forms.

Form of Allotment and Denomination of ZCZP Instruments

As per the BSE Norms, the listed ZCZP Instruments will not be made available for trading in secondary market. Allotment in the Issue to all Allottees, will be in electronic form i.e., in dematerialized form and in multiples of one ZCZP Instrument.

For details of allotment refer to chapter titled "*Issue Procedure*" beginning on page 189 of this Draft Fund-Raising Document.

Transfer/Transmission of ZCZP Instruments

The ZCZP Instruments shall be transferred to the legal heirs of the Allottees, subject to and in accordance with the rules/procedures as prescribed by NSDL/CDSL and the relevant DPs of the transfer or transferee and any other applicable laws and rules notified in respect thereof.

Title

The ZCZP Holder(s) for the time being appearing in the record of beneficial owners maintained by the Depository shall be treated for all purposes by our Company, the Depositories and all other persons dealing with such person as the holder thereof and its absolute owner for all purposes.

Succession

In the event of demise of the sole or first holder of the ZCZP Instruments, our Company will recognise the executors or administrator of the deceased ZCZP Instrument Holders, or the holder of the succession certificate or other legal representative as having title to the ZCZP Instruments only if such executor or administrator obtains and produces probate or letter of administration or is the holder of the succession certificate or other legal representation, as the case may be, from an appropriate court in India. Where ZCZP Instruments are held in joint names and one of the joint holders dies, the survivor(s) will be recognized as the ZCZP Instrument Holder(s). It will be sufficient for our Company to delete the name of the deceased ZCZP Instrument Holder after obtaining satisfactory evidence of his death. Provided, a third person may call on our Company to register his name as successor of the deceased ZCZP Holder after obtaining evidence such as probate of a will for the purpose of proving his title to the ZCZP Instruments. The directors of our Company in their absolute discretion may, in any case, dispense with production of probate or letter of administration or succession certificate or other legal representation.

Joint holders

Where two or more persons are holders of any ZCZP Instruments, they shall be deemed to hold the same as joint holders with benefits of survivorship subject to other provisions contained in the Articles.

Applications should be made in single name. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form.

This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form.

All communications will be addressed to the first named Applicant whose name appears in the Application Form and at the address mentioned therein.

Period of subscription

ISSUE SCHEDULE	
ISSUE OPENS ON	[●]
ISSUE CLOSSES ON	[●]
PAY IN DATE	Application Date. The entire application Amount is payable on Application
DEEMED DATE OF ALLOTMENT	The date on which the Board of Directors approves the Allotment of the ZCZP Instruments for the Issue or such date as may be determined by the Board of Directors and notified to the Designated Stock Exchange. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment.

Application Forms for the Issue will be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange, during the Issue Period as mentioned above on all days between Monday and Friday (both inclusive barring public holiday). On the Issue Closing Date, Application Forms will be accepted only between 10.00 a.m. to 3.00 p.m. (Indian Standard Time). For further details, please refer to “Issue Procedure” on page 189 of this Draft Fund-Raising Document.

Mode of payment of Interest to ZCZP Instrument Holders

The Issue, being an issue of zero coupon zero principal instruments in terms of Chapter X-A of the SEBI ICDR Regulations, there is no coupon rate, or redemption amount applicable.

Application Size

Each Application should be for a minimum of ₹ 1,000, i.e., 1,000 ZCZP Instruments. Applicants can apply for the ZCZP Instruments offered hereunder provided the Applicant has applied for minimum application size using the same Application Form.

Applicants are advised to ensure that Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and or regulatory provisions.

Terms of Payment of Application Amount

Applicants may pay their Application Amounts by direct credit / NACH / NEFT / RTGS or may issue cheque / demand draft in respect of their application:

Escrow Account Details:

Bank Name: [●]

Account No.: [●]

Account Name: [●]

IFSC Code: [●]

Account Type: [●]

In case of payment by way of cheque / demand draft, the same shall be attached to the Application Form. In case the Applicants transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Participation by any of the investor classes as mentioned in this Draft Fund Raising Document in the Issue will be subject to applicable statutory and/or regulatory requirements. Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and/or regulatory provisions.

Applications should be made in single name. Applications should be made by Karta in case the Applicant is an HUF. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form.

This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form. Please ensure that such Applications contain the PAN of the HUF and not of the Karta.

Impersonation

As a matter of abundant caution, attention of the Investors is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

“Any person who-

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or

(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under Section 447 of the Companies Act, 2013.”

The liability prescribed under Section 447 of the Companies Act 2013 for fraud involving an amount of at least ₹10 lakh or 1.00% of the turnover of our Company, whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount. In case the fraud involves (i) an amount which is less than ₹10 lakh or 1.00% of the turnover of our Company, whichever is lower; and (ii) does not involve public interest, then such fraud is punishable with an imprisonment for a term extending up to five years or a fine of an amount extending up to ₹20 lakh or with both.

Pre-closure

Our Company reserves the right to close the Issue at any time prior to the Issue Closing Date, subject to receipt of minimum subscription or as may be specified in this Draft Fund-Raising Document. Our Company shall Allot ZCZP Instruments with respect to the Applications received until the time of such pre-closure in accordance with the Basis of Allotment as described hereinabove and subject to applicable statutory and/or regulatory requirements.

Minimum subscription

In terms of the SEBI ICDR Regulations, for an issuer undertaking a public issue of zero coupon zero principal instruments the minimum subscription for such public issue of zero coupon zero principal instruments shall be 75% of the Issue Size.

If our Company does not receive the minimum subscription of 75% of Issue Size, prior to the Issue Closing Date, the entire Application Amount shall be refunded to the Applicants within eight working days from the Issue Closing Date.

In case the subscription above 75% of the Issue Size but below 100% of the Issue Size is not arranged our Company will endeavour to raise the balance funding outside the purview of the Issue from our existing donors and CSR grants from various corporates and voluntary contribution from individual donors; and the impact on achieving social objectives is as follows:

Our Company in such case will proportionately adjust the Issue Size across the proposed programs, based on any availability and quantum of the alternate funding arrangements that may be secured and as may be determined by the governing body for inclusion under the programs outlined in this Draft Fund Raising Document.

Utilisation of Application Amount

The sum received in respect of the Issue will be kept in the Escrow Account and we will have access to such funds only upon Allotment or refunds, whichever is later of the ZCZP Instruments and on receipt of listing approval from the Stock Exchange as per applicable provisions of law(s), regulations and approvals.

Utilisation of Issue Proceeds

- (a) All monies received pursuant to the issue of ZCZP Instruments to public shall be transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013;
- (b) Our Company shall submit to the Stock Exchanges a statement in respect of utilisation of the Net Proceeds, on a quarterly basis, containing (i) category-wise amount of monies raised, (ii) category-wise amount of monies utilized, balance amount remaining unutilized, until the utilization of the Net Proceeds in accordance with this Draft Fund Raising Document;
- (c) Our Company confirms that the unutilized amounts from the Net Proceeds shall be kept in a separate bank account and shall not be co - mingled with other funds;
- (d) Our Company shall utilize the Issue proceeds only up on (i) receipt of minimum subscription; (ii) completion of Allotment in compliance with Section 40 of the Companies Act, 2013; and (iii) receipt of listing approval from Stock Exchanges; and
- (e) The Issue proceeds shall not be utilized towards full or part consideration for the purchase or any other acquisition, *inter alia* by way of a lease, of any immovable property.

Listing

The ZCZP Instruments offered through this Draft Fund-Raising Document are proposed to be listed on the Stock Exchanges. Our Company has obtained 'in-principle' approvals for the Issue from BSE *vide* its letter dated [●]. For the purposes of the Issue, BSE Social Stock Exchange shall be the Designated Stock Exchange.

Our Company will use best efforts to ensure that all steps for the completion of the necessary formalities for listing at the Stock Exchanges are taken within 10 (ten) trading days of the Issue Closing Date.

Monitoring and Reporting of Utilisation of Issue Proceeds

There is no requirement for appointment of a monitoring agency in terms of the SEBI ICDR Regulations. Our Company shall monitor the utilization of the proceeds of the Issue as prescribed under the SEBI Listing Regulations.

Termination of Listing of the ZCZP Instruments

The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 18 months from the deemed date of allotment. For further details, please refer "*Objects of the Issue*" on page 29 of this Draft Fund-Raising Document. Our Company shall submit a certificate to this extent to the Stock Exchanges.

ISSUE PROCEDURE

This section applies to all Applicants. Please note that all Applicants are required to pay the full Application Amount while making an Application. Applicants should note that they shall submit their Applications to the Registrar to the Issue as mentioned on the Application Form. Applicants are advised to make their independent investigations and ensure that their Applications do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable law or as specified in this Draft Fund-Raising Document.

ASBA Applicants and Applicants applying through the Direct Online Application Mechanism (as defined hereinafter) should note that the ASBA process and the Direct Online Application Mechanism involve application procedures that are different from the procedure applicable to all other Applicants. Please note that all Applicants are required to pay the full Application Amount or ensure that the ASBA Account has sufficient credit balance such that the entire Application Amount can be blocked by the SCSB while making an Application. Further in terms of the BSE February 2025 Circular, retail individual investor may use the Unified Payment Interface ("UPI") to participate in the public issue for an amount up to ₹500,000 through the app/web interface of the Stock Exchange or through the Designated Intermediaries.

Our Company does not accept any responsibility for the completeness and accuracy of the information stated in this section and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Draft Fund-Raising Document. Investors are advised to make their independent investigations and ensure that their applications are submitted in accordance with applicable laws.

Please note that this section has been prepared based on the BSE Norms, BSE April 2024 Circular, BSE February 2025 Circular and the notifications issued by BSE in relation to the UPI Mechanism, each as amended, from time to time.

OUR COMPANY SHALL NOT BE RESPONSIBLE OR LIABLE FOR ANY ERRORS OR OMISSIONS ON THE PART OF THE REGISTRAR TO THE ISSUE IN CONNECTION WITH THE COLLECTION OF APPLICATION FORMS IN RESPECT OF THE ISSUE. FURTHER, THE REGISTRAR TO THE ISSUE WILL BE RESPONSIBLE FOR ADDRESSING INVESTOR GRIEVANCES ARISING FROM APPLICATIONS. FURTHER, OUR COMPANY IS NOT LIABLE FOR ANY ADVERSE OCCURRENCES' CONSEQUENT TO THE UPI MECHANISM FOR APPLICATION IN THE ISSUE.

Please note that for the purposes of this section, the term “Working Day” shall mean all days excluding Sundays or a holiday of commercial banks in Mumbai, except with reference to Issue Period, where Working Days shall mean all days, excluding Saturdays, Sundays and holiday of commercial banks in Mumbai. Furthermore, for the purpose of post issue period, i.e., period beginning from Issue Closing Date to listing of the ZCZP Instruments, Working Days shall mean all trading days of Stock Exchanges excluding Saturdays, Sundays, and bank holidays in Mumbai.

