



SANMARKS & ASSOCIATES

ICA Certificate on Operational Data

To,

The Board of Directors,
Regaal Resources Limited
6th Floor, D2/2, Block-EP & GP,
Sector -V, Kolkata, West Bengal, India, 700091

Pantomath Capital Advisors Private Limited
Pantomath Nucleus House,
Saki Vihar Road,
Andheri (East), Mumbai,
Maharashtra, India – 400 072

and

Sumedha Fiscal Services Limited
6A Geetanjali, 8B Middleton Street,
Kolkata – 70 0071,
West Bengal, India.

(Pantomath Capital Advisors Private Limited and Sumedha Fiscal Services Limited are hereinafter referred to as the **BRLMs** or **Book Running Lead Managers**)

Sub: Proposed initial public offering of equity shares (Equity Shares) by Regaal Resources Limited (Company) through a fresh issue of Equity Shares and an offer for sale of the Equity Shares by Selling Shareholders (Offer).

Dear Sirs,

We, M/s Sanmarks & Associates, Chartered Accountants, been requested by the Company to verify and certify certain financial, business and operational data pertaining to the Company.

Management's Responsibility Statement

The preparation of the accompanying Annexure is the responsibility of the Management of the Company. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Annexure, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The management of the Company is responsible for preparation of financial information and preparation of the accompanying annexures based on such financial statements or other financial or non-financial information. This responsibility includes collecting, collating and validating data and presentation thereof and ensure compliance with applicable accounting standards. This responsibility includes designing, implementing and maintaining

internal control relevant to the preparation and presentation of the annexures, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Management is also responsible for ensuring:

- a) Identification, definition, completeness, accuracy, relevance, appropriateness and sufficiency of the Operational Metrics as mentioned in the Annexure B
- b) Provide correct and complete information and data of Operational Metrics including bifurcation of sales register across various industries, regions and categories
- c) Disclosing all material information including of all material disclosure and facts, preparation of financial statements on going concern basis.
- d) Compliance with the requirements of the SEBI ICDR Regulations.

Auditor's Responsibility Statement

Accordingly, based on our review of documents and records that we deemed necessary including review of management report of the Company, vendor bills and invoices, enterprise resource planning system of the Company, certificates from distributors, certificate from aggregators and based on the enquires made to the chairperson of the Audit Committee, the Restated Financial Statements prepared by the Company in accordance with the Companies Act, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**SEBI ICDR Regulations**) and the Guidance Note on Reports in Company Prospectuses (Revised 2019) (**Restated Financial Information**), we hereby certify that the financial, business and operational data pertaining to the Company, details of which are provided in **Annexure B** on the basis of work performed in Annexure A, are true and fair in all respects.

We hereby consent to the extracts of this certificate being used in the red herring prospectus and the prospectus to be filed with the Registrar of Companies, West Bengal at Kolkata (**RoC**) and submitted to the SEBI and the Stock Exchanges in connection with the Offer, and submission of this certificate as may be necessary, to any regulatory authority statutory, judicial or governmental authorities, and in any other material used in connection with the Offer and for disclosure on the website of the Company in connection with the Offer and/or for the records to be maintained by the Book Running Lead Managers in connection with the Offer and in accordance with applicable law. We also consent to this certificate to be uploaded on the website, repository and, or, the database of the Stock Exchanges.

We have conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes' (Revised 2016) issued by the Institute of Chartered Accountants of India (**ICAI**) which requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI. We hereby confirm that while providing this certificate we have complied with the Code of Ethics issued by the ICAI. We have also complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial information, and Other Assurance and Related Services Engagements.

We confirm that the information in this certificate is true and fair. We hereby consent to this certificate being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authorities or (ii) in seeking to establish a defence in connection with, or to avoid any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation related to any matter regarding issuance and listing of the equity shares of the Company. We undertake to update you, in writing, of any change in the above-mentioned disclosures which we are aware of until the Equity Shares allotted, pursuant to the Offer, are listed and commence trading on the Stock Exchanges. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges, pursuant to the Offer.

