Valuation Report

SHEETAL DIAMONDS LIMITED

L47190MH1994PLC083945

Registered Valuer-Securities or Financial Assets

VALUATION REPORT

ON

FAIR VALUE OF EQUITY SHARES

OF

SHEETAL DIAMONDS LIMITED

Valuation of Equity shares for Compliance with Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended by Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2022

RAMESH CHAND KUMAWAT

(B.Com, FCA, ISA (ICAI), FAFD, IP & RV)
Registered Valuer-Securities or Financial Assets
E-32, Akhsay CHSL, Jairaj Nagar Borivali (W), Mumbai 400091
E-mail: rckassociates@gmail.com
Mobile: 9004625550

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To,
The Board of Directors/Audit Committee
Sheetal Diamonds Limited
23, Floor 11, 3, Navjeevan Society,
Dr. Dadasaheb Bhadkamkar Marg, Mumbai Central,
Mumbai- 4000 08, Maharashtra, India

Dear Sir(s)/Madam(s),

I, Ramesh Chand Kumawat, Chartered Accountants and registered Valuer (SFA) ("I", "We" or "Us"), have been appointed vide Engagement letter dated December 21, 2023 to render professional services to Sheetal Diamonds Limited ("You" or "the Client" or "Company"), for providing our opinion on the fair valuation of equity shares Sheetal Diamonds Limited ("the Company") in accordance with Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2022 (here-in-after referred to as 'SEBI ICDR Regulations').

We enclose our report providing our opinion on the fair value of equity shares of the Company on a going concern basis as at December 27, 2023 ("Valuation Date"). We have considered Fair Value as the valuation base for estimating the fair equity value of the Company.

All information in this report with respect to valuation subject has been obtained by us from you only. We are responsible only to the client engaging us and nobody else. We understand that the content of our report have been reviewed in detail by the client.

We believe that our analysis must be considered as a whole, selecting portions of our analysis or the factor we considered, without considering all factors and analysis together could create a misleading view of the process underlying the valuation conclusions.

The preparation of a valuation is a complex process and is not necessarily susceptible to partial analysis or summary description. Any attempt to do so could lead to undue emphasis on any particular factor or analysis. This letter should be read in conjunction with the attached report.

Thanking you,

Kamesh Chand Kumawat (Chartered Accountant)

M No.404305

Registered Valuer – Securities or Financial Assets

(Reg. No. IBBI/RV/06/2020/13084)

Date: 27/Dec/2023 Place: Mumbai

UDIN: 23404305 B9YPUE5590

RV Regn No. IBBI/RV/ 06/2020/13084 (Securities & Financial Assets)

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Valuation Analysis

1. Background of the Company

Context and Purpose & Proposed Transaction:

We understand that the company intends to issue equity shares to its prospective investors on preferential allotment basis, in accordance with Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2022 (here-in-after referred to as 'SEBI ICDR Regulations') and applicable rules thereunder. In this context, the management of Sheetal Diamonds Limited (the "Management") has requested us to estimate the fair value of the Equity Shares. - "Proposed Transaction".

I understand that the underlying transaction is a preferential issue of equity shares of a frequently traded Company listed on Bombay Stock Exchange Limited ('BSE').

In terms of Regulation 166A read with Regulation 164 of SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018, a preferential issue, which may result in a change in control or allotment of more than 5% of the post issue fully diluted share capital of an issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and should be considered for determining the floor piece for issue of the shares.

Accordingly, I have been appointed as the registered valuer for the purposes of determination of floor price per equity share in accordance with the SEBI ICDR Regulations.

The relevant date, as informed to me by the management, for the aforesaid purposes is December 28, 2023 ('Relevant Date'). The Valuation Date has been considered as December 27, 2023 ('Valuation Date') considering the exchange data available until same date.

Background of the company

The company is incorporated in the year 1994, and was engaged in the field of To manufacture, Process, Buy, Sell, Import, Export and deal in Rough Diamonds and to Buy, Sell, Import, Export of cut and Polished Diamonds and for that purpose to carry on the manufacturing activities of diamonds and converting Rough Diamonds into Polished Diamonds by way of cutting, polishing. And assorting of diamonds and job work of diamond cutting, polishing and assorting activities.

To Manufacture, Cut. Cleave, Assort. Polish, Process, Fabricate, Refine, Treat. Buy, Sell, Distribute, Repair, Import. Export and to otherwise deal in Rough Diamonds, Polished Diamonds, Industrial Diamonds, Precious Stones and Semi- Precious Stones. Gems and Jewellery either on its own account or on account of constituents, buyers. Indentors, importers, exporters, processors, converters and manufacturers.

To carry on the; business of valuer, Quality Inspection, Analysis, Surveyors or all types of Diamonds, Precious and Semi- Precious Stones, Gems and Jewellery.