Availability of the Draft Fund-Raising Document, this Draft Fund-Raising Document, and Application Forms

The copy of this Draft Fund-Raising Document together with Application Forms may be obtained from our Registered Office and the Registrar to the Issue. Additionally, this Draft Fund-Raising Document and the Application Forms will be available for download on the website of INDO - SWISS CENTRE OF EXCELLENCE at www.indoswissce.com and BSE at www.bseindia.com. A UAN will be generated for every Application Form downloaded from the website of the Stock Exchange at BSE at www.bseindia.com.

In addition, Application Forms would also be made available to all the recognised stock exchanges.

Our Company may provide Application Forms for being filled and downloaded at such websites as we may deem fit. The Issuer may also provide Application Forms for being downloaded and filled at such websites as it may deem fit.

Who can apply?

The following categories of persons are eligible to apply in the Issue.

Category I Investors

- Public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorised to invest in ZCZP Instruments;
- Provident funds and pension funds each with a minimum corpus of ₹ 250 million, superannuation funds and gratuity funds, which are authorised to invest in the ZCZP Instruments;
- Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012, which are authorized to invest in the ZCZP Instruments.
- Resident venture capital funds registered with SEBI, which are authorised to invest in the ZCZP Instruments.

- Insurance companies registered with the IRDAI, which are authorised to invest in the ZCZP Instruments.
- State industrial development corporations, which are authorised to invest in the ZCZP Instruments;
- Insurance funds set up and managed by the army, navy, or air force of the Union of India, which are authorised to invest in the ZCZP Instruments;
- Insurance funds set up and managed by the Department of Posts, the Union of India, which are authorised to invest in the ZCZP Instruments;
- Systemically important non-banking financial companies, which are authorised to invest in the ZCZP Instruments;
- National Investment Fund set up by resolution no. F.No. 2/3/2005-DDII dated November 23, 2005, of the Government of India published in the Gazette of India, which are authorised to invest in the ZCZP Instruments; and
- Mutual funds registered with SEBI, which are authorised to invest in the ZCZP Instruments.

Category II Investors

- Companies within the meaning of Section 2(20) of the Companies Act, 2013, which are authorised to invest in the ZCZP Instruments;
- Statutory bodies/ corporations and societies registered under the applicable laws in India and authorised to invest in the ZCZP Instruments;
- Co-operative banks and regional rural banks, which are authorised to invest in the ZCZP Instruments;
- Trusts including public/private charitable/religious trusts which are authorised to invest in the ZCZP Instruments;
- Scientific and/or industrial research organisations, which are authorised to invest in the ZCZP Instruments;
- Partnership firms in the name of the partners, which are authorised to invest in the ZCZP Instruments;
- Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009), which are authorised to invest in the ZCZP Instruments;

- Association of Persons, which are authorised to invest in the ZCZP Instruments; and
- Any other incorporated and/ or unincorporated body of persons, which are authorised to invest in the ZCZP Instruments.

Category III Investors

- Resident Indian individuals or Hindu Undivided Families through the karta applying for an amount aggregating to above ₹10,00,000 across all ZCZP Instruments, which are authorised to invest in the ZCZP Instruments.

Category IV Investors

- Resident Indian individuals or Hindu undivided families through the karta applying for an amount aggregating up to and including ₹10,00,000 across all ZCZP Instruments in the Issue and shall include Retail Individual Investors, who have submitted bid for an amount not more than ₹5,00,000 in any of the bidding options in the Issue (including HUFs applying through their karta and does not include NRIs), which are authorised to invest in the ZCZP Instruments through UPI Mechanism. than ₹5,00,000 in any of the bidding options in the Issue (including HUFs applying through their karta and does not include NRIs), which are authorised to invest in the ZCZP Instruments through UPI Mechanism.

Foreign investors are not permitted to participate in the Issue.

Note: Participation of any of the aforementioned categories of persons or entities is subject to the applicable statutory and/or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

APPLICATIONS BY VARIOUS APPLICANT CATEGORIES

Applications by Mutual Funds

A separate Application can be made in respect of each scheme of an Indian mutual fund registered with SEBI and such Applications shall not be treated as multiple Applications. Applications made by the AMCs or custodians of a Mutual Fund shall clearly indicate the name of the concerned scheme for which the Application is being made. An Application Form by a mutual fund registered with SEBI for Allotment of the ZCZP Instruments must be also accompanied with the certified true copies of (i) its SEBI registration certificates (ii) the trust deed in respect of such mutual fund (iii) a resolution authorising investment and containing operating instructions and (iv) specimen signatures of authorized signatories.

Application by Scheduled Commercial Banks

Scheduled Commercial Banks can apply in the Issue based upon their own investment limits and approvals. Applications by them for Allotment of the ZCZP Instruments must be accompanied with the certified true copies of (i) memorandum and articles of association/charter of constitution; (ii) power of attorney; (iii) a board resolution authorizing investment; and (iv) a letter of authorization. Failing this, our Company reserves the right to accept or reject any Application for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

Application by Insurance Companies

Insurance companies registered with the IRDAI can apply in the Issue based on their own investment limits and approvals in accordance with the regulations, guidelines and circulars issued by the IRDAI. The Application Form must be accompanied with the certified true copies of their

- (i) memorandum and articles of association/charter of constitution;
- (ii) power of attorney;
- (iii) resolution authorising investments/containing operating instructions; and
- (iv) specimen signatures authorized signatories.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

Applications by Alternative Investments Funds

Applications made by alternative investment funds eligible to invest in accordance with the Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012, as amended (the “**SEBI AIF Regulations**”) for Allotment of the ZCZP Instruments must be accompanied with the certified true copies of

- (i) SEBI registration certificate;
- (ii) a resolution authorising investment and containing operating instructions; and
- (iii) specimen signatures authorized persons.

The Alternative Investment Funds shall at all times comply with the requirements applicable to it under the SEBI AIF Regulations and the relevant notifications issued by SEBI.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefore

Applications by Associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment

In case of Applications made by Applications by Associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment, must submit a (i) certified copy of the certificate of registration or proof of constitution, as applicable, (ii) Power of Attorney, if any, in favour of one or more persons thereof, (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Further, any trusts applying for the ZCZP Instruments pursuant to the Issue must ensure that (a) they are authorized under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in ZCZP Instruments, (b) they have obtained all necessary approvals, Consents or other authorisations, which may be required under applicable statutory and/or regulatory requirements to invest in ZCZP Instruments, and (c) Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and/ or regulatory provisions.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason, therefore.

Applications by Trusts

In case of Applications made by trusts, settled under the Indian Trusts Act, 1882, as amended, or any other statutory and/or regulatory provision governing the settlement of trusts in India, must submit a (i) certified copy of the registered instrument for creation of such trust, (ii) power of attorney, if any, in favour of one or more trustees thereof, (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Further, any trusts applying for the ZCZP Instruments pursuant to the Issue must ensure that (i) they are authorized under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in ZCZP Instruments, (ii) they have obtained all necessary approvals, Consents or other authorizations, which may be required under applicable statutory and/or regulatory requirements to invest in ZCZP Instruments, and (iii) Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and or regulatory provisions.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefore

Applications by Public Financial Institutions, which are authorized to invest in the ZCZP Instruments

The Application must be accompanied by certified true copies of: (i) any Act/ Rules under which they are incorporated; (ii) board resolution authorising investments; and (iii) specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Applications made by companies, bodies corporate and societies registered under the applicable laws in India

The Application must be accompanied by certified true copies of: (i) any act/ rules under which they are incorporated; (ii) Board Resolution authorising investments; and (iii) Specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Partnership firms formed under applicable Indian laws in the name of the partners and Limited Liability Partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008

Applications made by partnership firms and limited liability partnerships formed and registered under the Limited Liability Partnership Act, 2008 must be accompanied by certified true copies of: (i) the partnership deed for such Applicants; (ii) any documents evidencing registration of such Applicant thereof under applicable statutory/regulatory requirements; (iii) a resolution authorizing the investment and containing operating instructions; and (iv) specimen signature of authorized persons of such Applicant.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Applications under a power of attorney by limited companies, corporate bodies and registered societies

In case of Applications made pursuant to a power of attorney by Applicants, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Application Form.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

In case of Applications made pursuant to a power of attorney by Applicants, a certified copy of the power of attorney must be lodged along with the Application Form.

Failing this our Company, reserves the right to reject such Applications. Our Company, in its absolute discretion, reserves the right to relax the above condition of attaching the power of attorney along with the Application Forms subject to such terms and conditions that our Company may deem fit.

Applications by provident funds, pension funds, which are authorized to invest in the ZCZP Instruments

Applications by provident funds, pension funds, superannuation funds and gratuity funds which are authorized to invest in the ZCZP Instruments, for Allotment of the ZCZP Instruments must be accompanied by certified true copies of: (i) any act/rules under which they are incorporated; (ii) a power of attorney, if any, in favour of one or more trustees thereof; (iii) a board resolution authorizes investments; (iv) such other documents evidencing registration thereof under applicable statutory/regulatory requirements; (v) specimen signature of authorized person; (vi) a certified copy of the registered instrument for creation of such fund/trust; and (vii) any tax exemption certificate issued by Income Tax authorities.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Applications by National Investment Funds

Application made by a National Investment Fund for Allotment of the ZCZP Instruments must be accompanied by certified true copies of: (i) a resolution authorizes investment and containing operating instructions; and (ii) specimen signatures of authorized persons.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Applications by Systematically Important Non-banking financial companies

Applications made by systematically important non-banking financial companies registered with the RBI and under other applicable laws in India must be accompanied by certified true copies of: (i) memorandum and articles of association/charter of constitution; (ii) power of attorney; (iii) board Resolution authorizes investments; and (iv) specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Applications by Category IV Investors

Resident Indian individuals or Hindu undivided families through the Karta applying for an amount aggregating up to and including ₹ 10,00,000 across all series of ZCZP Instrument and shall include retail individual investors applying for an amount aggregating not more than ₹5,00,000, or any other investment limit, as applicable and prescribed by SEBI from time to time, in any of the bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) which are authorised to invest in the ZCZP Instrument for SSE.

Applicants are advised to ensure that Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and or regulatory provisions.

Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/Consents/approvals in connection with applying for, subscribing to, or seeking allotment of ZCZP Instruments pursuant to the Issue.

Escrow Mechanism

We shall open an Escrow Account with the Escrow Collection Bank in whose favour the Applicants shall transfer through direct credit / NACH / NEFT / RTGS or shall issue cheque / demand draft in respect of their Application. Cheques or demand drafts received for the Application Amount from investors would be deposited in the respective Escrow Account. The Escrow Collection Bank will act in terms of this Draft Fund-Raising Document and the Escrow Agreement. The Escrow Collection Bank shall not exercise any lien whatsoever over the monies deposited therein. Upon completion of the Allotment or refunds, whichever is later, the Escrow Collection Bank shall transfer the monies from the Escrow Account to the bank account of our Company as per the terms of the Escrow Agreement. Payments of refund to the Applicants shall also be made from the Escrow Account as per the terms of the Escrow Agreement and this Draft Fund-Raising Document.