This certificate may be relied on by the Book Running Lead Managers, its affiliates and the legal counsel in relation to the Offer and to assist the Book Running Lead Managers in the context of due diligence procedures

that the Book Running Lead Managers has to conduct and the documents in relation of their investigation of the affairs of the Company in connection with the Offer.

All capitalized terms not defined herein bear the meaning ascribed to them in the Offer Documents.

Yours sincerely,

For M/s Sanmarks & Associates

Chartered Accountants

Firm Registration No: 003343N

Mahesh Kumar Kedia

Partner

Membership No.: 072398

Date: 6th August 2025

Place: Faridabad

UDIN: 25072398BMLCGN7310

Cc:

Legal Counsel to the Offer

Bharucha & Partners

13th Floor, Free Press House,
Free Press Journal Marg,
Nariman Point,
Mumbai, Maharashtra 400021

Annexure A

Sr. No.	Key performance indicators (KPIs)	Information / explanation received from the Company	Agreed upon procedures performed by us
1.	Industry wise sales data	We have received the following information: 1. Industry wise sales register from the Company 2. Certificates from distributors and dealers regarding their sale across different industries	We have reviewed sale register of the company and verified data on sample basis. We have verified certificates received from distributors.
2.	Revenue from repeat customers	We have received the following information: 1. Customer-wise Sale register from the company	We have reviewed sale register of the company for relevant period and revenue from repeat customers and new customers on sample basis.
3.	Geographical distribution	We have received the following information: 1. State wise and country wise sales register from the Company 2. Certificates from distributors and dealers regarding their sale across different states	We have reviewed sale register of the company and verified data on sample basis. We have verified certificates received from distributors.
4	Revenue from customers, distributors and dealers	We have received the following information: 1. Category wise Sales register from the company	We have reviewed sales register of the company for relevant period and verified category of customer on sample basis.
5	Breakup of maize procurement from different sources	We have received purchase register of the Company bifurcated across different categories and certificates from aggregators regarding their purchase from farmers.	We have reviewed purchase register and verified the category of vendor on sample basis.
6.	Credit note against quality due to quality defects in the products of the Company	We have received credit note register of the Company and detail of credit note due to quality defects.	We have verified the credit notes on sample basis and credit note due to quality defects basis discussion with management.
7	Research & Development expense	We have received the following information: 1. Detail of Research & Development Expense	We have verified research and development expense working on sample basis.
8.	Net working capital requirement	We have received restated financial statements of the Company and calculation of net working capital requirement.	We have verified calculation of net working capital requirement.
9.	Bad debts written off	We have received the following:- 1. Restated financial statements of the Company	We have verified the calculation of trade receivables as % of revenue and bad debts written off
10.	Reconciliation of Revenue from Sales of Products with Contract Price (Gross)	We have received sales register and credit note register from the Company	We have verified sales register and credit note register on sample basis.
11.	Other operational data	We have received other operational data and relevant working from the Company	We have verified the same on sample basis.

Annexure B

Industry wise sales data

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue (₹ in million)	% of Contract Price*	Revenue (₹ in million)	% of Contract Price*	Revenue (₹ in million)	% of Contract Price*
Paper industry	2,482.33	27.41	1,557.92	26.05	1,396.09	29.00
Feed industry	1,194.74	13.19	1,295.72	21.67	1,193.51	24.79
Food Manufacturing	678.62	7.49	516.59	8.64	260.01	5.40
Other Manufacturing	1,489.74	16.45	263.46	4.41	212.78	4.42
Others**	3,212.17	35.46	2,346.92	39.23	1,751.57	36.39
Total	9,057.60	100.00	5,980.61	100.00	4,813.96	100.00

*Contract price represents sale of products before deducting discounts and incentives but net of returns

**Others include Sales to dealers and distributors where we have no visibility of the end customers and trading income

Revenue from repeat customers

Particulars	As at and for the financial year ended March 31, 2025		As at and for the financial year ended March 31, 2024		As at and for the financial year ended March 31, 2023	
	Customer (nos.)	Contract Price* (₹ million)	Customer (nos.)	Contract Price* (₹ million)	Customer (nos.)	Contract Price* (₹ million)
Repeat customers [#]	153	8,068.19	121	4,906.04	85	3,307.57
Unique customers [#]	108	989.41	74	1,074.57	97	1,506.39
Total	261	9,057.60	195	5,980.61	182	4,813.96

*Contract price represents sale of products before deducting discounts and incentives but net of returns

[#] includes distributors and dealers.