To carry or the business of manufacturing and dealing in trade, Agent. Commission Agents, Importer, exporters and resellers of diamonds, Gems and Jewellery

Company URL: https://www.sheetaldiamonds.com/

Shareholding pattern as on valuation date

Sr. no.	Shareholders	No. of Equity shares	% Holding
1	(A) Non Promoter	1,63,99,998	73.30%
2	(B) Promoter & Promoter Group	59,75,002	26.70%
	Total	2,23,75,000 and	100.00%

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Directors and Key Managerial Persons:

DIN/DPIN/PAN	Full Name	Designation	Date of Appointment
06925922	Lovish Kataria	Director	05/10/2023
10149103	Apra Sharma	Director	05/10/2023
07192704	Rajnishkumar Surendraprasad Singh	Director	05/10/2023
10337012	Vijay Kumar Chopra	Director	05/10/2023
AFOPC1384C	Vijay Kumar Chopra	CFO	05/10/2023
AHKPL4917E	Jaya Lahoti	Company Secretary	13/10/2023
10080402	Renu Kaur	Director	05/10/2023

Further data of the company as per MCA is as under:

CIN	L47190MH1994PLC083945	
Company Name	SHEETAL DIAMONDS LIMITED	
ROC Name	ROC Mumbai	
Registration Number	083945	
Date of Incorporation	21/12/1994	
Email Id	accounts@sheetaldiamonds.com	
Registered Address	23, Floor 11, 3, Navjeevan Society, Dr. Dadasaheb Bhadkamkar Marg, Mumbai Central, Mumbai- 4000 08 Mumbai Central, Mumbai, Mumbai, Maharashtra, India, 400008	
Address at which the books of account		
are to be maintained		
Listed in Stock Exchange(s) (Y/N)	Yes	
Category of Company	Company limited by shares	
Subcategory of the Company	Non-government company	
Class of Company	Public	
ACTIVE compliance	ACTIVE Compliant	
Authorised Capital (Rs)	12,00,00,000	
Paid up Capital (Rs)	11,18,75,000	
Date of last AGM	29/09/2022	
Date of Balance Sheet	31/03/2022	
Company Status	Active	
Jurisdiction		
ROC (name and office)	ROC Mumbai	

2. Conditions and major assumptions

Conditions

The historical financial information about the Company presented in this report is included solely for the purpose to arrive at value conclusion presented in this report and it 3 round people used by anyone to Private & Confidential

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obtain credit or for any other unintended purpose. Because of the limited purpose as mentioned in the report, it may be incomplete and may contain departures from generally accepted accounting principles prevailing in the country. We have not audited, reviewed or compiled the financial statements and express no assurance on them.

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

In the event, the Client or its management extend the use of the report beyond the purpose mentioned in the report, with or without our consent, we will not accept any responsibility to any other party (including but not limited to the Investors, if any) to whom this report may be shown or who may acquire a copy of the report.

We acknowledge that we have no present or contemplated financial interest in the Company. Our fees for this valuation are based upon our normal billing rates, and not contingent upon the results or the value of the business or in any other manner. We have no responsibility to modify this report for events and circumstances occurring subsequent to the date of this report.

This report is based on the information provided to us as mentioned in the "Sources of Information" and discussions with the management/ representatives of the Company. We have assumed that no information has been withheld that could have influenced the purpose of our report

In the particular circumstances of this case, our liability (in contract or under statute or otherwise) for any economic loss or damage arising out of or in connection with this engagement, however the loss or damage caused, shall be limited to the amount of fees actually received by us from the company, as laid out in the engagement letter, for such valuation work.

We have not conducted any physical verification, independent valuation or appraisal of any of the assets or liabilities of the Company. Our work does not constitute verification of historical financials or including the working results of the Companies referred to in this report. Accordingly, we are unable to and do not express an opinion on the fairness or accuracy of any financial information referred to in this report.

We have, however, used conceptually sound and generally accepted methods, principles and procedures of valuation in determining the value estimate included in this report. The valuation analyst, by reason of performing this valuation and preparing this report, is not to require to give expert testimony or to be in attendance in court or at any government hearing with reference to the matters contained herein, unless prior arrangements have been made with the analyst regarding such additional engagement.

Assumptions

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

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

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

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

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

3. Valuation Premise

The premise of value for our analyses is going concern value, Premise of Value refers to the conditions and circumstances how an asset is deployed. Going concern value is defined as under: "Going Concern Value is the value of a business enterprise that is expected to continue to operate in the future. The intangible elements of going concern value result from factors such as having a trained work force, an operational plant, the necessary licenses, systems and procedures in place, etc

4. Valuation Date

The Analysis of the Fair Value of Equity shares of the Sheetal Diamonds Limited, of the Company has been carried out on December 27, 2023, considering the exchange data available until same date.

5. Valuation Standards

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

6. Valuation Methodology and Approach

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

As per ICAI Valuation Standard (ICAI VS) is defined as under: "Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the valuation date."

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

- Whether the entity is listed on a stock exchange
- Industry to which the Company belongs
- Past track record of the business and the ease with which
 Perpetuity can be estimated
- Extent to which industry and comparable Company inform

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

Income Approach

The Income Approach indicates the value of a business based on the value of the cash flows that a business is expected to generate in future. This approach is appropriate in most going concern situations as the worth of a business is generally a function of its ability to earn income/cash flow and to provide an appropriate return on investment.

Market Approach

Compared to the Income Approach that incorporates company-specific estimates to arrive at the firm's intrinsic value, the Market Approach relies on relative valuation to arrive at the value of a business, based upon how similar assets are priced in the market.

