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## CAPITAL STRUCTURE

The Equity Share capital of our Company as at the date of this Addendum is set forth below:

*(In ₹, except share data)*

		Aggregate value at face value	Aggregate value at Offer Price
<b>A</b>	<b>AUTHORIZED SHARE CAPITAL <sup>(1)</sup></b>		
	60,000,000 Equity Shares of face value of ₹5 each	300,000,000	
<b>B</b>	<b>ISSUED, SUBSCRIBED AND PAID-UP CAPITAL BEFORE THE OFFER</b>		
	33,942,920 Equity Shares of face value of ₹5 each	169,714,600	
<b>C</b>	<b>PRESENT OFFER IN TERMS OF THE DRAFT RED HERRING PROSPECTUS</b>		
	Fresh Issue of up to [●] Equity Shares of face value of ₹5 each <sup>(2)</sup>	[●]	Up to 2,750,000,000
	Offer for Sale of up to 9,822,947 Equity Shares of face value of ₹5 each <sup>(3)</sup>	49,114,735	[●]
	Which includes:		
	<b>EMPLOYEE RESERVATION PORTION</b>		
	Up to [●] Equity Shares of face value of ₹ 5 each		Up to 20,000,000
<b>D</b>	<b>NET OFFER</b>		
	[●] Equity Shares of face value of ₹ 5 each	[●]	[●]
<b>E</b>	<b>ISSUED, SUBSCRIBED AND PAID-UP CAPITAL AFTER THE OFFER</b>		
	[●] Equity Shares of face value ₹5 each (assuming full subscription in the Offer)	[●]	
<b>F</b>	<b>SECURITIES PREMIUM ACCOUNT</b>		
	Before the Offer (₹ million)		3,100.94
	After the Offer (₹ million)		[●]

- (1) For details in relation to the changes in the authorized share capital of our Company, see “History and Certain Corporate Matters” on page 191 of the Draft Red Herring Prospectus.
- (2) The Fresh Issue has been authorized by resolutions of our Board of Directors dated October 31, 2019 and December 22, 2020 and special resolutions of our Shareholders in their Extraordinary General Meetings dated November 29, 2019 and January 23, 2021. The Pre-IPO Placement of 5,951,132 Equity Shares for an aggregate amount equal to ₹1499.69 million has been completed, and accordingly, the number of Equity Shares allotted will be reduced from the Fresh Issue, subject to a minimum Offer of [●]% of the post-Offer paid up equity share capital being offered to the public. For further details, see “Our Business – Equity capital infusion” on page 7 of the Addendum.
- (3) For details of authorizations received for the Offer for Sale, see “The Offer” on page 76 of the Draft Red Herring Prospectus. The Equity Shares being offered by each Selling Shareholder have been held by them for a period of at least one year prior to the date of filing of the Draft Red Herring Prospectus with SEBI, calculated in the manner as set out under Regulation 8 of SEBI ICDR Regulations and are eligible for being offered for sale in the Offer.
- (4) Eligible Employees bidding in the Employee Reservation Portion must ensure that the Bid Amount does not exceed ₹500,000. Allotment to an Eligible Employee in the Employee Reservation Portion may exceed ₹200,000 only in the event of an under-subscription in the Employee Reservation Portion, post the initial allotment, such unsubscribed portion may be Allotted on a proportionate basis to Eligible Employees Bidding in the Employee Reservation Portion, subject to the total Allotment to an Eligible Employee not exceeding ₹500,000.

### Notes to the Capital Structure

### 1. **Transfer of Shares by Kayum Dhanani**

Since the filing of the Draft Red Herring Prospectus, our Promoter, Kayum Dhanani, has transferred an aggregate of 360,048 Equity Shares held by him in the Company to certain third parties who are not members of the Promoter Group and will be classified as public shareholders. As a consequence, our Promoter, Kayum Dhanani, holds 938,636 Equity Shares constituting 2.77% of the issued, subscribed and paid-up Equity Share capital of our Company as on the date of this Addendum.

Set forth below are the details of the Equity Shares transferred by Kayum Dhanani since the filing of the Draft Red Herring Prospectus.