Considering Fiscal 2019 as base year for identifying repeat customers.

Geographical distribution of customers across various regions

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ million)	% of Contract Price*	Amount (₹ million)	% of Contract Price*	Amount (₹ million)	% of Contract Price*
East	3,510.23	38.75	2,532.75	42.35	1,829.45	38.00
North	2,863.61	31.62	2,060.62	34.46	1,808.04	37.56
West	1,443.95	15.94	661.61	11.06	598.29	12.43

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (₹ million)	% of Contract Price*	Amount (₹ million)	% of Contract Price*	Amount (₹ million)	% of Contract Price*
Rest of India	584.97	6.46	296.69	4.96	243.62	5.06
Total	8,402.76	92.77	5,551.67	92.83	4,479.40	93.05

*Contract price represents sale of products before deducting discounts and incentives but net of returns.

North India includes Uttar Pradesh, Uttarakhand, Haryana, Delhi, Punjab, Himachal Pradesh

East India includes West Bengal, Bihar, Odisha & Jharkhand

West India includes Gujarat, Rajasthan, Maharashtra

Rest of India includes Andhra Pradesh, Madhya Pradesh, Telangana, Chhattisgarh, Tamil Nadu, Assam,

Meghalaya, Nagaland & Tripura

Geographical distribution of customers across South India

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of Contract Price*	Amount (in ₹ million)	% of Contract Price*	Amount (in ₹ million)	% of Contract Price*
South India	96.76	1.07	62.42	1.04	24.14	0.50

*Contract price represents sale of products before deducting discounts and incentives but net of returns.

South India includes Karnataka, Kerala, Tamil Nadu, Andhra Pradesh and Telangana

Geographical distribution of customers across different countries

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of Contract Price*	Amount (in ₹ million)	% of Contract Price*	Amount (in ₹ million)	% of Contract Price*
Bangladesh	201.78	2.23	214.85	3.59	242.38	5.03
Malaysia	297.52	3.28	111.36	1.86	-	-
Nepal	154.86	1.71	99.80	1.67	89.59	1.86
Others [#]	0.68	0.01	2.93	0.05	2.59	0.06
Total	654.84	7.23	428.94	7.17	334.56	6.95

*Contract price represents sale of products before deducting discounts and incentives but net of returns.

[#]Others include Singapore, Sri Lanka, Vietnam, and Thailand

Geographical distribution of customers across domestic and export market

Particulars	3 Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of Contract Price *	Amount (in ₹ million)	% of Contract Price *	Amount (in ₹ million)	% of Contract Price *
Domestic	8,402.76	92.77	5,551.67	92.83	4,479.40	93.05

Particulars	3 Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of Contract Price *	Amount (in ₹ million)	% of Contract Price *	Amount (in ₹ million)	% of Contract Price *
Export	654.84	7.23	428.94	7.17	334.56	6.95
Total	9,057.60	100.00	5,980.61	100.00	4,813.96	100.00

* Contract price represents sale of products before deducting discounts and incentives but net of returns.