The Market Approach provides a reasonable basis for valuation and is relatively a quick approach in its application, but it suffers from a number of limitations

Cost Approach

Valuation on Net Assets is computed by taking the net value of a business's assets, subtracting therefrom the amount of the liabilities and preferred shareholders' claims and dividing the remainder among the equity shareholders according to their individual rights

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

Maintainable Profit Method or Discounted Cash Flows Method ('DCF')

DCF uses the future free cash flows of the company discounted by the firm's weighted average cost of capital (the average cost of all the capital used in the business, including debt and equity), plus a risk factor measured by beta. Beta is an adjustment that uses historic data to measure the sensitivity of the company's cash flow, for example, through business cycles. This means that companies in highly cyclical businesses will have a high beta to reflect the volatile nature of their cash flow. The DCF method is a strong valuation tool, as it concentrates on cash generation potential of a business.

Comparable Company Market Multiple

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

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Price/Earnings multiple

This is a popular method due to its simplicity. However, it has limited acceptability due to the results being influenced by differences in accounting methods (i.e. treatment of intangible assets) or an artificially boosted PE ratio due to an atypical drop in earnings. Earnings before interest, depreciation and tax is usually preferred over net earnings in order to even out differences caused by capital structure, tax benefits, etc

Market Cap/Sales Multiple

This method is sometimes used to value the SME sector by multiplying a year's gross/net profit or sales by a certain number, determined as the appropriate multiple for the type of business. This approach particularly with the small and medium sized business has little or no scientific methodology behind it, as it assumes automatically that what has gone before will continue in the future.

Industry Valuation Benchmarks

A number of industries have industry-specific valuation benchmarks such as 'EV per MW' for power generation companies, 'EV per subscriber' for telecom companies, etc. which can be applied as rule of thumb for business valuation. Other industries where long term contracts are a key feature, multiples of revenues can be used as a valuation benchmark. These industry norms are based on the assumption that investors are willing to pay for turnover or market share and that the normal profitability of businesses in the industry does not very much. This methodology is more useful as a sense check of values produced using other methodologies.

Valuation Methodology

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

It is pertinent to note that the valuation of any company or its assets is inherently imprecise and is subject to certain uncertainties and contingencies, all of which are difficult to predict and are beyond our control. In performing our analysis, we made numerous assumptions with respect to industry performance and general business and economic conditions, many of which are beyond the control of the Company. In addition, this valuation will fluctuate with changes in prevailing market conditions, and prospects, financial and otherwise, of the Company, and other factors which generally influence the valuation of companies and their assets.

Accordingly, we have summarized the application of valuation method for the current valuation exercise as under:

Market Approach

We have noted that the shares of Sheetal Diamonds Limited is listed and the shares are frequently traded (refer to annexure C) Therefore they method.

k exchange in India; ed the market price

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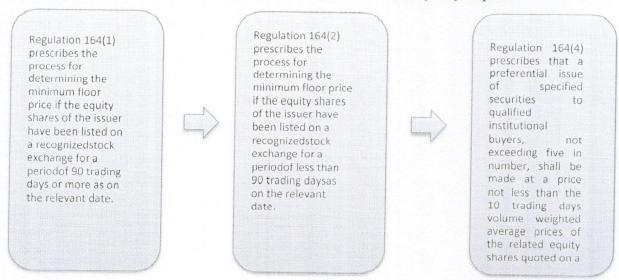
EXTRAXT OF RELEVANT LEGAL PROVISIONS

The Capital Market Regulator, SEBI, vide its Circular dated January 14, 2022 has inter alia amended the provisions of Chapter V of SEBI ICDR Regulations, 2018 to insert regulation 166A. The said regulations pertain to pricing in case of the Preferential Issues of equity Shares and have become effective from January 14, 2022

In accordance with the said regulation, any preferential issue, which may result in a change in control or allotment of more than 5% of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price.

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

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



Income Approach

Value of the business using income approach is estimated based on earning capacity of the entity or net present value of cash flow earned from the business. Profit earning capacity value (PECV) or discounted cash flow (DCF) methods is used to estimate the value of equity using income approach. PECV method capitalised future maintainable profit to estimate the value of equity, whereas DCF method estimates the value of business by the cash flow which are forecasted to be earned in future (amount) to a single present value.

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I have not considered discounted cash flows ('DCF') Method under the income approach due to unavailability of business projections of **Sheetal Diamonds Limited** as it is understood that the financial projections of the company would be price sensitive information and therefore not made available to us

Cost Approach

Value of a business entity using cost approach is estimated using either net book value or replacement value or realizable value.

Net Asset value ('NAV') under cost approach is determined based on the underlying value of the assets which could be on book value basis, replacement cost basis or on the basis of realizable value. NAV Methodology is most suitable for the businesses where the value lies in the underlying assets and not on the ongoing operations of the business. This methodology recognizes cost of asset without recognizing their earning potential, comparative financial performance of its peer and enterprise values, etc.

This valuation methodology is mainly used in cases where the Company is to be liquidated i.e., it does not meet the going concern criteria or in a case where assets base dominates earnings capability.