S No.	Date of Transfer	No. of Equity Shares Transferred	Name of the Buyer
1.	December 11, 2020	119,048	Avvanti Advisors Private Limited
2.	December 30, 2020	30,000	Avvanti Advisors Private Limited
3.	December 31, 2020	30,000	Avvanti Advisors Private Limited
4.	December 31, 2020	16,000	Suresh Kumar Agarwal
5.	January 21, 2021	7,143	Nimit Jateen Tanna HUF
6.	January 21, 2021	28,571	Avvanti Advisors Private Limited
7.	January 21, 2021	114,286	QRG Investments and Holdings Limited
8.	January 28, 2021	15,000	Avvanti Advisors Private Limited
	<b>Total</b>	<b>360,048</b>	

### 2. **Pledge of Shares by Kayum Dhanani**

As disclosed in Risk Factor number 13 on page 45 of the Draft Red Herring Prospectus and the section “*Capital Structure*” on page 100 of the Draft Red Herring Prospectus, Kayum Dhanani had agreed to pledge 480,769 Equity Shares held by him in favour of RBL Bank Limited to secure certain loan facilities granted to certain members of the Promoter Group (i.e., Brown House Baking Private Limited, Iconium Leather Works Private Limited and Sara Suole Private Limited) after expiry of the one year lock-in effective from the date of allotment of Equity Shares in the Offer. The agreement to pledge stated that the listing of the Company should be completed by June 30, 2020 failing which 480,769 Equity Shares held by Kayum Dhanani would be pledged in favour of RBL Bank Limited. However, the listing of the Company could not be completed by June 30, 2020 due to among other factors, adverse market conditions and the impact of COVID-19 on the overall financial condition of the Company. Subsequently, Kayum Dhanani pledged 480,769 Equity Shares on October 8, 2020 in favour of RBL Bank Limited pursuant to a deed of pledge entered in September 2020. As a consequence, of the 938,636 Equity Shares held by Kayum Dhanani, 480,769 Equity Shares are pledged in favour of RBL Bank Limited as at the date of this Addendum.

### 3. **Regulation 54 Letter**

The Company has received a letter dated January 29, 2021 from SEBI in respect of the transfer of an aggregate of 195,048 Equity Shares by Kayum Dhanani between December 11, 2020 and December 31, 2020 referred to above; and the pledge of 480,769 Equity Shares in favour of RBL Bank Limited on October 8, 2020 referred to above (the “**Regulation 54 Letter**”). Regulation 54 of the SEBI ICDR Regulations requires the Company to ensure that all transactions in securities by its Promoters and Promoter Group to the Stock Exchanges within twenty-four hours of such transactions between the date of filing the Draft Red Herring Prospectus and the date of closure of the Offer. SEBI in the Regulation 54 Letter pointed out that although the Company made the requisite declarations in respect of such transactions on January 6, 2021, there was a delay in making such disclosures. In the Regulation 54 Letter, SEBI stated that such delay in compliance was viewed seriously and the Company was warned and advised to be cautious and ensure compliance with all applicable provisions of the SEBI rules and regulations. The Regulation 54 Letter shall be made available as part of the material contracts and

documents available for inspection at the Registered and Corporate Office between 10 a.m. and 5 p.m. on all Working Days from the date of the Red Herring Prospectus until the Bid/Offer Closing Date.

## OUR BUSINESS

### COVID-19

The World Health Organization declared the outbreak of COVID-19 a Public Health Emergency of International Concern on January 30, 2020, and a pandemic on March 11, 2020. Further, on March 14, 2020, India declared COVID-19 as a “notified disaster” and imposed a nationwide lockdown announced on March 24, 2020. Subsequently, progressive relaxations have been granted for movement of goods and people and cautious re-opening of businesses and offices. The outbreak of COVID-19, as well as GoI measures to reduce the spread of COVID-19, have had a substantial adverse impact on our restaurant operations since March 2020, and the timing of how long the COVID-19 pandemic will last is still uncertain. In addition, our restaurants in different states and regions in India have been disproportionately affected by COVID-19 and the measures implemented in each state have varied due to regional and regulatory differences in each state in India. As a result of COVID-19, we have had to temporarily close a number of restaurants across India commencing from March 2020 and have experienced reduced store-level operations, including reduced operating hours and restaurant closures. During the initial stage of the COVID-19 crisis, footfalls and sales in our restaurants fell significantly due to the lockdown and other measures implemented by the GoI. Our footfalls and sales have since started to recover, although not yet to levels we saw prior to the COVID-19 crisis. As of the date of filing of this Addendum, our restaurants in 77 cities across India have reopened, often with limited operations. As of the date of the filing of this Addendum, the majority of our restaurants have opened for dine-in guests, however, the capacity may be limited, based on local regulations. In addition, the COVID-19 pandemic has directly impacted our same-store sales in our restaurants. The reduction in the level of business activity due to the COVID-19 crisis has also led to write offs of food inventory and a reduction in orders with our suppliers since our inventory includes food items which are perishable in nature. Similarly, our corporate offices also experienced closures and certain employees have been restricted from commuting to their places of work.