The information below is given for the benefit of Applicants. Our Company is not liable for any amendment or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Fund-Raising Document.

How to apply?

Copies of this Draft Fund-Raising Document together with Application Form may be obtained from our Registered Office and the Registrar to the Issue. Additionally, this Draft Fund Raising Document and the Application Forms will be available for download on the website of INDO - SWISS CENTRE OF EXCELLENCE at www.indoswissce.com and BSE at www.bseindia.com.

Application Forms will also be available on the website of the Stock Exchange. A UAN will be generated for every Application Form downloaded from the websites of the Stock Exchange.

Please note that there is a single Application Form.

Method of Application

An eligible investor desirous of applying in this Issue can make Applications through (a) a physical form, through a Physical Application Form filled in by the Applicant along with attachment, as applicable which shall be submitted to the Registrar to the Issue, or (b) by way of bids submitted through the web-based e-IPO Platform through the ASBA facility in accordance with the BSE April 2024 Circular, or (c) by way of bids submitted through the UPI Mechanism in accordance with the BSE February 2025 Circular. Accordingly, an application (whether physical or electronic) may be submitted to subscribe to the ZCZP Instruments offered pursuant to the Issue may be made by (a) submission of a Physical Application Form, or (b) submission of a valid ASBA Application Form and authorizing an SCSB to block the Application Amount in the ASBA Account, or (c) blocking the Application Amount using the UPI Mechanism, where the bid amount will be blocked upon acceptance of UPI Mandate Request by retail individual investors for an Application Amount of up to ₹5,00,000; which will be considered as the application for Allotment in terms of this Draft Fund Raising Document.

Applications made using the Physical Application Forms

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

All Physical Application Forms duly completed together with cheque/demand draft, if applicable for the amount payable on application must be delivered before the Issue Closing Date to the Registrar to the Issue. In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

Applications made using the ASBA Application Forms

In accordance with the BSE April 2024 Circular, Application may also be submitted through the web interface developed by BSE wherein the Application is automatically uploaded onto the Stock Exchange bidding platform. Applicants may also submit the Application Form to the self-certified syndicate banks ("SCSBs") and the syndicate members with (3-in-1 account) registered on the electronic-IPO platform of BSE.

Applicants intending to subscribe in the Issue shall submit a duly filled Application Form to any of the Designated Intermediaries.

Designated Intermediaries (other than SCSBs) shall submit/deliver the Application Form (except the Application Form from a retail individual investor bidding using the UPI mechanism) to the respective SCSB, where such investor has a bank account and shall not submit it to any non-SCSB bank or the Escrow Collection Bank.

The relevant Designated Intermediaries, upon receipt of physical Application Forms from Applicants, shall upload the details of these Application Forms to the online platform of the Stock Exchange and submit these Application Forms with the SCSB (except Application Form from retail individual investors using the UPI Mechanism) with whom the relevant ASBA Accounts are maintained.

In accordance with the BSE February 2025 Circular, for retail individual investors using UPI Mechanism, the BSE shall share the bid details (including UPI ID) with the Sponsor Bank on a continuous basis to enable the Sponsor Bank to initiate UPI Mandate Request to the Category IV Investors for blocking of funds. For retail individual investors using UPI Mechanism, BSE shall share the bid details (including UPI ID) with the Sponsor Bank on a continuous basis to enable the Sponsor Bank to initiate UPI Mandate Request retail individual investors for blocking of funds.

An Applicant shall submit the Application Form, in physical form, the Application Form shall be stamped at the relevant Designated Branch of the SCSB. Application Forms in physical mode, which shall be stamped, can also be submitted to be the Designated Intermediaries. The SCSB shall block an amount in the ASBA Account equal to the Application Amount specified in the Application Form. Further, the Application may also be submitted through the app or web interface developed by the Stock Exchange wherein the Application is automatically uploaded onto the Stock Exchange bidding platform and the amount is blocked using the UPI Mechanism, as applicable.

For Applicants who submit the Application Form, in physical mode, the Application Form shall be stamped at the relevant Designated Branch of the SCSB. Application Forms in physical mode, which shall be stamped, can also be submitted to be the Designated Intermediaries at the specified location. The SCSB shall block an amount in the ASBA Account equal to the Application Amount specified in the Application Form.

Our Company, the directors and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc. in relation to ASBA Applications accepted by the Designated Intermediaries, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts. It shall be presumed that for Applications uploaded by SCSBs, the Application Amount has been blocked in the relevant ASBA Account. Further, all grievances against Designated Intermediaries in relation to the Issue should be made by Applicants directly to the relevant Stock Exchange.

Designated Intermediaries (other than SCSBs) shall not accept any ASBA Form from a retail individual investor who is not bidding in the Issue.

Application Size

Each Application should be for a minimum of ₹1,000, i.e., 1,000 ZCZP Instruments. Applicants can apply for the ZCZP Instruments offered hereunder provided the Applicant has applied for minimum application size using the same Application Form.

Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and regulatory provisions.

Applications cannot be made by:

Foreign investors (including persons resident outside India, foreign nationals, non-resident Indians, overseas citizens of India, foreign institutional investors, foreign portfolio investors, foreign venture capital investors).

Terms of Payment**Applications made using the Physical Application Form**

The entire issue price for the ZCZP Instruments is payable on application only. In case of allotment of lesser number of ZCZP Instruments than the number applied, our Company shall refund the excess amount paid on application to the applicant.

Applications made using the ASBA Application Form

The entire issue price for the ZCZP Instruments applied for will be blocked in the relevant ASBA Account maintained with the SCSB or under UPI Mechanism (only for retail individual investors), as the case may be, in the bank account of the Applicants that is specified in the ASBA Form at the time of the submission of the Application Form. In case of allotment of lesser number of ZCZP Instruments than the number applied, our Company shall unblock the additional amount blocked upon application in the ASBA Account, in accordance with the terms specified in this Draft Fund-Raising Document.

Payment instructions for Applicants

Physical Application

Our Company has opened an Escrow Account with the Escrow Collection Bank for the collection of the application amount payable upon submission of the Application Form.

Payment shall be made by way of direct credit / NACH / NEFT / RTGS / cheque / demand draft. Outstation cheques / demand drafts drawn on banks not participating in the clearing process will not be accepted and applications accompanied by such cheques or demand drafts are liable to be rejected. Any payment by way of cash or stock invest will not be accepted. In case payment is effected in contravention of the conditions mentioned herein, the Application is liable to be rejected and application money will be refunded and no interest will be paid thereon.

All Application Forms received with outstation cheques, post-dated cheques, cheques / demand drafts drawn on banks not participating in the clearing process shall be rejected and the Registrar shall not be responsible for such rejections.

The Escrow Collection Bank shall transfer the funds from the Escrow Account, as per the terms of the Escrow Agreement, into a separate bank account after the completion of the Allotment or refunds, whichever is later.

All cheques / demand drafts accompanying the application should be crossed “*A/c payee only*” and must be made payable to [•].

Applicants shall ensure that the bank account linked with the Depositories is used for making the payment for Application.

ASBA

An Applicant shall specify details of the ASBA Account Number in the Application Form and the relevant SCSB shall block an amount equivalent to the Application Amount in the ASBA Account specified in the Application Form.

An Applicant may submit the completed Application Form to Designated Intermediaries along with details of his/her bank account for blocking of funds. The intermediary shall upload the bid on the Designated Stock Exchange bidding platform and forward the application form to a branch of a SCSB for blocking of funds.

An Applicant (belonging to Category IV) may also submit the Application Form with a SCSB, or the intermediaries mentioned above and use his / her bank account linked UPI ID for the purpose of blocking of funds, if the application value is ₹5 lakh or less. The intermediary shall upload the bid on the Stock Exchange bidding platform. The application amount would be blocked through the UPI Mechanism once the mandate request has been successfully accepted by the Applicant in this case.

An Applicant may submit the Application Form through the App or web interface developed by Stock Exchange wherein the bid is automatically uploaded onto the Stock Exchange bidding platform and the amount is blocked using the UPI Mechanism once the mandate request has been successfully accepted by the Applicant.

For ASBA Applications submitted directly to the SCSBs, the relevant SCSB shall block an amount in the ASBA Account equal to the Application Amount specified in the ASBA Application, before entering the ASBA Application into the electronic system of the Stock Exchange. SCSBs may provide the electronic mode of application either through an internet enabled application and banking facility or such other secured, electronically enabled mechanism for application and blocking of funds in the ASBA Account.

Applicants should ensure that they have funds equal to the Application Amount in the ASBA Account before submitting the ASBA Application to the trading Members of the Stock Exchange, as the case may be, at the Specified Cities or to the Designated Branches of the SCSBs. An ASBA Application where the corresponding ASBA Account does not have sufficient funds equal to the Application Amount at the time of blocking the ASBA Account is liable to be rejected.

Payment mechanism for Direct Online Applicants

In the event the Direct Online Application facility is implemented by the Stock Exchanges, relevant “know your customer” details of such Applicants will be validated online from the Depositories, on the basis of the DP ID and Client ID provided by them in the Application Form. On successful submission of a Direct Online Application, the Applicant will receive a system generated UAN and an SMS or an email confirmation on credit of the requisite Application Amount paid through the online payment facility with the Direct Online Application. On Allotment, the Registrar to the Issue shall credit ZCZP Instruments to the beneficiary account of the Applicant and in case of refund, the refund amount shall be credited directly to the Applicant’s bank account. Applicants applying through the Direct Online Application facility must preserve their UAN and quote their UAN in: (a) any cancellation/withdrawal of their Application; (b) in queries in connection with allotment of ZCZP Instruments and/or refund(s); and/or (c) in all investor grievances/complaints in connection with the Issue.

Payment mechanism for Applicants using Physical Application Form

An Applicant may submit the completed Application Form to Registrar to the Issue along with cheque / demand draft.

The Applicants may also pay their Application Amounts by direct credit / NACH / NEFT / RTGS or may issue cheque / demand draft in respect of their application to the bank account below:

Escrow Account Details:

Bank Name: [•]

A/c No.: [•]

A/c Name:[•]

IFSC Code: [•]

A/c Type:[•]

In case of payment by way of cheque / demand draft, the same shall be attached to the Application Form. In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Additional information for Applicants

1. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected.
2. All Applications Forms duly completed and accompanied by account payee cheques / demand drafts shall be submitted with the Registrar to the Issue before the Issue Closing Date. The Registrar to the Issue will not accept payments made in cash. However, Application Forms duly completed together with cheque/demand draft drawn on/payable at a local bank in Mumbai for the amount payable on application, if applicable, shall be sent by Registered Post or by hand delivery to the Corporate Office of the Registrar, so as to reach the Registrar prior to the Issue Closing Date. Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date. No separate receipts will be issued for the money to be paid on the submission of Application Form.
3. Application Forms submitted by Applicants shall be for allotment of ZCZP Instruments only in dematerialized form.

Additional instructions for retail individual investor using UPI Mechanism

1. Before submission of the Application Form with the Designated Intermediary, a retail individual investor shall download the mobile app for UPI and create a UPI ID (xyz@bankname) of not more than 45 characters with its bank and link it to his/ her bank

account where the funds equivalent to the application amount is available.