A review of the latest Audited financial statements, other financial information and management's representation with respect to the present and future outlook of the Company, indicates the intention of the Company to continue its business operations in the foreseeable future and hence in the instant case we use book Value Method under the Cost Approach, with specific emphasis on its role as a reference point of the valuation process

Summary of the Valuation methodologies adopted

Valuation Approach	Basis for Consideration or rejection
Net Asset Value	Net Asset value ('NAV') under cost approach is determined based on the underlying value of the assets which could be on book value basis, replacement cost basis or on the basis of realizable value. NAV Methodology is most suitable for the businesses where the value lies in the underlying assets and not on the ongoing operations of the business. This methodology recognizes cost of asset without recognizing their earning potential, comparative financial performance of its peer and enterprise values, etc. This valuation methodology is mainly used in cases where the Company is to be liquidated i.e., it does not meet the going concern criteria or in a case where assets base dominates earnings capability. A review of the latest audited financial statements, other financial information and management's representation with respect to the present and future outlook of the Company, indicates the intention of the Company to continue its business operations in the foreseeable future and
	In the instant case we use book Value Method under the Cost Approach, with specific emphasis on its role as a reference point of the valuation process
	Relevant valuation workings has been provided in Annexure – B of the report.

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	Income Approach (DCF)	Income approach is a valuation approach that converts maintainable or future amounts (e.g., cash flows or income and expenses) to a single current (i.e., discounted or capitalized) amount. The realizable value measurement is determined on the basis of the value indicated by current market expectations about those future amounts. This approach involves discounting future amounts (cash flows/income/cost savings) to a single present value. I have not considered discounted cash flows ('DCF') Method under the income approach due to unavailability of business projections of Sheetal Diamonds Limited as it is understood that the financial projections of the company would be price sensitive information and therefore not made available to us.
1		This mathodalogy uses the valuation action of an allian action of an allian actions and actions are allians as a second of the action of the a
	This methodology uses the valuation ratio of a publicly traded company and applies that ratio to the company being valued. The valuation ratio typically expresses the valuation as a function of a measure of financial performance (e.g., Revenue, EBITDA, EBIT, Earnings per Share or Book Value) as compared to its peers.	
		We have carried out valuation as per SEBI ICDR Regulations,
	Market	Relevant valuation workings has been provided in Annexure – A of the report.
	Approach	Market Multiple Method: In light of the negative earnings per share (EPS) reported in the audited financial year 2023, the application of the Price/Earnings (P/E) multiple is rendered impractical for this company.
		Additionally, there is no market comparable available for this company, The lack of a listed comparable can be traced to the company's notably low revenue and market capitalization. As a result, the application of market multiple methods is considered unsuitable in this specific scenario.
P	ROCEDURES	ADOPTED

In connection with this exercise, we have adopted the following procedures to carry out the valuation:

- Requested and received financial and qualitative information from the Management.
- Used data available in public domain related to the Companies.
- Discussions (physical/over call) with the Management to understand the business and fundamental factors that affect companies' earning-generating capability including strengths, weaknesses, opportunity and threats analysis and historical financial performance
- Research publicly available market data including economic factors and industry trends that may impact the valuation.
- Selection of well accepted valuation methodologies as considered appropriate by us.

7. Source of Information

The Analysis is based on a review of the business of the Company and information relating to sector as available in the public domain. Specifically, the sources of information include:

- Audited financial statements of the company as on 31 March 2023.
- Discussions/explanations with the client / representative of the client
- Details of Shareholding and numbers of fully diluted Equity Shares as on valuation date;
- Management Representation Letter(MRL)
- All Company specific information were sourced from the terms. or digital form;
- Other information / data available in public domain.

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

8. Caveats

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

Our review of the affairs of the Company and their books and account does not constitute an audit in accordance with Auditing Standards. We have relied on explanations and information provided by the Management of the Company and accepted the information provided to us as accurate and complete in all respects. Although, we have reviewed such data for consistency and reasonableness, we have not independently investigated or otherwise verified the data provided. Nothing has come to our attention to indicate that the information provided had material mis-statements or would not afford reasonable grounds upon which to base the Report.

The report is based on market data and we have relied on data from external sources. These sources are considered to be reliable and therefore, we assume no liability for the accuracy of the data. We have assumed that the business continues normally without any disruptions due to statutory or other external/internal occurrences.

Further, this valuation report is based on the extant regulatory environment and the business/market conditions, which are dynamic in nature and may change in future, thereby impacting the valuation of the company. The information presented in this valuation report does not reflect the outcome of any due diligence procedures, which may change the information contained herein and, therefore, the valuation report materially

The valuation worksheets prepared for the exercise are proprietary to the Valuer and cannot be shared. Any clarifications on the workings will be provided on request, prior to finalizing the Report, as per the terms of our engagement. The scope of our work has been limited both in terms of the areas of the business and operations which we have reviewed and the extent to which we have reviewed them.

The Valuation Analysis contained herein represents the value only on the date that is specifically stated in this Report. This Report is issued on the understanding that the Management of the Company has drawn our attention to all matters of which they are aware, which have an impact on our Report up to the date of signature. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

We have no present or planned future interest in the Company and the fee for this Report is not contingent upon the values reported herein. Our Valuation analysis about not be construed as investment advice; specifically, we do not express any opinion on the suitability or otherwise of entering into any transaction with the Company.