### Our Presence

As of December 31, 2020, we have 147 Barbeque Nation Restaurants (including opened, temporarily closed and under construction outlets) across 77 cities in India, six International Barbeque Nation Restaurants across four cities outside India and 11 Italian Restaurants across three metro cities in India of which nine are operated under the brand name “Toscano” and one each under the brand names “La Terrace” and “Collage”, respectively. In addition, we have one Barbeque Nation Restaurant which is operated by a third-party on a franchise model. The city-wise presence of our Barbeque Nation Restaurants in India is illustrated below:

City Type	Total owned and operated restaurants <sup>^</sup> (As of March 31, 2020)	Total owned and operated restaurants <sup>^</sup> (As of December 31, 2020)
Metro cities & International	95	92
Tier-I cities	22	22
Tier-II cities	42	42
Others	8	8
<b>Total</b>	<b>167</b>	<b>164</b>

<sup>^</sup>These figures exclude one Barbeque Nation Restaurant in Kolhapur which operates on a franchise model and is not owned and operated by us.

Following are the number of our owned and operated restaurants since Fiscal 2018:

Period	Number of owned and operated restaurants <sup>(1)</sup>
Fiscal 2018	104
Fiscal 2019	131
Fiscal 2020*	167
Fiscal 2021 (until December 31, 2020)*	164

Note

<sup>(1)</sup> These are only owned and operated restaurants and excludes one Barbeque Nation Restaurant located in Kolhapur which operates on a franchise model and is not owned and operated by us.

\* Includes opened, temporarily closed and under construction outlets, the Barbeque Nation Restaurants, the Italian Restaurants and the International Barbeque Nation Restaurants.

## Re-opening of Outlets

As of March 31, 2020, we had a consolidated store network of 167 restaurants, which included 146 Barbeque Nation Restaurants, four Barbeque Nation Restaurants under construction, six International Barbeque Nation Restaurants and 11 Italian Restaurants.

As and when, restrictions on operations were lifted by the concerned regulatory authority, we ramped up the operations of our restaurants. The month-wise status of our restaurants is set out below.

Number of restaurants	March 31, 2020	April 30, 2020	May 31, 2020	June 30, 2020	July 31, 2020	August 31, 2020	September 30, 2020	October 31, 2020	November 30, 2020	December 31, 2020
Operational (A)	0	2	4	73	89	106	123	152	156	159
Temporarily closed and Under Construction (B)	167	165	162	92	75	58	41	12	8	5
Permanently closed (C)	0	0	1	1	1	0	0	0	0	0
Total Store Network (A+B)	167	167	166	165	164	164	164	164	164	164

During the COVID-19 pandemic, we implemented high standards of safety and hygiene protocols across our Barbeque-Nation Restaurants and Toscano Restaurants in India covering guest safety, employee safety, sanitisation, physical distancing, temperature checks and safe deliveries. We have made required changes to the seating layouts and restricted movement of crowds to maintain physical distancing. We launched #NoCompromiseDining with operating procedures outlining physical distancing, contact-free experience, sanitization protocols and customer experience.

## Sales Recovery

Our sales have recovered month on month post lockdown and easing of various supply side restrictions like restrictions on operating hours, restrictions on operational capacity and restrictions on sales of liquor. While some of these restrictions have eased across a few states, we continue to face some restrictions across some cities. The recovery of our monthly sales has been driven both by an increase in dine-in sales and delivery sales. Our consolidated sales of food and beverages over the last few months post lockdown are as follows:

	Monthly Sales* (₹ million) Fiscal 2020 (A)	Monthly Sales* (₹ million) Fiscal 2021 (B)	Fiscal 2021 Monthly Sales* as a % of Fiscal 2020 Monthly Sales* (B/ A)	Month-on-month growth (%) in Fiscal 2021	Number of restaurants operational for dine-in at the end of each month during Fiscal 2021 (C)	Average Daily Sales per restaurants (in ₹) (D = B / (C x N**))
April	646.90	4.99	0.8%	-98.6%	2	83,184
May	725.79	17.33	2.4%	247.2%	4	139,748
June	748.56	74.95	10.0%	332.5%	73	34,221
July	718.82	125.24	17.4%	67.1%	89	45,394
August	690.62	241.45	35.0%	92.8%	106	73,477
September	693.22	389.76	56.2%	61.4%	123	105,626
October	705.68	542.94	76.9%	39.3%	152	115,224
November	725.06	610.83	84.2%	12.5%	156	130,519
December	884.34					
January	823.18					
February	735.11					

March	356.06					
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\* Monthly Sales means the consolidated sales of food and beverages

\*\*Where N for a particular month is equal to the number of days for that month.

Note: Monthly Sales from restaurants operated by Red Apple have been consolidated in the table above from January 2020 since Red Apple became a subsidiary of the Company with effect from December 31, 2019. Red Apple operates 11 Italian Restaurants and hence, the comparison for the period between April and December of Fiscal 2020 with the corresponding period in Fiscal 2021 may not be comparable to such extent. The calculations set out in the table above are subject to rounding differences.

### Delivery Focus with Product Innovation

Our delivery business has grown from ₹260.93 million in Fiscal 2020 to ₹378.90 million during the eight months ending November 30, 2020. We will continue to focus on the delivery segment and will continue to work on improving our product offering in relation to consistency, quality, recipes, delivery menu and meal combos. One of our delivery products, “Barbeque-in-a-Box,” that we launched in June 2020, provides a wide range of starters, main course and desserts. This is in addition to two other products, “Grills in a Box” and “Meals in our Box”, which are offered through delivery among other offerings. We will continue to work towards increasing the average daily sales of these products and these variants.

Our average daily delivery sales per restaurant was ₹5,354 in Fiscal 2020. Following are the details of our delivery sales over the past few months:

	Monthly delivery sales (₹ million) (A)	Number of restaurants operational for delivery at the end of the period (B)	Average Daily Delivery Sales per restaurants (in ₹) (C = A / (B x N*))
April 2020	4.58	69	2,211
May 2020	14.18	99	4,622
June 2020	22.52	112	6,703
July 2020	30.53	118	8,345
August 2020	54.48	125	14,060
September 2020	75.30	137	18,321
October 2020	88.46	154	18,529
November 2020	88.85	159	18,627

\*Where N for a particular month is equal to the number of days for that month and the number of restaurants used for this computation is the number of restaurants that were operational during such month. The calculations set out in the table above are subject to rounding differences.

We currently receive delivery orders both from various aggregators as well as through our own BBQ App and website.

### Awards and Accolades

We have received several awards and accolades. Most recently, our Company was ranked amongst the top 10 retail companies to work for by Great Place to Work Institute in 2020 in collaboration with the Retailers Association of India and was ranked number 7 amongst India’s best companies to work for in 2020 by the Great Place to Work Institute in collaboration with Economic Times.

### Strengthened Digital Assets

We recently updated our BBQ App. This updated BBQ App includes: (i) option to make dine-in reservations; (ii) online ordering for our delivery products; and (iii) exclusive offers through digital coupons. The BBQ App also provides a payment option for our dine-in customers. Our share from our digital assets (BBQ App, our website and chat bots) as a percentage of total reservations has grown from 34.6% in the month of February 2020 to 47.5% in the month of December 2020. Our cumulative mobile downloads have increased from over 1.28 million at the end of November 30, 2019 to over 2.2 million at the end of December 2020.

Under our Smiles Loyalty program, we currently provide 5% of the bill value (subject to certain terms and conditions) to our customers as Smiles points which can be redeemed within a defined timeline during the customer’s next dine-in visit or delivery order from our BBQ App or website. In the month of February 2020, only 0.8% of our customer bills reflected the redemption of Smiles points but this has grown to 9.6% of our

customer bills for the month of December 2020. As of January 24, 2021, our average rating of the BBQ App on an internet app store was 4.5 out of 5.0.