2. The retail individual investor shall fill in the bid details in the application form along with his/ her bank account linked UPI ID and submit the application with any of the intermediaries or through the stock exchange App/ Web interface.
3. The Designated Intermediary, upon receipt of form, shall upload the bid details along with the UPI ID on the Stock Exchange(s) bidding platform using appropriate protocols.
4. Once the bid has been entered in the bidding platform, the Stock Exchange(s) shall undertake validation of the PAN and demat account combination details of investor with the depository.
5. The Depository shall validate the aforesaid PAN and demat account details on a near real time basis and send response to Stock Exchange(s) which would be shared by the Stock Exchange(s) with the Designated Intermediaries through its platform, for corrections, if any.
6. Once the bid details are uploaded on the Stock Exchange(s) platform, the Stock Exchange(s) shall send an SMS to the investor regarding submission of his / her application, at the end of day, during the bidding period. For the last day of bidding, the SMS may be sent the next Working Day.
7. Post undertaking validation with the Depository, the Stock Exchange(s) shall, on a continuous basis, electronically Share the bid details along with investors UPI ID, with the Sponsor Bank appointed by our Company.
8. The Sponsor Bank shall initiate a mandate request on the investor i.e., request the investor to authorize blocking of Funds equivalent to application amount and subsequent debit of funds in case of allotment.
9. The request raised by the Sponsor Bank, would be electronically received by the investor as a SMS / intimation on his / her mobile no. / mobile app, associated with the UPI ID linked bank account.
10. The investor shall be able to view the amount to be blocked as per his / her bid in such intimation. The investor shall be able to view an attachment wherein the bid details submitted by such investor will be visible. After reviewing the details properly, the investor shall be required to proceed to authorize the mandate. Such mandate raised by the Sponsor Bank would be a one-time mandate for each application in the Issue.
11. The investor is required to accept the UPI mandate latest by 5 p.m. on the third working day from the day of bidding on the stock exchange platform except for the last day of

the Issue period or any other modified closure date of the Issue period in which case, he / she is required to accept the UPI mandate latest by 5 p.m. the next Working Day.

12. The investor shall not be allowed to add or modify the bid(s) of the application except for modification of either DP ID/Client ID, or PAN ID but not both. However, the investor can withdraw the bid(s) and reapply.
13. For mismatch bids, on successful validation of PAN and DP ID/ Client ID combination during T+1 (T being the Issue Closing Date) modification session, such bids will be sent to Sponsor Bank for further processing by the Exchange on T+1 (T being the Issue Closing Date) day till 1 pm.
14. The facility of re-initiation/ resending the UPI Mandate shall be available only till 5 p.m. on the day of bidding.
15. Upon successful validation of block request by the Investor, as above, the said information would be electronically received by the investors' bank, where the funds, equivalent to application amount, would get blocked in investors account. Intimation regarding confirmation of such block of funds in investors account would also be received by the investor.
16. The information containing status of block request (e.g., accepted / decline / pending) would also be shared with the Sponsor Bank, which in turn would be shared with the Stock Exchange(s). The block request status would also be displayed on the Stock Exchange(s) platform for information of the intermediary.
17. The information received from Sponsor Bank, would be shared by Stock Exchange(s) with the Registrar to the Issue in the form of a file for the purpose of reconciliation.
18. Post closure of the Issue, the Stock Exchange(s) shall share the bid details with the Registrar to the Issue. Further, the Stock Exchange(s) shall also provide the Registrar to the Issue, the final file received from the Sponsor Bank, containing status of blocked funds or otherwise, along with the bank account details with respect to applications made using UPI ID.
19. The RTA, based on information of bidding and blocking received from the Stock Exchange, shall undertake reconciliation of the bid data and block confirmation corresponding to the bids by all investor category applications (with and without the use of UPI) and prepare the basis of allotment.
20. Upon approval of the basis of allotment, the RTA shall share the 'debit' file with Sponsor bank (through Stock Exchange) and SCSBs, as applicable. The Sponsor Bank, based on the mandate approved by the investor at the time of blocking of funds, shall raise the debit / collect request from the investor's bank account, whereupon funds will be

transferred from investor's account to the Escrow Account and remaining funds, if any, will be unblocked without any manual intervention by investor or their bank.

21. Upon confirmation of receipt of funds in the Escrow Account, the securities would be credited to the investor's account. The investor will be notified for full/partial allotment. For partial allotment, the remaining funds would be unblocked. For no allotment, mandate would be revoked and application amount would be unblocked for the investor.
22. Thereafter, Stock Exchange will issue the listing and trading approval.

Filing of this Draft Fund-Raising Document with ROC

A copy of this Draft Fund-Raising Document will be filed with the RoC in accordance with Section 26 and Section 31 of the Companies Act, 2013 and the rules framed thereunder, each as amended.

Instructions for completing the Application Form

1. Applications must be made in the prescribed Application Form.
2. Application Forms are to be completed in full, in BLOCK LETTERS in ENGLISH and in accordance with the instructions contained in this Draft Fund-Raising Document and the Application Form. Incomplete Application Forms are liable to be rejected. Applicants should note that the Registrar will not be liable for errors in data entry due to incomplete or illegible Application Forms.
3. Applications are required to be for a minimum of 1,000 ZCZP Instruments and in multiples of 1,000 ZCZP Instruments thereafter as specified in the Issue Documents.
4. ASBA Applicants should ensure that their Application Form is submitted either at a Designated Branch of a SCSB where the ASBA Account is maintained or with the members of the syndicate or trading members of the Stock Exchange(s) at the Specified Cities, and not directly to the escrow collecting banks (assuming that such bank is not a SCSB) or to the Trust or the Registrar to the Issue.
5. ASBA Applicants should ensure that the Application Form is signed by the ASBA Account holder in case the ASBA Applicant is not the account holder. ASBA Applicants should ensure that they receive an acknowledgement from the Designated Branch or the concerned members of the Syndicate or Trading Members of the Stock Exchange(s), as the case may be, for the submission of the Application Form.
6. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule in the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal.

7. Applications should be in single name. Applicants are required to ensure that the PAN Details of the HUF are mentioned and not those of the Karta.
8. Applicants applying for Allotment must provide details of valid and active DP ID, Client ID and PAN clearly and without error. On the basis of such Applicant's active DP ID, Client ID and PAN provided in the Application Form, the Registrar to the Issue will obtain from the Depository the Demographic Details. Invalid accounts, suspended accounts or where such account is classified as invalid or suspended may not be considered for Allotment of the ZCZP Instruments.
9. Applicants must ensure that their Application Forms are made in a single name.
10. The minimum number of Applications and minimum application size shall be specified in this Draft Fund-Raising Document. Applicants may apply for ZCZP Instruments Applied for in a single Application Form.
11. All Applicants are required to tick the relevant column in the "Category of Investor" box in the Application form.
12. Applicants should correctly mention the ASBA Account number and UPI ID in case applying through UPI Mechanism, and ensure that funds equal to the Application Amount are available in the ASBA Account before submitting the Application Form and also ensure that the signature in the Application Form matches with the signature in Applicant's bank records, otherwise the Application is liable to be rejected.
13. Applicants must provide details of valid and active DP ID, UPI ID, Client ID and PAN clearly and without error. On the basis of such Applicant's active DP ID, UPI ID, Client ID and PAN provided in the Application Form, and as entered into the electronic Application system of Stock Exchanges by SCSBs, the Designated Intermediaries, the Registrar will obtain from the Depository the Demographic Details. Invalid accounts, suspended accounts or where such account is classified as invalid or suspended may not be considered for Allotment of the ZCZP Instruments. If the ASBA Account holder is different from the Applicant, the Application Form should be signed by the ASBA Account holder, in accordance with the instructions provided in the Application Form. Not more than five Applications can be made from one single ASBA Account;

Applicants should note that the Registrar will not be liable for error in data entry due to incomplete or illegible Application Forms. Our Company would allot the ZCZP Instruments, as specified in this Draft Fund-Raising Document for the Issue to all valid Applications`.

Applicants' PAN, Depository Account and Bank Account Details

ALL APPLICANTS APPLYING FOR ALLOTMENT OF THE ZCZP INSTRUMENTS SHOULD MENTION THEIR DP ID, CLIENT ID, PAN AND UPI ID (IN CASE APPLYING THROUGH UPI MECHANISM) IN THE APPLICATION FORM. APPLICANTS MUST ENSURE THAT THE DP ID, CLIENT ID PAN AND UPI ID GIVEN IN THE APPLICATION FORM IS EXACTLY THE SAME AS THE DP ID, CLIENT ID, PAN AND UPI ID AVAILABLE IN THE DEPOSITORY DATABASE. IF THE BENEFICIARY ACCOUNT IS HELD IN JOINT NAMES, THE APPLICATION FORM SHOULD CONTAIN THE NAME AND PAN OF BOTH THE HOLDERS OF THE BENEFICIARY ACCOUNT AND SIGNATURES OF BOTH HOLDERS WOULD BE REQUIRED IN THE APPLICATION FORM.

On the basis of the DP ID, Client ID, PAN and UPI ID provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the Demographic Details of the Applicants including PAN and MICR code. These Demographic Details would be used for giving Allotment Advice, if required, to the Applicants. Hence, Applicants are advised to immediately update their Demographic Details (including bank account details) as appearing on the records of the Depository Participant and ensure that they are true and correct. Please note that failure to do so could result in delays in authorizing, to Applicants, delivery of Allotment Advice at the Applicants' sole risk, and neither the Registrar, nor our Company shall have any responsibility and undertake any liability for the same.

These Demographic Details would be used for all correspondence with the Applicants including mailing of the Allotment Advice. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to this Issue. By signing the Application Form, Applicants applying for the ZCZP Instruments would be deemed to have authorized the Depositories to provide, upon request, to the Registrar, the required Demographic Details as available on its records.

Allotment Advice would be mailed by post or e-mail at the address of the Applicants in accordance with the Demographic Details received from the Depositories. Applicants may note that delivery of Allotment Advice may get delayed if the same once sent to the address obtained from the Depositories are returned undelivered. Further, please note that any such delay shall be at such Applicants' sole risk and neither our Company, nor the Registrar to the Issue shall be liable to compensate the Applicant for any losses caused to the Applicants due to any such delay or liable to pay any interest for such delay.

In case of Applications made under powers of attorney, our Company in its absolute discretion, reserves the right to permit the holder of a power of attorney to request the Registrar to the Issue that for the purpose of printing particulars on and mailing of the Allotment Advice through post, the Demographic Details obtained from the Depository of the Applicant shall be used.

With effect from August 16, 2010, the beneficiary accounts of Applicants for whom PAN details have not been verified shall be suspended for credit and no credit of ZCZP

Instruments pursuant to this Issue will be made into the accounts of the Applicants. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected.

Applicants should note that the ZCZP Instruments will be allotted to all successful Applicants only in dematerialized form. The Application Forms which do not have the details of the Applicant's depository account, including DP ID, Client ID and PAN, shall be treated as incomplete and will be rejected.