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9. Distribution of Report

The Analysis is confidential and has been prepared exclusively for the client, It should not be used, reproduced or circulated to any other person or for any purpose other than as mentioned above, in whole or in part, without the prior written consent of the valuer. Such consent will only be given after full consideration of the circumstances at the time.

10. Opinion on Fair Value of Equity Shares

In the ultimate analysis, valuation will have to involve the exercise of judicious discretion and judgment taking into account all the relevant factors. There will always be several factors, e.g. present and prospective competition, yield on comparable securities and market sentiments etc. which are not evident from the face of the documents available with us but which will strongly influence the worth of a share.

In the light of the above and on consideration of all the relevant factors and circumstances as discussed and outlined in this report, I conclude as under;

Sl. No.	Applic	cable Provisions				Floor Price Per Share
Α.		Floor Price in terms of first proviso to the sub-regulation I of Regulation 166A of the SEBI ICDR Regulations shall be higher of the following:				
A (i)	Floor Price in terms of the sub-regulation I of Regulation 164 of the SEBI ICDR [Regulations [Working provided in Annexure – A of the report]			51.44		
A (ii)	Price determined under the valuation report from the independent registered valuer [Working provided in Annexure – B of the report-					51.44
	Sr. No.	Valuation Approach	Valuation Method	Weight	Value per Share (Rs)	
	1	Asset Approach	Book Value Method	0	3.10	
	2	Market Approach	Market Price Method	100%	51.44	
	3	Income Approach	N.A	-	-	
	4	Market Approach	Multiple Method	-	-	
A (iii)	Price determined in accordance with the provisions of the Articles of Association of the issuer					Not Applicable, Representation from the management.
	Floor	Floor Price of the equity shares i.e., Higher of the above (per equity share)				Rs. 51.44

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

Thanking you,

Ramesh Chand Kumawat

(Chartered Accountant)

M No.404305

Registered Valuer – Securities or Financial Assets

(Reg. No. IBBI/RV/06/2020/13084)

Date: 27/Dec/ 2023 Place: Mumbai

UDIN: 23404305 BGYPUE5590

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11. Annexure A

In accordance with Regulation 166A of SEBI ICDR Regulations, since the Company is a frequently traded Company, the floor price is determined hereunder, based on provisions of Regulations 164(1)

A. Average of the volume weighted average price (VWAP) of the equity shares of Sheetal Diamonds Limited quoted on Bombay Stock Exchange during the 90 trading days preceding the relevant date (considering relevant date as December 28, 2023)

1 2 3	27-Dec-23	58.585	No.of Shares traded	Total Turnover (Rs.
3		36.363	40,194	23,54,763
	26-Dec-23	56.950	49,014	27,91,356
	22-Dec-23	55.359	82,013	45,40,130
4	21-Dec-23	51.805	54,900	28,44,115
5	20-Dec-23	51.803	97,730	50,62,680
6	19-Dec-23	48.447	2,92,582	1,41,74,801
7	18-Dec-23	50.359	1,82,799	92,05,510
8	15-Dec-23	52.230	55,596	29,03,779
9	14-Dec-23	53.292	33,617	17,91,533
10	13-Dec-23	54.611	9,830	5,36,829
11	12-Dec-23	55.938	12,521	7,00,403
12	11-Dec-23	56.629	10,273	5,81,746
13	08-Dec-23	55.654	19,822	11,03,176
14	07-Dec-23	54.598	1,00,230	54,72,376
15	06-Dec-23	54.340	4,238	2,30,292
16	05-Dec-23	55.440	10,951	6,07,123
17	04-Dec-23	56.570	15,122	8,55,451
18	01-Dec-23	59.664	89,317	53,29,044
19	30-Nov-23	58.890	5,447	3,20,773
20	29-Nov-23	57.740	41,628	24,03,600
21	28-Nov-23	56.610	1,05,907	59,95,395
22	24-Nov-23	55.518	4,655	
23	23-Nov-23	54.765	12,642	2,58,436
24	22-Nov-23	54.109	21,014	6,92,336
25	21-Nov-23	55.037	19,152	11,37,056
26	20-Nov-23	54.532	11,662	10,54,064
27	17-Nov-23	51.854	24,759	6,35,950
28	16-Nov-23	53.817	36,943	12,83,845
29	15-Nov-23	53.710	2,758	19,88,162
30	13-Nov-23	52.660	26,228	1,48,132
31	12-Nov-23	51.630	2,382	13,81,166
32	10-Nov-23	50.620	2,937	1,22,982
33	09-Nov-23	49.630	2,312	1,48,670
34	08-Nov-23	48.660		1,14,744
35	07-Nov-23	46.210	13,703	6,66,787
36	06-Nov-23	46.780	75,283	34,78,836
37	03-Nov-23		23,021 Chan12,765	10,76,922
38	02-Nov-23	49.808	sh Chant 765	6,09,273
39	01-Nov-23	49.808	Chant 765 es Rv Regg3 760 06/2020/1368/1949	8,85,493
40	31-Oct-23	51.212	(Securities 8	26,19,148 10,21,375

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Registered Valuer-Securities or Financial Assets