### **Cost Optimisation**

We have undertaken various cost optimisation efforts such as seeking rent reliefs from our landlords, renegotiating our commercial terms, temporarily reducing senior management salaries and realigning store operating costs and structures. As of December 31, 2020, we had 7298 full time employees in our Company and its Subsidiaries as against 9620 full time employees as on February 29, 2020.

### **Liquidity status**

The financial impact of COVID-19 has had, and is expected to continue to have, an adverse effect on our liquidity, and we are seeking appropriate sources of liquidity in order to sustain our business throughout this crisis. This also led to temporary delays in compliance with our payment obligations to our lenders and payment of our statutory dues. We have recently completed a private placement of Equity Shares for an aggregate consideration of ₹1,499.69 million. We have also engaged in rent relief negotiations with our landlords and arrived at negotiated agreements with respect to reductions in rent and our rental obligations during the COVID-19 pandemic with a large proportion of them. In addition, the salaries of senior management and certain other support centre employees were reduced temporarily. We have also negotiated revised commercial terms during the COVID-19 pandemic with some of our other service providers, and we have managed our inventory through promotions, reorganisation and liquidation of stocks. This has provided us with working capital support and additional liquidity. However, depending on how long the COVID-19 pandemic lasts, we may need to seek additional sources of liquidity. The COVID-19 pandemic is adversely affecting the availability of liquidity generally in the credit markets, and there can be no assurance that additional liquidity from other sources will be available to us on favourable terms, or at all, especially the longer the COVID-19 pandemic lasts or if it were to worsen. While we cannot currently estimate the duration or the future negative financial impact of the COVID-19 pandemic on our business, we expect the negative effects to continue into the fourth quarter of Fiscal 2021 and beyond.

### **Equity capital infusion**

Our Company has completed a Pre-IPO placement of ₹1,499.69 million. Under a share subscription agreement dated December 9, 2020 entered into by the Company with Xponentia Opportunities Fund – I (“**Xponentia**”), Xponentia agreed to subscribe for and has been allotted 1,587,302 Equity Shares for an aggregate consideration of ₹400 million. In addition, under a share subscription agreement dated December 31, 2020 entered into by the Company with Jubilant Foodworks Limited (“**Jubilant**”), Jubilant agreed to subscribe for and has been allotted 3,650,794 Equity Shares for an aggregate consideration of approximately ₹920 million. Pursuant to the transaction with Xponentia, Devinjit Singh, who is the Founder and Managing Partner of Xponentia Capital Partners, has been appointed as a Non-Executive Director on the Board. As a part of the Pre-IPO placement, certain individuals and employees also subscribed for an aggregate of 713,036 Equity Shares for an aggregate consideration of ₹179.69 million. As a consequence, the Pre-IPO Placement aggregated to ₹1,499.69 million.

### **Other appointments to the Board:**

At the time of filing of the DRHP, the Board consisted of six directors. Subsequent to the filing of the DRHP, in addition to the appointment of Devinjit Singh as a Non-Executive Director pursuant to a board resolution dated December 31, 2020 and a shareholders’ resolution dated January 23, 2021, the Company has also appointed: (i) Mr. Natarajan Ranganathan, who holds a bachelor’s degree in commerce from Madras University and is an associate member of the Institute of Cost Accountants of India, as a Non-Executive, Independent Director for a period of five years with effect from December 31, 2020 pursuant to a board resolution dated December 8, 2020 and a shareholders’ resolution dated December 31, 2020; and (ii) Mr. Rahul Agrawal, the Chief Executive Officer of the Company, as a Whole-Time Director for a period of five years with effect from December 31, 2020 pursuant to a board resolution dated December 31, 2020 and a shareholders’ resolution dated January 23, 2021.



## OTHER REGULATORY AND STATUTORY DISCLOSURES

### Eligibility for the Offer

Our Company was eligible for the Offer in accordance with Regulation 6(1) of the SEBI ICDR Regulations as at the date of the Draft Red Herring Prospectus as explained under the eligibility criteria calculated in accordance with the Restated Consolidated Financial Statements prepared in accordance with the Companies Act and restated in accordance with the SEBI ICDR Regulations.

As at the date of the Addendum, the Company is no longer eligible for the Offer in accordance with Regulation 6(1) of the SEBI ICDR Regulations, and accordingly is eligible for the Offer in accordance with Regulation 6(2) of the SEBI ICDR Regulations.