APPLICATIONS FOR ALLOTMENT OF ZCZP INSTRUMENTS IN THE DEMATERIALIZED FORM

Submission of Applications

All Application Forms duly completed together with cheque/demand draft, drawn on/payable at a local bank in Mumbai for the amount payable on application, if applicable, shall be sent by Registered Post or by hand delivery to the Corporate Office of the Registrar, so as to reach the Registrar prior to the Issue Closing Date.

In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

In case of hand delivery of the Application Form, an acknowledgement shall be issued by Registrar to the Applicant as proof of having accepted the Application.

Applications shall be deemed to have been received by us only when submitted to the Registrar as detailed above and not otherwise.

Online Applications

Our Company has also provided a facility to submit applications in online mode. In accordance with the BSE April 2024 Circular, Application may also be submitted through the web interface developed by BSE wherein the Application is automatically uploaded onto the Stock Exchange bidding platform. Applicants may also submit the Application Form to the self-certified syndicate banks ("SCSBs") and the syndicate members with (3-in-1 account) registered on the electronic-IPO platform of BSE.

Designated Intermediaries (other than SCSBs and the designated syndicate members) shall

not accept any Application Form from a retail individual investor who is not Bidding in the Issue. For further details on the registration process and the submission of bids through the web interface, the Bombay Stock Exchange has issued operational guidelines and circular available at BSE

INSTRUCTIONS FOR FILLING-UP THE APPLICATION FORM

General Instructions

A. General instructions for completing the Application Form

- Applications must be made in prescribed Application Form only;
- Application Forms must be completed in block letters in English, as per the instructions contained in this Draft Fund Raising Document and, the Application Form;
- Applicants must apply for Allotment in dematerialised form and must provide details of valid and active DP ID, Client ID and PAN clearly and without error. On the basis of such Applicant's active DP ID, Client ID and PAN provided in the Application Form
- The minimum number of Applications and minimum application size shall be specified in this Draft Fund-Raising Document.
- Applications should be in single name. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form;
- Applications should be made by karta in case of HUFs. Applicants are required to ensure that the PAN details of the HUF are mentioned and not those of the karta;
- Thumb impressions and signatures other than in English/Hindi/Gujarati/Marathi or any other languages specified in the 8th Schedule of the Constitution need to be attested by a Magistrate or Notary Public or a Special Executive Magistrate under his/her seal;
- No separate receipts will be issued for the money payable on the submission of the Application Form.
- Every Applicant should hold valid PAN and mention the same in the Application Form;

- All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Applicants should note that the Registrar will not be liable for error in data entry due to incomplete or illegible Application Forms. Our Company would allot the ZCZP Instruments, as specified in the Draft Fund Raising Document for the Issue to all valid Applications.

Our Company would allot the series of ZCZP Instruments, as specified in this Draft Fund Raising Document to all valid Applications.

B. Applicant's Beneficiary Account and Bank Account Details

Applicants applying for Allotment in dematerialized form must mention their DP ID, Client ID, PAN and UPI ID (in case applying through UPI Mechanism) in the Application Form and ensure that the name provided in the Application Form is exactly the same as the name in which the Beneficiary Account is held. In case the Application Form for Allotment in dematerialized form is submitted in the first Applicant's name, it should be ensured that the Beneficiary Account is held in the same joint names and in the same sequence in which they appear in the Application Form. In case the DP ID, Client ID and PAN mentioned in the Application Form for Allotment in dematerialized form do not match with the DP ID, Client ID and PAN available in the Depository database or in case PAN is not available in the Depository database, the Application Form for Allotment in dematerialized form is liable to be rejected. Further, Application Forms submitted by Applicants applying for Allotment in dematerialized form, whose beneficiary accounts are inactive, will be rejected.

On the basis of the DP ID and Client ID provided by the Applicant in the Application Form for Allotment in dematerialized form, the Registrar to the Issue will obtain from the Depositories the Demographic Details of the Applicant including PAN, address, MICR Code and occupation. These Demographic Details would be used for giving Allotment Advice and refunds (including through physical refund warrants, direct credit, NACH, NEFT and RTGS), if any, to the Applicants. Hence, Applicants are advised to immediately update their Demographic Details as appearing on the records of the DP and ensure that they are true and correct, and carefully fill in their Beneficiary Account details in the Application Form. Failure to do so could result in delays in dispatch/credit of refunds to Applicants and delivery of Allotment Advice at the Applicants' sole risk, and neither our Company, Registrar to the Issue nor the Stock Exchanges will bear any responsibility or liability for the same.

The Demographic Details would be used for correspondence with the Applicants including mailing of the Allotment Advice. Allotment Advice would be mailed at the

address of the Applicant as per the Demographic Details received from the Depositories.

In case of Applications made under power of attorney, our Company in its absolute discretion, reserves the right to permit the holder of Power of Attorney to request the Registrar that for the purpose of printing particulars on the mailing of Allotment Advice, the demographic details obtained from the Depository of the Applicant shall be used. By signing the Application Form, the Applicant would have deemed to have authorized the Depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records. The Demographic Details given by Applicant in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to the Issue.

The beneficiary accounts of Applicants for whom PAN details have not been verified shall be suspended for credit and no credit of ZCZP Instruments pursuant to the Issue will be made into the accounts of such Applicants. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected. Furthermore, in case no corresponding record is available with the Depositories, which matches the three parameters, namely, DP ID, Client ID and PAN, then such Application are liable to be rejected.

C. Permanent Account Number (“PAN”)

The Applicant should mention his or her PAN allotted under the IT Act. For minor Applicants, applying through the guardian, it is mandatory to mention the PAN of the minor Applicant. However, Applications on behalf of the Central or State Government officials and the officials appointed by the courts in terms of a SEBI circular dated June 30, 2008, and Applicants residing in the state of Sikkim who in terms of a SEBI circular dated July 20, 2006, may be exempt from specifying their PAN for transacting in the securities market. In accordance with Circular No. MRD/DOP/Cir-05/2007 dated April 27, 2007, issued by SEBI, the PAN would be the sole identification number for the participants transacting in the securities market, irrespective of the amount of transaction. Any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction. It is to be specifically noted that the Applicants should not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground.

However, the exemption for the Central or State Government and the officials appointed by the courts and for investors residing in the State of Sikkim is subject to the Depository Participants’ verifying the veracity of such claims by collecting sufficient documentary evidence in support of their claims. At the time of ascertaining the validity of these Applications, the Registrar to the Issue will check under the Depository records for the appropriate description under the PAN field i.e., either Sikkim category or exempt category.

Electronic registration of Applications

- a) The Designated Intermediaries will register the Applications using the on-line facilities of Stock Exchange. Our Company, and the Registrar to the Issue are not responsible for any acts, mistakes or errors or omission and commissions in relation to (i) the Applications accepted by the Designated Intermediaries, (ii) the Applications uploaded by the Designated Intermediaries, (iii) the Applications accepted but not uploaded by the Designated Intermediaries, (iv) Applications accepted and uploaded by the SCSBs without blocking funds in the ASBA Accounts or (v) Applications accepted and uploaded by the Designated Intermediaries for which the Application Amounts are not blocked by the SCSBs.
- b) The Stock Exchange will offer an electronic facility for registering Applications for the Issue. This facility will be available on the terminals of Syndicate Members and the other Designated Intermediaries during the Issue Period. On the Issue Closing Date, the Syndicate Members and the other Designated Intermediaries shall upload the Applications till such time as may be permitted by the Stock Exchange. This information will be available with the Syndicate Members and the other Designated Intermediaries on a regular basis. Applicants are cautioned that a high inflow of high volumes on the last day of the Issue Period may lead to some Applications received on the last day not being uploaded and such Applications will not be considered for allocation.
- c) Based on the aggregate demand for Applications registered on the electronic facilities of the Stock Exchange, a graphical representation of consolidated demand for the ZCZP Instruments, as available on the websites of the Stock Exchange, would be made available at the Application centres as provided in the Application Form during the Issue Period.
- d) At the time of registering each Application, the Designated Intermediaries, shall enter the details of the Applicant, such as the Application Form number, PAN, Applicant category, DP ID, Client ID, number and Option(s) of ZCZP Instruments applied, Application Amounts and any other details that may be prescribed by the online uploading platform of the Stock Exchange.
- e) With respect to Applications submitted directly to the SCSBs at the time of registering each Application, other than Direct Online Applications, the Designated Branches of the SCSBs shall enter the requisite details of the Applicants in the on-line system including:
 - Application Form number
 - PAN (of the first Applicant, in case of more than one Applicant)
 - Investor category and sub-category

- DP ID
 - Client ID
 - UPI ID (if applicable)
 - Number of ZCZP Instruments applied for
 - Price per ZCZP Instrument
 - Bank code for the SCSB where the ASBA Account is maintained
 - Bank account number
 - Application amount
- f) With respect to Applications submitted to the Designated Intermediaries at the time of registering each Application, the requisite details of the Applicants shall be entered in the on-line system including:
- Application Form number
 - PAN (of the first Applicant, in case of more than one Applicant)
 - Investor category and sub-category
 - DP ID
 - Client ID
 - UPI ID (if applicable)
 - Number of ZCZP Instruments applied for
 - Price per ZCZP Instrument
 - Bank code for the SCSB where the ASBA Account is maintained
 - Location
 - Application amount
- g) A system generated Acknowledgement Slip will be given to the Applicant as a proof of the registration of his Application. It is the Applicant's responsibility to obtain the Acknowledgement Slip from the Syndicate Members or the other Designated Intermediaries, as the case may be. The registration of the Applications by the Designated Intermediaries does not guarantee that the ZCZP Instruments shall be allocated/ Allotted by our Company. Such Acknowledgement Slip will be non-

negotiable and by itself will not create any obligation of any kind.

- h) The permission given by the Stock Exchange to use their network and software of the online system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company are cleared or approved by the Stock Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of our Company, the management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Draft Fund Raising Document; nor does it warrant that the ZCZP Instruments will be listed or will continue to be listed on the Stock Exchanges.
- i) In case of apparent data entry error by the Designated Intermediaries, in entering the Application Form numbers in their respective schedules, other things remaining unchanged, the Application Form may be considered as valid, or such exceptions may be recorded in minutes of the meeting submitted to the Designated Stock Exchange.
- j) Only Applications that are uploaded on the online system of the Stock Exchange shall be considered for Allotment.

The Designated Intermediaries shall capture all data relevant for the purposes of finalizing the Basis of Allotment while uploading Application data in the electronic systems of the Stock Exchange. In order that the data so captured is accurate, Designated Intermediaries will be given up to one Working Day after the Issue Closing Date to modify/ verify certain selected fields uploaded in the online system during the Issue Period after which the data will be sent to the Registrar to the Issue for reconciliation with the data available with the NSDL and CDSL.