41	30-Oct-23	51.052	72,243	36,88,160
42	27-Oct-23	50.180	7,093	3,55,926
43	26-Oct-23	48.759	16,116	7,85,796
44	25-Oct-23	47.801	49,595	23,70,690
45	23-Oct-23	48.156	88,121	42,43,516
46	20-Oct-23	48.230	3,864	1,86,360
47	19-Oct-23	47.290	16,103	7,61,510
48	18-Oct-23	46.370	9,115	4,22,662
49	17-Oct-23	45.470	20,033	9,10,900
50	16-Oct-23	44.580	22,358	9,96,719
51	13-Oct-23	43.642	14,451	6,30,675
52	12-Oct-23	42.860	22,653	9,70,907
53	11-Oct-23	42.018	22,484	9,44,738
54	10-Oct-23	41.200	35,103	14,46,243
55	09-Oct-23	41.053	31,034	12,74,033
56	06-Oct-23	40.374	81,358	32,84,768
57	05-Oct-23	38.349	1,82,505	69,98,883
58	04-Oct-23	38.889	874	33,989
59	03-Oct-23	39.680	6,809	2,70,181
60	29-Sep-23	40.480	7,254	2,93,641
61	28-Sep-23	41.300	2,552	1,05,397
62	27-Sep-23	42.140	3,744	1,57,772
63	26-Sep-23	43.000	38,599	16,59,757
64	25-Sep-23	43.870	4,204	1,84,429
65	22-Sep-23	43.010	14,940	6,42,569
66	21-Sep-23	42.170	20,757	8,75,322
67	20-Sep-23	41.350	4,719	1,95,130
68	18-Sep-23	40.540	9,193	3,72,684
69	15-Sep-23	39.750	23,737	9,43,545
70	14-Sep-23	38.989	3,775	1,47,184
71	13-Sep-23	38.230	53,756	20,55,091
72	12-Sep-23	37.625	1,08,517	40,82,958
73	11-Sep-23	36.900	5,020	1,85,238
74	08-Sep-23	36.180	11,201	4,05,252
75	07-Sep-23	35.480	5,796	2,05,642
76	06-Sep-23	34.694	15,560	5,39,846
77	05-Sep-23	34.078	23,395	7,97,246
78	04-Sep-23	34.007	16,998	5,78,057
79	01-Sep-23	32.953	88,450	29,14,692
80	31-Aug-23	33.729	25,620	8,64,135
81	30-Aug-23	33.670	40,309	13,57,204
82	29-Aug-23	35.377	49,299	17,44,028
83	28-Aug-23	34.740	84,031	29,19,204
84	25-Aug-23	35.180	2,12,204	74,65,259
85	24-Aug-23	34.580	15,157	5,24,129
86	23-Aug-23	33.903	chaher 18	56,18,375
87	22-Aug-23		2162	71,720
88	21-Aug-23	33.250 33.920 35.443 35.310	RV Regg 1	1,39,682
89	18-Aug-23	35.443	06/2020/30/8849 S	46,37,688
90	17-Aug-23	35.310	(Securities & -	12,21,302
			Financia	

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Report on Fair Value of Shares: Sheetal Diamonds Limited

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Pegistered V

Registered Valuer-Securities or Financial Assets

Total	36,24,858	16,36,09,086
	Average	45.14

B. Average of the volume weighted average price (VWAP) of the equity shares of Sheetal Diamonds Limited quoted on Bomaby Stock Exchange during the 10 trading days preceding the relevant date (considering relevant date as December 28, 2023)

Trading days	Date	WAP	No.of Shares	
1	27-Dec-23	58.585	40,194	Total Turnover (Rs.) 23,54,763
2	26-Dec-23	56.950	49,014	27,91,356
3	22-Dec-23	55.359	82,013	45,40,130
4	21-Dec-23	51.805	54,900	28,44,115
5	20-Dec-23	51.803	97,730	50,62,680
6	19-Dec-23	48.447	2,92,582	1,41,74,801
7	18-Dec-23	50.359	1,82,799	92,05,510
8	15-Dec-23	52.230	55,596	29,03,779
9	14-Dec-23	53.292	33,617	17,91,533
10	13-Dec-23	54.611	9,830	5,36,829
		Total	8,98,275	4,62,05,496
			Average	51.44

A.	Average of 90 trading days volume weighted average price	45.14
В.	Average of 10 trading days volume weighted average price	51.44
C.	Applicable Minimum Price (Higher of the A or B)	51.44

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Registered Valuer-Securities or Financial Assets

Annexure -B: Calculation of Book Value Method

The calculation of net assets value of the share of the company are as at 31 March 2023 is based on latest audited financials made available to us.

		(Rs in Lakh
. Ho.	Particular's	As at March 31, 2023
	Assets	(Audited)
1	Non Current Assets	
	(a) Property, Plant & Equipment	39.97
	(b) Other Financial Assets	18.60
	(c) Non Current Investment	
	(d) Deffered Tax Assets(Net)	2.22
	(e) Long Term Loans and Advances	
	Total Non current assets	60.79
2	Current Assets	
	a) Inventories	10.59
	b) Investments	
	c) Sundry Debtors	231.90
	d) Cash& Cash equivalent	8.39
	e) Other Financial Assets	4.95
	f) Other Current assets	15.04
	Total Current assets	270.87
	TOTAL ASSETS	331.66
	Equity & Liabilities	
3	Equity	
	(a) Equity Share Capital	500.00
	(b) other Equity	-189.66
	Total Equity	310.34
4	Non Current Liabilities	
	a) Long-Term Borrowings	2.69
	b) Other Long Term Liabilities	
	c) Deferred Tax Liabilities (Net)	
	Total non current Liabilities	2.69
5	Current Liabilities	
	a) Short Term borrowing	3.75
	b) Trade payable	1.53
	d) Other current Liabilities	13.29
	d) short term provisions	
	e) other financial liabilities	0.05
	Total current Liabilities	18.62
	TOTAL LIABILITES	331.66
	Bool Value	310.34
	Outstanding shares (Nos)	Chand Fu 1,00,00,000
	Book value per shares	RV Regn 3.10