Our Company is eligible for the Offer in accordance with Regulation 6(2) of the SEBI ICDR Regulations, which states as follows:

*“An issuer not satisfying the condition stipulated in sub-regulation (1) shall be eligible to make an initial public offer only if the issue is made through the book-building process and the issuer undertakes to allot at least seventy five per cent. of the Net Offer to qualified institutional buyers and to refund the full subscription money if it fails to do so.”*

We are an unlisted company and do not satisfy the conditions specified in Regulation 6(1) of the SEBI ICDR Regulations. Therefore, we are required to allot not less than 75% of the Net Offer to QIBs to meet the conditions set out in Regulation 6(2) of the SEBI ICDR Regulations. In the event we fail to do so, the full application monies shall be refunded to the Bidders in accordance with the SEBI ICDR Regulations.

### Exemptions Sought

Pursuant to Regulation 300(1)(c) of the SEBI ICDR Regulations, SEBI is empowered to relax the strict enforcement of the requirements under the SEBI ICDR Regulations, including any non-compliance caused due to factors beyond the control of the issuer. Given the adverse circumstances which have impacted the Company on account of COVID-19, in an exemption application dated January 4, 2021 (the “**Exemption Application**”), the Company had requested SEBI to waive the requirement to refile the DRHP and grant exemptions from the following provisions of the SEBI ICDR Regulations:

- (i) Paragraph (1)(d) of Schedule XVI to the SEBI ICDR Regulations for increasing the fresh issue size by up to 50% but with the inclusion of an additional object to the issue (i.e., expansion of existing restaurants and opening of new restaurants by the Company and its subsidiaries); and
- (ii) Paragraph (1)(f)(iii) read with paragraph (1)(f)(ii) of Schedule XVI to the SEBI ICDR Regulations.

In a letter dated January 29, 2021, SEBI has granted the exemption for the exemption sought in paragraph (ii) above (the “**SEBI Exemption Letter**”). Further, SEBI did not accede to the exemption sought in paragraph (i) above. Accordingly, we will not increase our Fresh Issue by up to 50% with the inclusion of an additional object of the Offer and undertake to not reduce the number of Equity Shares being offered in the Offer for Sale by more than 50% as specified in the Draft Red Herring Prospectus.

In the SEBI Exemption Letter, SEBI has also stated that such exemption will not be treated as a precedent. The Exemption Application together with the SEBI Exemption letter shall be made available as part of the material contracts and documents available for inspection at the Registered and Corporate Office between 10 a.m. and 5 p.m. on all Working Days from the date of the Red Herring Prospectus until the Bid/Offer Closing Date.

**FINANCIAL STATEMENTS**

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## **DECLARATION**

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

**Signed by the Director**

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**T Narayanan Unni**

*(Chairman and Non-Executive, Independent Director)*

Place: Indore

Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Kayum Dhanani**  
*(Managing Director)*

Place: Bengaluru  
Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Rahul Agrawal**

*(Chief Executive Officer and Whole-Time Director)*

Place: Bengaluru

Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Raof Dhanani**

*(Non-Executive Director)*

Place: Mumbai

Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Suchitra Dhanani**

*(Non-Executive Director)*

Place: Indore

Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Tarun Khanna**

*(Non-Executive, Nominee Director)*

Place: Delhi

Date: January 29, 2021



## **DECLARATION**

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

**Signed by the Director**

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**Abhay Chaudhari**

*(Non-Executive, Independent Director)*

Place: Pune

Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Natarajan Ranganathan**  
*(Non-Executive, Independent Director)*

Place: Bengaluru  
Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Director**

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**Devinjit Singh**

*(Non-Executive Director)*

Place: Mumbai

Date: January 29, 2021

## **DECLARATION**

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

**Signed by the Chief Financial Officer**

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**Amit V. Betala**  
*(Chief Financial Officer)*

Place: Bengaluru  
Date: January 29, 2021

## **DECLARATION**

Sayaji Housekeeping Services Limited certifies that all statements and undertakings made by it in this Addendum to the Draft Red Herring Prospectus specifically in relation to itself and the Equity Shares offered by it in the Offer for Sale are true and correct. Sayaji Housekeeping Services Limited assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

### **Signed by the Selling Shareholder**

For and on behalf of Sayaji Housekeeping Services Limited

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Raooof Razak Dhanani

Place: Mumbai

Date: January 29, 2021

## **DECLARATION**

Kayum Dhanani certifies that all statements and undertakings made by him in this Addendum to the Draft Red Herring Prospectus specifically in relation to himself and the Equity Shares offered by him in the Offer for Sale are true and correct. Kayum Dhanani assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