Process for investor application submitted with UPI as mode of payment

- a) Before submission of the application with the intermediary, the investor would be required to have / create a UPI ID, with a maximum length of 45 characters including the handle (Example: InvestorID@bankname).
- b) An investor shall fill in the bid details in the application form along with his/ her bank account linked UPI ID and submit the application with any of the intermediaries or through the stock exchange App/ Web interface, or any other methods as may be permitted.
- c) The intermediary, upon receipt of form, shall upload the bid details along with the UPI ID on the stock exchange bidding platform using appropriate protocols.
- d) Once the bid has been entered in the bidding platform, the Stock Exchange shall

undertake validation of the PAN and demat account combination details of investor with the depository.

- e) The Depository shall validate the aforesaid PAN and demat account details on a near real time basis and send response to stock exchange which would be shared by stock exchange with intermediary through its platform, for corrections, if any.
- f) Once the bid details are uploaded on the Stock Exchange platform, the Stock Exchange shall send an SMS to the investor regarding submission of his / her application, at the end of day, during the bidding period. For the last day of bidding, the SMS may be sent the next working day.
- g) Post undertaking validation with the Depository, the Stock Exchange shall, on a continuous basis, electronically share the bid details along with investors UPI ID, with the Sponsor Bank appointed by the issuer.
- h) The Sponsor Bank shall initiate a mandate request on the Investor.
- i) The request raised by the Sponsor Bank, would be electronically received by the investor as a SMS / intimation on his / her mobile no. / mobile app, associated with the UPI ID linked bank account.
- j) The investor shall be able to view the amount to be blocked as per his / her bid in such intimation. The investor shall be able to view an attachment wherein the public issue bid details submitted by investor will be visible. After reviewing the details properly, the investor shall be required to proceed to authorize the mandate. Such mandate raised by Sponsor Bank would be a one-time mandate for each application in the public issue.
- k) An investor is required to accept the UPI Mandate latest by 5 p.m. on the third working day from the day of bidding on the stock exchange platform except for the last day of the issue period or any other modified closure date of the issue period in which case, he / she is required to accept the UPI mandate latest by 5 p.m. the next working day.
- l) An investor shall not be allowed to add or modify the bid(s) of the application except for modification of either DP ID/Client ID, or PAN ID but not both. However, the investor can withdraw the bid(s) and reapply.
- m) For mismatch bids, on successful validation of PAN and DP ID/ Client ID combination during T+1 modification session, such bids will be sent to Sponsor Bank for further processing by the Exchange on T+1 day till 1 PM.
- n) The facility of re-initiation/ resending the UPI Mandate shall be available only till 5 p.m. on the day of bidding.

- o) Upon successful validation of block request by the investor, as above, the said information would be electronically received by the investors' bank, where the funds, equivalent to application amount, would get blocked in investors account. Intimation regarding confirmation of such block of funds in investors account would also be received by the investor.
- p) The information containing status of block request (e.g., accepted / decline / pending) would also be shared with the Sponsor Bank, which in turn would be shared with the Stock Exchange. The block request status would also be displayed on the Stock Exchange platform for information of the intermediary.
- q) The information received from Sponsor Bank, would be shared by stock exchange with RTA in the form of a file for the purpose of reconciliation.
- r) Post closure of the offer, the Stock Exchange shall share the bid details with RTA. Further, the Stock Exchange shall also provide the RTA, the final file received from the Sponsor Bank, containing status of blocked funds or otherwise, along with the bank account details with respect to applications made using UPI ID.
- s) The RTA, based on information of bidding and blocking received from the Stock Exchange, shall undertake reconciliation of the bid data and block confirmation corresponding to the bids by all investor category applications (with and without the use of UPI) and prepare the basis of allotment.
- t) Upon approval of the basis of allotment, the RTA shall share the 'debit' file with Sponsor bank (through Stock Exchange) and SCSBs, as applicable. The Sponsor Bank, based on the mandate approved by the investor at the time of blocking of funds, shall raise the debit / collect request from the investor's bank account, whereupon funds will be transferred from investor's account to the Escrow Account and remaining funds, if any, will be unblocked without any manual intervention by investor or their bank.
- u) Upon confirmation of receipt of funds in the Escrow Account, the securities would be credited to the investor's account. The investor will be notified for full/partial allotment. For partial allotment, the remaining funds would be unblocked. For no allotment, mandate would be revoked, and application amount would be unblocked for the investor.
- v) Thereafter, Stock Exchange will issue the listing and trading approval.

General Instructions

Do's

1. Check if you are eligible to apply as per the terms of this Draft Fund-Raising Document and applicable law;
2. Read all the instructions carefully and complete the Application Form in the prescribed form;
3. Ensure that you have obtained all necessary approvals from the relevant statutory and/or regulatory authorities to apply for, subscribe to and/or seek Allotment of ZCZP Instruments pursuant to the Issue;
4. Ensure that the DP ID and Client ID are correct and beneficiary account is activated for Allotment of ZCZP Instruments in dematerialized form. The requirement for providing Depository Participant details shall be mandatory for all Applicants;
5. Ensure that you have been given an acknowledgement as proof of the Registrar having accepted the Application Form in case of hand delivery of Application Forms;
6. Ensure that signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;
7. Ensure that you have funds equal to the Application Amount in the ASBA Account before submitting the Application Form and that your signature in the Application Form matches with your available bank records;
8. Ensure that your Application Form is submitted either at a Designated Branch of a SCSB where the ASBA Account is maintained or Trading Members of the Stock Exchange at the Specified Cities;
9. Check if you are eligible to Apply under ASBA;
10. In case of an HUF applying through its Karta, the Applicant is required to specify the name of an Applicant in the Application Form as 'XYZ Hindu Undivided Family applying through PQR', where PQR is the name of the Karta. However, the PAN of the HUF should be mentioned in the Application Form and not that of the Karta;
11. Ensure that the Demographic Details including PAN are updated, true and correct in all

respects;

12. Ensure that if the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form;
13. Investor using the UPI Mechanism should ensure that the correct UPI ID (with maximum length of 45 characters including the handle) is mentioned in the Bid cum Application Form;
14. Investors bidding using the UPI Mechanism should ensure that they use only their own bank account linked UPI ID to make an application in the issue and submit the application with any of the intermediaries or through the Stock Exchange App/ Web interface.
15. Ensure that your Application Form is submitted with the Registrar to the Issue; and
16. Ensure that you have correctly ticked, provided or checked the authorisation box in the Application Form.

Don'ts:

1. Do not apply for lower than the minimum application size;
2. Do not fill up the Application Form such that the ZCZP Instruments applied for exceeds the Issue size and/or investment limit or maximum number of ZCZP Instruments that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations;
3. Do not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground;
4. Do not submit incorrect details of the DP ID, Client ID and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Issue;
5. Do not submit Applications on plain paper or on incomplete or illegible Application Forms;
6. Do not submit the Application Forms without ensuring that funds equivalent to the entire Application Amount are available for blocking in the relevant ASBA Account;
7. Payment of Application Amount in any mode other than through blocking of Application Amount in the ASBA Accounts shall not be accepted under the ASBA

process;

8. Do not submit more than five Application Forms per ASBA Account;
9. Do not apply if you are not competent to contract under the Indian Contract Act, 1872;
10. Do not submit an Application in case you are not eligible to acquire ZCZP Instruments under applicable law or your relevant constitutional documents or otherwise;
11. Do not apply if you are a person ineligible to apply for ZCZP Instruments under the Issue;
12. If you are a Retail Individual Investor who is submitting the ASBA Application with any of the Designated Intermediaries and using your UPI ID for the purpose of blocking of funds, do not use any third-party bank account or third-party linked bank account UPI ID;
13. Do not make an application of the ZCZP Instrument on multiple copies taken of a single form;
14. Bidding through the UPI Mechanism using the incorrect UPI handle or using a bank account of an SCSB and/or mobile applications which are not mentioned in the list provided in the SEBI.

Kindly note that Applications submitted to the Designated Intermediaries will not be accepted if the SCSB where the ASBA Account, as specified in the Application Form, is maintained has not named at least one branch at that location for the Designated Intermediaries deposit such Application Forms. (A list of such branches is available at: <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>)

Depository Arrangements

Our Company has made depository arrangements with NSDL and CDSL for issue and holding of the ZCZP Instruments in authorized form.

In this context:

1. Tripartite Agreement dated [●] between us, the Registrar to the Issue and CDSL for offering depository option to the Applicants.
2. Tripartite Agreement dated [●], between us, the Registrar to the Issue and NSDL for offering depository option to the Applicants.
3. An Applicant must have at least one beneficiary account with any of the Depository Participants (DPs) of NSDL or CDSL prior to making the Application.

4. ZCZP Instruments Allotted to an Applicant will be credited directly to the Applicant's respective beneficiary account(s) with the DP.
5. Non-transferable Allotment Advice will be directly sent to the Applicant by the Registrar to the Issue.

For further information, relating to Applications for Allotment of the ZCZP Instruments in authorized form, please see the section titled "Issue Procedure" on page 189 of this Draft Fund-Raising Document.

Communications

All future communications in connection with Applications made in the Issue should be addressed to the Registrar to the Issue quoting all relevant details as regards the Applicant and its Application.

Applicants can contact our Company Secretary /Compliance Officer and Company Secretary/Compliance Officer or the Registrar to the Issue in case of any pre - Issue related problems and/or post-Issue related problems such as non-receipt of Allotment Advice non-credit of ZCZP Instruments in depository's beneficiary account/ etc.

Undertaking by the Issuer

Statement by the Board:

- (a) All monies received pursuant to the Issue of ZCZP Instruments to public shall be transferred to a separate bank account as referred to in sub-section (3) of section 40 of the Companies Act, 2013.
- (b) Details of all monies utilized out of Issue referred to in sub-item (a) shall be disclosed under an appropriate separate head in our balance sheet indicating the purpose for which such monies had been utilized.
- (c) Details of all unutilized monies out of issue of ZCZP Instruments, if any, referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the form in which such unutilized monies have been invested.
- (d) Our Company shall submit to the Stock Exchange a statement in respect of utilisation of the Net Proceeds, on a quarterly basis, containing (a) category-wise amount of monies raised, (b) category-wise amount of monies utilized, (c) balance amount remaining unutilized, until the utilization of the Net Proceeds in accordance with this Draft Fund Raising Document.
- (e) We shall utilize the Issue proceeds only after (a) receipt of the minimum subscription of 75% of the Issue Size; (b) completion of Allotment and refund process in compliance with Section 40 of the Companies Act, 2013; and (c) receipt of listing approval from the

Stock Exchanges.

Other Undertakings by our Company

Our Company undertakes that:

- (a) Complaints received in respect of the Issue will be attended to by our Company expeditiously and satisfactorily.
- (b) Our Company will take necessary steps for the purpose of getting the ZCZP Instruments listed within the specified time, i.e., within 10 (ten) trading days of the Issue Closing Date.
- (c) Funds required for dispatch of Allotment Advice will be made available by our Company to the Registrar to the Issue.
- (d) We shall make necessary disclosures/reporting under any other legal or regulatory requirement as may be required by our Company from time to time.