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Report on Fair Value of Shares: Sheetal Diamonds Limited

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Registered Valuer-Securities or Financial Assets

Annexure C: Total number of shares are traded during the 240 trading days preceding the relevant

Trading		No.of Shares			No.of Sh
days	Date	traded	Trading days	Date	trade
1	27-Dec-23	40194	41	30-Oct-23	72243
2	26-Dec-23	49014	42	27-Oct-23	7093
3	22-Dec-23	82013	43	26-Oct-23	16116
4	21-Dec-23	54900	44	25-Oct-23	49595
5	20-Dec-23	97730	45	23-Oct-23	88121
6	19-Dec-23	292582	46	20-Oct-23	3864
7	18-Dec-23	182799	47	19-Oct-23	16103
8	15-Dec-23	55596	48	18-Oct-23	9115
9	14-Dec-23	33617	49	17-Oct-23	20033
10	13-Dec-23	9830	50	16-Oct-23	22358
11	12-Dec-23	12521	51	13-Oct-23	14451
12	11-Dec-23	10273	52	12-Oct-23	22653
13	08-Dec-23	19822	53	11-Oct-23	22484
14	07-Dec-23	100230	54	10-Oct-23	35103
15	06-Dec-23	4238	55	09-Oct-23	31034
16	05-Dec-23	10951	56	06-Oct-23	81358
17	04-Dec-23	15122	57	05-Oct-23	182505
18	01-Dec-23	89317	58	04-Oct-23	874
19	30-Nov-23	5447	59	03-Oct-23	6809
20	29-Nov-23	41628	60	29-Sep-23	7254
21	28-Nov-23	105907	61	28-Sep-23	2552
22	24-Nov-23	4655	62	27-Sep-23	3744
23	23-Nov-23	12642	63	26-Sep-23	38599
24	22-Nov-23	21014	64	25-Sep-23	4204
25	21-Nov-23	19152	65	22-Sep-23	14940
26	20-Nov-23	11662	66	21-Sep-23	20757
27	17-Nov-23	24759	67	20-Sep-23	4719
28	16-Nov-23	36943	68	18-Sep-23	9193
29	15-Nov-23	2758	69	15-Sep-23	23737
30	13-Nov-23	26228	70	14-Sep-23	3775
31	12-Nov-23	2382	71	13-Sep-23	53756
32	10-Nov-23	2937	72	12-Sep-23	108517
33	09-Nov-23	2312	73	11-Sep-23	
34	08-Nov-23	13703	74	08-Sep-23	5020
35	07-Nov-23	75283	75	07-Sep-23	11201
36	06-Nov-23	23021	76	06-Sep-23	5796 15560
37	03-Nov-23	12765	77	05-Sep-23	23395
38	02-Nov-23	17778	78	03-sep-23 04-Sep-23	
39	01-Nov-23	53060	79	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	16998
40	31-Oct-23	19944	80 Chang	01-Sep-23 31-Aug-23	88450 25620

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Report on Fair Value of Shares: Sheetal Diamonds Limited

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Registered Valuer-Securities or Financial Assets

Trading	The second second second second	No.of Shares			No.of Shar
days	Date	traded	Trading days	Date	traded
81	30-Aug-23	40309	121	 04-Jul-23	41253
82	29-Aug-23	49299	122	03-Jul-23	27339
83	28-Aug-23	84031	123	30-Jun-23	24661
84	25-Aug-23	212204	124	28-Jun-23	33466
85	24-Aug-23	15157	125	27-Jun-23	216388
86	23-Aug-23	165718	126	26-Jun-23	131474
87	22-Aug-23	2157	127	23-Jun-23	72586
88	21-Aug-23	4118	128	22-Jun-23	195062
89	18-Aug-23	130849	129	21-Jun-23	172782
90	17-Aug-23	34588	130	20-Jun-23	258945
91	16-Aug-23	173484	131	19-Jun-23	70143
92	14-Aug-23	46973	132	16-Jun-23	151507
93	11-Aug-23	69132	133	15-Jun-23	213990
94	10-Aug-23	14081	134	14-Jun-23	210223
95	09-Aug-23	14054	135	13-Jun-23	267088
96	08-Aug-23	14953	136	12-Jun-23	362580
97	07-Aug-23	7964	137	09-Jun-23	708985
98	04-Aug-23	129568	138	08-Jun-23	34556
99	03-Aug-23	5873	139	07-Jun-23	69343
100	02-Aug-23	18751	140	06-Jun-23	470257
101	01-Aug-23	12619	141	05-Jun-23	47130
102	31-Jul-23	17045	142	02-Jun-23	78222
103	28-Jul-23	18073	143	01-Jun-23	74984
104	27-Jul-23	13791	144	31-May-23	42184
105	26-Jul-23	19171	145	30-May-23	76210
106	25-Jul-23	27271	146	29-May-23	84931
107	24-Jul-23	58738	147	26-May-23	760224
108	21-Jul-23	139734	148	25-May-23	206850
109	20-Jul-23	73165	149	24-May-23	104145
110	19-Jul-23	37884	150	23-May-23	153486
111	18-Jul-23	148290	151	22-May-23	278539
112	17-Jul-23	269459	152	19-May-23	51541
113	14-Jul-23	68329	153	18-May-23	79033
114	13-Jul-23	126131	154	17-May-23	39840
115	12-Jul-23	218020	155	16-May-23	31592
116	11-Jul-23	49658	156	15-May-23	55922
117	10-Jul-23	67939	157	12-May-23	22091
118	07-Jul-23	38874	158	11-May-23	41429
119	06-Jul-23	63176	159	10-May-23	80739
120	05-Jul-23	40488	160	09-May-23	41373