**Signed by the Selling Shareholder**

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Kayum Dhanani

Place: Bengaluru

Date: January 29, 2021

## **DECLARATION**

Azhar Dhanani certifies that all statements and undertakings made by him in this Addendum to the Draft Red Herring Prospectus specifically in relation to himself and the Equity Shares offered by him in the Offer for Sale are true and correct. Azhar Dhanani assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

**Signed by the Selling Shareholder**

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Azhar Dhanani

Place: Mumbai

Date: January 29, 2021

## **DECLARATION**

Sadiya Dhanani certifies that all statements and undertakings made by her in this Addendum to the Draft Red Herring Prospectus specifically in relation to herself and the Equity Shares offered by her in the Offer for Sale are true and correct. Sadiya Dhanani assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

**Signed by the Selling Shareholder**

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Sadiya Dhanani

Place: Mumbai

Date: January 29, 2021



## **DECLARATION**

Sanya Dhanani certifies that all statements and undertakings made by her in this Addendum to the Draft Red Herring Prospectus specifically in relation to herself and the Equity Shares offered by her in the Offer for Sale are true and correct. Sanya Dhanani assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

**Signed by the Selling Shareholder**

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Sanya Dhanani

Place: Bengaluru

Date: January 29, 2021

## **DECLARATION**

Zoya Dhanani certifies that all statements and undertakings made by her in this Addendum to the Draft Red Herring Prospectus specifically in relation to herself and the Equity Shares offered by her in the Offer for Sale are true and correct. Zoya Dhanani assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

**Signed by the Selling Shareholder**

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Zoya Dhanani

Place: Indore

Date: January 29, 2021

## **DECLARATION**

Tamara Private Limited certifies that all statements and undertakings made by it in this Addendum to the Draft Red Herring Prospectus specifically in relation to itself and the Equity Shares offered by it in the Offer for Sale are true and correct. Tamara Private Limited assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

### **Signed by the Selling Shareholder**

For and on behalf of Tamara Private Limited

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Doonaye Sookye  
Director

Place: Port Louis, Mauritius

Date: January 29, 2021

## **DECLARATION**

Pace Private Limited certifies that all statements and undertakings made by it in this Addendum to the Draft Red Herring Prospectus specifically in relation to itself and the Equity Shares offered by it in the Offer for Sale are true and correct. Pace Private Limited assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

### **Signed by the Selling Shareholder**

For and on behalf of Pace Private Limited

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Mr. Khataab Ahmad Khodabux  
Director

Place: Port Louis, Mauritius

Date: January 29, 2021

## **DECLARATION**

AAJV Investment Trust, acting through its trustee certifies that all statements and undertakings made on its behalf in this Addendum to the Draft Red Herring Prospectus specifically in relation to itself and the Equity Shares offered by it in the Offer for Sale are true and correct. Neither AAJV Investment Trust nor its trustee assumes any responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

### **Signed by the Selling Shareholder**

For and on behalf of AAJV Investment Trust

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Tarun Khanna

Place: Delhi

Date: January 29, 2021

## **DECLARATION**

Menu Private Limited certifies that all statements and undertakings made by it in this Addendum to the Draft Red Herring Prospectus specifically in relation to itself and the Equity Shares offered by it in the Offer for Sale are true and correct. Menu Private Limited assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

### **Signed by the Selling Shareholder**

For and on behalf of Menu Private Limited

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Fatweena Uteene-Mahamod (Director)

Place: Port Louis, Mauritius

Date: January 29, 2021

## **DECLARATION**

Alchemy India Long Term Fund Limited certifies that all statements and undertakings made by it in this Addendum to the Draft Red Herring Prospectus specifically in relation to itself and the Equity Shares offered by it in the Offer for Sale are true and correct. Alchemy India Long Term Fund Limited assumes no responsibility for any other statements or undertakings including statements or undertakings made or confirmed by the Company or any other persons(s) in this Addendum to the Draft Red Herring Prospectus.

### **Signed by the Selling Shareholder**

For and on behalf of Alchemy India Long Term Fund Limited

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Atul Sharma

Place: Singapore

Date: January 29, 2021