Rejection of Applications

As set out below or if all required information is not provided or the Application Form is incomplete in any respect, the Board of Directors of our Company reserves its full, unqualified and absolute right to accept or reject any Application in whole or in part and in either case without assigning any reason thereof.

Application may be rejected on one or more technical grounds, including but not restricted to:

- Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);
- Applications by foreign investors;
- Applications not being signed by the sole Applicant;
- Application Amount blocked being higher or lower than the value of ZCZP Instruments Applied for. However, our Company may allot ZCZP Instruments up to the number of ZCZP Instruments Applied for, if the value of such ZCZP Instruments Applied for exceeds the minimum application size;
- Applications where a registered address in India is not provided for the Applicant;
- In case of partnership firms (except LLPs), ZCZP Instruments applied for in the name of the partnership and not the names of the individual partners(s);

- DP ID and Client ID not mentioned in the Application Form;
- GIR number furnished instead of PAN;
- Applications for an amount below the minimum application size;
- Applications by persons who are not eligible to acquire ZCZP Instruments of our Company in terms of applicable laws, rules, regulations, guidelines and approvals;
- In case of Applications under power of attorney or by limited companies, corporate, trust etc., submitted without relevant documents;
- Applications accompanied by Stock invest/cash;
- Signature of sole Applicant missing;
- Applications by persons debarred from accessing capital markets, by SEBI or any other regulatory authority;
- Submission of more than five ASBA Forms per ASBA Account;
- Application Forms not being signed by the ASBA Account holder if the account holder is different from the Applicant;
- If the signature of the ASBA Account holder on the Application Form does not match with the signature available on the SCSB's records where the ASBA Account mentioned in the Application Form is maintained;
- ASBA Applications not having details of the ASBA Account to be blocked;
- Inadequate funds in the ASBA Account to enable the SCSB to block the Application Amount specified in the ASBA Application Form at the time of blocking such Application Amount in the ASBA Account or no confirmation is received from the SCSB for blocking of funds;
- If an authorization to the SCSB or Sponsor Bank for blocking funds in the ASBA Account or acceptance of UPI Mandate Request raised has not been provided;
- SCSB making an ASBA application (a) through an ASBA account maintained with its own self or (b) through an ASBA Account maintained through a different SCSB not in its own name or (c) through an ASBA Account maintained through a different SCSB in its own name, where clear demarcated funds are not present or (d) through an ASBA Account maintained through a different SCSB in its own name which ASBA Account is authorized solely for the purpose of applying in public issues;

- Authorization to the SCSB for blocking funds in the ASBA Account not provided;
- Application Forms not delivered by the Applicant within the time prescribed as per the Application Form and this Draft Fund-Raising Document;
- The UPI Mandate Request is not approved by the retail individual investor;
- If an authorization to the SCSB or Sponsor Bank for blocking funds in the ASBA Account or acceptance of UPI Mandate Request raised has not been provided;
- Date of Birth for first/sole Applicant for persons applying for Allotment not mentioned in the Application Form;
- In case no corresponding record is available with the Depositories that matches three parameters namely, DP ID, Client ID and PAN or if PAN is not available in the Depository database;
- Applications for amounts greater than the maximum permissible amount prescribed by the regulations and applicable law;
- Applications by persons prohibited from buying, selling or dealing in shares, directly or indirectly, by SEBI or any other regulatory authority;
- Applications by any person outside India;
- Applications by other persons who are not eligible to apply for ZCZP Instruments under the Issue under applicable Indian or foreign statutory/regulatory requirements;
- Applications uploaded after the expiry of the allocated time on the Issue Closing Date, unless extended by the Stock Exchange, as applicable;
- Application Forms not delivered by the Applicant within the time prescribed as per the Application Form and this Draft Fund-Raising Document;
- Applications by Applicants whose demat accounts have been 'suspended for credit' pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/MRD/DP/22/2010;
- Where PAN details in the Application Form are not as per the records of the Depositories;
- Applications providing an inoperative demat account number,
- Applications being received post the Issue Closing Date where the payment of

Application Amount is being made by cheque / demand draft;

- Applications being received upon expiry of 3 (three) Working Days where the payment of the Application Amount is being done by way of electronic bank transfer, provided the Application Amount was received in the Escrow Account prior to the Issue Closing Date.

Mode of making refunds

The Registrar to the Issue shall make refunds to the relevant bank accounts of the Applicants as per the Demographic details given by the Depositories.

The mode of refund shall be undertaken in the following order of preference:

1. Direct Credit

Applicants having their bank account with the Escrow Collection Bank, shall be eligible to receive refunds, if any, through direct credit. The refund amount, if any, would be credited directly to their bank account with the Escrow Collection Bank.

2. NACH

National Automated Clearing House is a consolidated system of ECS. Payment of refund would be done through NACH for Applicants having an account at one of the centres specified by the RBI, where such facility has been made available. This would be subject to availability of complete bank account details including Magnetic Ink Character Recognition (MICR) code wherever applicable from the depository. The payment of refund through NACH is mandatory for Applicants having a bank account at any of the centres where NACH facility has been made available by the RBI (subject to availability of all information for crediting the refund through NACH including the MICR code as appearing on a cheque leaf, from the depositories), except where applicant is otherwise disclosed as eligible to get refunds through NEFT or Direct Credit or RTGS.

3. RTGS

Applicants having a bank account with a participating bank and whose refund amounts exceed ₹2,00,000 or such amount as may be fixed by RBI from time to time, have the option to receive refund through RTGS. Such eligible Applicants who indicate their preference to receive refund through RTGS are required to provide the Indian Financial System Code ("IFSC") in the Application Form or intimate our Company and the Registrar to the Issue at least seven days prior to the Record Date. Charges, if any, levied by the Applicant's bank receiving the credit would be borne by the Applicant. In the event the same is not provided, refund shall be made through NACH subject to availability of complete bank account details for the same as stated above.

4. NEFT

Payment of refunds shall be undertaken through NEFT wherever the Applicants' banks have been assigned the IFSC, which can be linked to a MICR, if any, available to that particular bank branch. The IFSC Code will be obtained from the website of RBI as on a date immediately prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same will be duly mapped with the IFSC of that particular bank branch and the payment of refund will be made to the applicants through this method.

Basis of Allotment

If the Issue is oversubscribed (i.e., if the subscription received is greater than the Issue Size), the allocation of ZCZP Instruments, in consultation with the Designated Stock Exchange, shall be on a FIFO basis.

Issuance of Allotment Advice

Our Company shall ensure dispatch of Allotment Advice as per the Demographic Details received from the Depositories within 8-10 Working Days of the Issue Closing Date. Instructions for credit of ZCZP Instruments to the beneficiary account with Depository Participants shall be made within 8-10 Working Days of the Issue Closing Date. Our Company will provide adequate funds required for dispatch of Allotment Advice, as applicable, to the Registrar to the Issue.

Investor Withdrawals and Pre-closure

Investor Withdrawal:

Applicants can withdraw their Applications till the Issue Closing Date by submitting a request for the same to the Registrar, through whom the Application had been placed. In case an Applicant wishes to withdraw the Application after the Issue Closing Date, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalization of the Basis of Allotment.

Pre-closure:

Our Company reserves the right to close the Issue at any time prior to the Issue Closing Date, subject to receipt of minimum subscription or as may be specified in this Draft Fund Raising Document. Our Company shall allot ZCZP Instruments with respect to the Applications received until the time of such pre-closure in accordance with the Basis of Allotment as described hereinabove and subject to applicable statutory and/or regulatory requirements. In the event of such early closure of the Issue, our Company shall ensure that public notice of such early closure is published on or before such early date of closure or the Issue Closing Date, as applicable, through advertisement(s) in all those newspapers in which pre-issue advertisement have been given.

If our Company does not receive the minimum subscription of 75% of Issue Size prior to the Issue Closing Date the entire Application Amount shall be refunded to the Applicants within eight working days from the Issue Closing Date.

SECTION VIII – KEY PROVISIONS OF ARTICLES OF ASSOCIATION

MAIN PROVISIONS OF ARTICLES OF ASSOCIATION

PRELIMINARY	
1	Subject as hereinafter otherwise provided, the regulations contained in Table 'F' in Schedule I to the Companies Act, 2013 shall apply to this Company as far as they are applicable to private companies except as otherwise provided/ modified impliedly or expressly by the following Articles. Clauses 9 (sub clauses),18,36, 37,38,39(b),40,41,80 to 88 be excluded in Articles of Association.
2	Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.
INTERPRETATION	
3	<p>In the interpretation of these Articles, the following expressions shall have the following meanings, unless repugnant to the subjects or context.</p> <p>(a) "The Act" means the Companies Act, 2013 or any modification or re - enactment thereof for the time being in force.</p> <p>(b) "Article" or "Articles" means all or any of the Articles contained in these Articles of Association as originally framed or as altered from time to time.</p> <p>(c) "The Company" or this Company means INDO - SWISS CENTRE OF EXCELLENCE</p> <p>(d) "Memorandum & Articles" means the Memorandum of Association and Articles of Association respectively of the Company.</p> <p>(e) "Board" or "Board of Directors" means and include all Directors of the Company and except where the context otherwise requires for those Articles shall mean the Board of Directors of the Company, or a properly constituted committee thereof.</p> <p>(f) "The Office" means the Registered Office for the time being of the company.</p> <p>(g) "The Registrar" means the Registrar of Companies.</p> <p>(h) "Seal" means the common seal of the Company.</p> <p>(i) "Month" means Calendar Month.</p> <p>(j) "Year" means April to March of any Financial Year.</p> <p>(k) "Proxy" includes Attorney duly constituted under a power of attorney.</p> <p>(l) "Member" means a member of the Company who has duly subscribed to the shares of the company and after due approval of the Board of Directors of the Company from time to time and who continues to be a member for the time being.</p> <p>(m) "In Writing or Written" includes printing, lithography, and other modes of reproducing works in a visible form, which also include thumb impression properly attested.</p>

PRIVATE COMPANY	
4	<p>The Company is a Private Company within the meaning of Section 2(68) of the Companies Act, 2013 and it means a Company having a minimum paid-up share capital as may be prescribed, and which by its articles -</p> <p>i) restricts the right to transfer its shares; ii) except in case of One Person Company, limits the number of its members to 200.</p> <p>Provided that where two or more persons hold one or more shares in a Company jointly, they shall, for the purposes of this clause, be treated as a single member:</p> <p>Provided further that-</p> <p>(A) persons who are in the employment of the Company; and (B) persons who, having been formerly in the employment of the Company, were members of the Company while in that employment and have continued to be members after the employment ceased, shall not be included in the number of members; and</p> <p>iii) prohibits any invitation to the public to subscribe for any securities of the Company;</p>
SHARE CAPITAL	
5	The company does not have any share capital.
GENERAL MEETINGS	
6	The Company shall in each year hold a General Meeting in addition to any other Meeting in that year. All General Meetings other than Annual General Meeting shall be called Extraordinary General Meetings. Every Annual General Meeting shall be called in accordance with the provisions of Section 96 of the Act and the notices calling the Meeting shall specify it as the Annual General Meeting
7	<p>(i) The Board may, whenever it thinks fit, call an extraordinary general meeting. (ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.</p>
8	A General Meeting of the Company may be called by giving not less than seven days' notice in writing. A General Meeting may be called at Shorter Notice which is less than 7 days if consent is accorded therein (1) in the case of an Annual General Meeting, by all the members entitled to vote there at and (2) in the case of any other meeting by members of the Company holding not less than 95 percent of such part of the paid up Share Capital of the Company as acquires right to vote at the meeting