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Registered Valuer-Securities or Financial Assets

Trading		No.of Shares			No.of Shar
days	Date	traded	Trading days	Date	traded
161	08-May-23	95333	201	03-Mar-23	35686
162	05-May-23	123890	202	02-Mar-23	913
163	04-May-23	51821	203	01-Mar-23	5537
164	03-May-23	70414	204	28-Feb-23	14785
165	02-May-23	124347	205	27-Feb-23	3217
166	28-Apr-23	60966	206	24-Feb-23	20098
167	27-Apr-23	29179	207	23-Feb-23	7362
168	26-Apr-23	7142	208	22-Feb-23	36488
169	25-Apr-23	10017	209	21-Feb-23	18725
170	24-Apr-23	8387	210	20-Feb-23	54480
171	21-Apr-23	14297	211	17-Feb-23	21507
172	20-Apr-23	11802	212	16-Feb-23	22001
173	19-Apr-23	17610	213	15-Feb-23	11786
174	18-Apr-23	9240	214	14-Feb-23	31809
175	17-Apr-23	20948	215	13-Feb-23	25374
176	13-Apr-23	30564	216	10-Feb-23	
177	12-Apr-23	37338	217	09-Feb-23	8217
178	11-Apr-23	113845	218	08-Feb-23	10787
179	10-Apr-23	5095	219		18179
180	06-Apr-23	4550	220	07-Feb-23 06-Feb-23	28338
181	05-Apr-23	4856	221		55169
182	03-Apr-23	5882	222	03-Feb-23	10685
183	31-Mar-23	10240		02-Feb-23	37077
184	29-Mar-23	14745	223	01-Feb-23	8989
185	28-Mar-23	2400	224	31-Jan-23	8480
186	27-Mar-23		225	30-Jan-23	12952
187	24-Mar-23	11901	226	27-Jan-23	10621
188	23-Mar-23	9444	227	25-Jan-23	13121
189	***************************************	4198	228	24-Jan-23	7878
190	22-Mar-23	12423	229	23-Jan-23	5055
	21-Mar-23	11177	230	20-Jan-23	39326
191	20-Mar-23	4307	231	19-Jan-23	61024
192	17-Mar-23	11521	232	18-Jan-23	9365
193	16-Mar-23	10671	233	17-Jan-23	3770
194	15-Mar-23	10645	234	16-Jan-23	11075
195	14-Mar-23	10681	235	13-Jan-23	24000
196	13-Mar-23	5191	236	12-Jan-23	390
197	10-Mar-23	46390	237	11-Jan-23	14489
198	09-Mar-23	34183	238	10-Jan-23	22940
199	08-Mar-23	11570	239	09-Jan-23	3966
200	06-Mar-23	13341	240	06-Jan-23	9906
	uantity during the 2				
ading days preceding the relevant date					1,35,48,757
otal number of shares outstanding as per ICDR regulations^					1,21,13,383
of shares traded during the 240 trading					
s preceding	the relevant date		S RV Rei	m 3	111.85%

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Report on Fair Value of Shares: Sheetal Diamonds Limited

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Registered Valuer-Securities or Financial Assets

^Total number of shares outstanding as on valuation date as per ICDR regulations

Particular's	No. of shares	Outstanding shares	GENTS	days
Relevant date			28-Dec-23	356
Start Date of 240 trading days preceding the relevant date ("Start date")			06-Jan-23	
Number of shares outstanding, preceding the new issue date	1,00,00,000	1,00,00,000	25-10-2023	292
1. new issue; change in share capital	15,00,000	1,15,00,000	26-10-2023	1
2. new issue; change in share capital	24,94,000	1,39,94,000	27-10-2023	1
3. new issue; change in share capital	29,66,600	1,69,60,600	30-10-2023	3
4. new issue; change in share capital	12,77,770	1,82,38,370	31-10-2023	1
5. new issue; change in share capital	41,36,630	2,23,75,000	01-11-2023	1
Number of shares outstanding, as of the relevant date		2,23,75,000	28-Dec-23	57
Total number of shares outstanding as per ICDR regulations		1,21,13,383		