9	<p>(a) Every notice of a General Meeting of the Company shall specify the place, date and hour of the Meeting and shall contain a statement of the business to be transacted thereat.</p> <p>(b) No General Meeting, Annual or Extraordinary, shall be competent to enter upon, discuss, or transact any business which has not been mentioned in the notice or notices upon which it is convened.</p> <p>(c) In every notice there shall appear with reasonable prominence a statement that a Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and that a proxy need not be a Member of the Company.</p> <p>(d) The notice shall be given to such persons as are entitled to receive notice from the Company under the provisions of the Act</p>
PROCEEDINGS AT GENERAL MEETINGS	
10	<p>(i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.</p> <p>(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in Section 103.</p>
11	The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
12	<p>(a) If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.</p> <p>(b) If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting</p>
ADJOURNMENT OF MEETING	
13	<p>(i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.</p> <p>(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.</p> <p>(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.</p> <p>(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at and adjourned meeting.</p>
MINUTES OF GENERAL MEETING	
14	The Company shall cause minutes of all proceedings of every General Meeting to be kept in accordance with the applicable provisions of the Act. The resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the members present and

	entered in the minutes book maintained under Section 118. The minutes book shall be signed and dated by the member and the resolution passed at such meeting shall become effective from the date of passing the resolution or such other date as may be provided in the resolution.
VOTING RIGHTS	
15	Subject to any rights or restrictions for the time being attached to any class of shares, – (a) on a show of hands, every member present in person shall have one vote; and (b) on a poll, the voting rights of members shall be in proportion to his share in the paid up equity share capital of the company.
16	A member may exercise his vote at a meeting by electronic means in accordance with Section 108 and shall vote only once.
17	(i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. (ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.
18	A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.
19	Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.
20	No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.
21	(i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. (ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.
PROXY	
22	The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

23	An instrument appointing a proxy shall be in the form as prescribed in the rules made under Section 105 of the Companies Act, 2013. Only member of the Company can be appointed as so called Proxy
24	<p>A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:</p> <p>Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.</p>
BOARD OF DIRECTORS	
25	<p>The First Directors of the Company are:</p> <ol style="list-style-type: none"> 1. Mr. Mukesh Satpal Malhotra 2. Mr. Ashwini Baldevraj Malhotra 3. Mr. Prakash Krishnaji Apte 4. Mr. Sanjay Prakash 5. Mr. Narasimharao Subramanya Venkata Rallabhandi <p>All of the above-mentioned Directors shall be authorized to sign on official communication of the Company. The number of Directors of the Company shall not be less than two (2) and not more than fifteen (15) and shall not be liable to retire by rotation</p>
26	The Board may pay all expenses incurred in getting up and registering the company
27	All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine
28	Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose
29	<p>Subject to the provision of the Act, the Board shall have the power, at any time and from time to time, to appoint a person to be a Director either to fill a casual vacancy or as an addition to the Board, but so that the total number of Directors shall not at any time exceed the maximum fixed above. Any Director, so appointed, shall hold office only till the next following annual general meeting but shall be eligible thereof for election</p> <p>as Director. Subject to Section 161 of the Act, the Board of the Company shall have the power to appoint an alternate Director to function in the original Director during his absence</p>

PROCEEDINGS AT THE MEETINGS	
30	(i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit. (ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
31	(i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting
32	(i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit. (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
33	(i) A committee may elect a Chairperson of its meetings. (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting
34	(i) A committee may meet and adjourn as it thinks fit. (ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote
35	All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.
36	Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.
MEETING OF DIRECTORS	
37	The Directors may meet together as a Board for the dispatch of business from time to time, and shall so meet at least once in every three months on normal business day and at least four such Meetings shall be held in every year. The gap between two meetings shall not be more than 120 days. The Meeting of the Board can be held through video conferencing or other audio visual means subject to the provisions of the Act and any meeting held through video conferencing must be

	construed as a valid meeting.
QUORUM AT BOARD MEETING	
38	Subject to the provisions of the Act the quorum for a meeting of the Board shall be one-third (1/3) of its total strength (any fraction contained in that one-third being rounded off as one), or two Directors, whichever is higher. Provided that where at any time the number of interested Directors exceeds or is equal to two - thirds (2/3) of the total strength, the number of the remaining Directors, that is to say, the number of Directors who are not interested, present at the meeting, or in a manner permitted under applicable law for the purpose of quorum, being not less than two (2), shall be the quorum during such time. Subject to the provisions of the Act, questions arising at any meeting shall be decided by majority of votes, in case of an equality of votes, the Chairperson shall have a second or casting vote.
GENERAL POWER OF BOARD	
39	The Board may exercise all such powers of the Company and do all such acts and things as are not, by the Act, or any other Act, or by the Memorandum or by the Articles of the Company required to be exercised or done by the Company in General Meeting, subject nevertheless to these Articles and to the provisions as may be prescribed by the Company in General Meeting, but no regulations made by the Company in General Meeting shall invalidate any prior act of the Board which would have been valid if that regulation had not been made; provided that the Board shall not, exercise the powers which under the Act require the consent of the Company in General Meeting without such consent.
RESOLUTION BY CIRCULATION	
40	No resolution shall be deemed to have been duly passed by the Board or by a committee thereof by circulation, unless the resolution has been circulated in draft together with the necessary papers, if any; to all the Directors, or to all the members of the Committee, at their registered address with the Company by post or courier or through email or fax and the resolution is to be approved by majority of directors or members who are entitle to vote on the resolution. In case if 1/3rd of the total number of directors of the Company for time being require that any resolution under circulation must be decided at a meeting, the Chairperson shall put the resolution to be decided at a meeting.
41	The resolution passed by circulation shall be noted at subsequent meeting of the Board or committee and be made part of the minutes of the meeting
REMUNERATION OF DIRECTORS	
42	The Company may make such payment in good faith of prudent remuneration to any of its officers or servants (not being member) or to any other person (not being member),in return for any services actually rendered to the company
MINUTES OF BOARD MEETING	
43	The Company shall cause minutes of all proceedings of every meeting of the Board and Committee thereof to be kept in accordance with the applicable

	provisions of the Act.
CHIEF EXECUTIVE OFFICER, MANAGER, COMPANY SECRETARY OR CHIEF FINANCIAL OFFICER	
44	Subject to the provisions of the Act, – (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of resolution of the Board; (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.
45	A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and
	chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer
SECRECY	
46	Every Director, Manager, Secretary, Auditor, Trustee, Members of a Committee, Officer, Servant, Agent, Accountant or other persons employed in the business of the company, shall if so, required by the Directors, before entering upon his duties, or any time during his term of office, sign a declaration pledging himself to observe strict secrecy respecting all transaction of the Company and the State of Accounts and in the matters relating thereto, and shall by such declaration pledge himself not to reveal any of the matters which may come to his knowledge in the discharge of duties, except when required to do so by the board or by court of Law or by the person to whom such matters relate and except so far as may be necessary in order to comply with any of the provisions contained in these Articles.
THE SEAL	
47	(i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorized by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

ACCOUNTS	
48	<p>The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.</p> <p>No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorized by the Board or by the company in general meeting</p>
WINDING UP	
49	<p>If upon a winding up or dissolution of the company, there remains, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be distributed amongst the members of the company but shall be given or transferred to such other company having objects similar to the objects of this company, subject to such conditions as the Tribunal may impose, or may be sold and proceeds thereof credited to the</p> <p>Rehabilitation and Insolvency Fund formed under Section 269 of the Act</p>
INDEMNITY	
50	<p>Every officer of the Company shall be indemnified out of the assets of the Company against any liability incurred by him in defending any proceedings whether civil or criminal in which judgement is given in his favour or in which he is acquitted or in which relief is granted to him by the Court or the Tribunal</p>

SECTION IX - MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts which are or may be deemed material have been entered into by our Company. These contracts and the documents for inspection referred to hereunder, may be inspected at the Registered Office of our Company between 10:00 a.m. to 5:00 p.m. on any Working Day from the date of the filing of this Draft Fund-Raising Document with the Stock Exchanges till the date of closure of the Issue. Any of the contracts or documents mentioned in this Draft Fund-Raising Document may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the shareholders subject to compliance with the provisions contained in the Companies Act and other relevant statutes.

MATERIAL CONTRACTS

1. Registrar Agreement dated 25th May, 2026 between our Company and the Registrar to the Issue.
2. Escrow Agreement dated [●] between our Company, the Registrar to the Issue and the Escrow Collection Bank.
3. Tripartite agreement dated [●], among our Company, the Registrar to the Issue and CDSL.
4. Tripartite agreement dated [●], among our Company, the Registrar to the Issue and NSDL.

MATERIAL DOCUMENTS

1. Certified true copy of Memorandum and Articles of Association of our Company, as amended to date.
2. Certificate of Incorporation of our Company dated May 12th, 2016 issued by the RoC.
3. Copy of the resolution passed by the Board of Directors on October 17, 2025, approving the issue of ZCZP Instruments & Other related matters.
4. Copy of the resolution passed by the Board of Directors on November 13, 2025, approving this Draft Fund-Raising Document.
5. Registration certificate as a Not-for-Profit Organisation with BSE SSE, bearing registration number **BSESSENPO0078** with effect from January 27, 2025.
6. Permanent Account Number card.
7. Certificate issued under section 12A of the Income-tax Act, 1961.

8. Certificate of registration under the Foreign Contribution (Regulation) Act, 2010 and the returns filed thereunder.
9. Letter dated [●] from Registrar to the offer confirming listing of Zero Coupon Zero Principal Instruments of ISCE.
10. Undertaking dated [●] by the Social Auditor for registration of ISCE on BSE as a social enterprise.
11. Consents of the Directors, and Company Secretary/Compliance Officer, Legal Counsel to the Issue and Registrar to the Issue, to act in their respective capacities.
12. The Audited Financial Statements for the financial year ended March 31, 2025, March 31, 2024, and March 31, 2023.
13. Annual reports of our Company for the Financial Years 2025, 2024 and 2023.
14. In-principle listing approval from BSE by its letter no. [●] dated [●].

Any of the contracts or documents mentioned in this Draft Fund-Raising Document may be amended or modified at any time if so, required in the interest of our Company or if required by the other parties, without reference to the investors, subject to compliance with the provisions contained in the Companies Act and other applicable law.

We shall disclose all material events and information having a significant impact on its operations, governance, fundraising activities, or social impact objectives within 24 hours of the occurrence of the event or receipt of information, or within such timelines as may be prescribed under the applicable Social Stock Exchange and regulatory requirements.