Geographical distribution of customers across different states and countries

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of Contract Price* (Net of Return)	Amount (in ₹ million)	% of Contract Price* (Net of Return)	Amount (in ₹ million)	% of Contract Price* (Net of Return)
Uttar Pradesh	2,147.43	23.71%	1,687.17	28.21%	1,329.28	27.61%
West Bengal	2,494.21	27.54%	1,817.39	30.39%	1,142.33	23.73%
Gujarat	1,169.51	12.91%	576.89	9.65%	544.18	11.30%
Bihar	623.87	6.89%	451.13	7.54%	461.23	9.58%
Uttarakhand	338.49	3.74%	215.38	3.60%	249.72	5.19%
Assam	270.26	2.98%	177.80	2.97%	210.88	4.38%
Odisha	282.57	3.12%	161.09	2.69%	78.57	1.63%
Jharkhand	109.57	1.21%	103.14	1.72%	147.33	3.06%
Haryana	145.05	1.60%	60.92	1.02%	113.49	2.36%
Rajasthan	231.45	2.56%	59.34	0.99%	37.53	0.78%
Delhi	100.22	1.11%	69.08	1.16%	99.75	2.07%
Andhra Pradesh	91.07	1.01%	61.64	1.03%	24.14	0.50%
Maharashtra	42.99	0.47%	25.38	0.42%	16.58	0.34%
Madhya Pradesh	184.06	2.03%	52.98	0.89%	7.65	0.16%
Punjab	131.09	1.45%	28.07	0.47%	12.34	0.26%
Himachal Pradesh	1.32	0.01%	-	-	3.46	0.07%
Meghalaya	-	-	3.13	0.05%	-	-
Telangana	2.77	0.03%	-	-	-	-
Chhattisgarh	33.64	0.37%	-	-	0.83	0.02%
Tamil Nadu	2.92	0.03%	0.78	0.01%	-	-
Nagaland	0.11	0.00%	0.36	0.01%	0.12	0.01%
Tripura	0.16	0.00%	-	-	-	-

Sub-total (A)	8,402.76	92.77%	5,551.67	92.82%	4,479.40	93.05%
Bangladesh	201.78	2.23%	214.85	3.59%	242.38	5.03%
Malaysia	297.52	3.28%	111.36	1.86%	-	-
Nepal	154.86	1.71%	99.80	1.67%	89.59	1.86%
Vietnam	-	-	2.93	0.06%	-	-
Singapore	-	-	-	-	1.86	0.04%
Sri Lanka	-	-	-	-	0.73	0.02%
Thailand	0.68	0.01%	-	-	-	-
Sub-total (B)	654.84	7.23%	428.94	7.17%	334.56	6.95%
Total (A+B)	9,057.60	100.00	5,980.61	100.00	4,813.96	100.00

Revenue from dealer, distributor and customers

Particulars	Fiscal 2025 (₹ in million)		Fiscal 2024 (₹ in million)		Fiscal 2023 (₹ in million)	
	Revenue (₹ in million)	% of Contract Price*	Revenue (₹ in million)	% of Contract Price*	Revenue (₹ in million)	% of Contract Price*
Sales to end customers	2,349.86	25.94	1,651.82	27.62	1,367.28	28.40
Sales through distributors [#]	2,381.84	26.30	1,598.18	26.72	1,389.41	28.86
Sales through dealers ^{##}	4,325.90	47.76	2,730.61	45.66	2,057.27	42.74
Total	9,057.60	100.00	5,980.61	100.00	4,813.96	100.00

*Contract price represents sale of products before deducting discounts and incentives but net of returns.

[#] Distributors are entities which procure the product from our Company and on-sell to dealers.

^{##} Dealers are entities which procure the product from our Company and the distributors and on-sell to the customers.

Breakup of maize procurement from different sources

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of total maize procured	Amount (in ₹ million)	% of total maize procured	Amount (in ₹ million)	% of total maize procured
Traders	5,802.59	80.80	3,864.64	84.88	2,090.89	65.68
Farmers / cultivators through aggregators	365.51	5.09	103.92	2.28	214.38	6.73
Agri-distribution companies	1,013.08	14.11	584.58	12.84	878.10	27.59
Total	7,181.18	100.00%	4,553.14	100.00%	3,183.37	100.00%

Credit Note against quality due to quality defects in the products of the Company

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Aggregate amount deducted (₹ million)	8.20	3.78	5.05
As a % of our Contract Price*	0.09	0.06	0.10

*Contract price represents sale of products before deducting discounts and incentives but net of returns.

Research & Development expenses are as under

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (in ₹ million)	% of Contract Price*	Amount (in ₹ million)	% of Contract Price*	Amount (in ₹ million)	% of Contract Price*
R&D expense	3.32	0.04	2.36	0.04	1.43	0.03

*Contract price represents sale of products before deducting discounts and incentives but net of returns.

R&D expense comprise salary paid to research and development department and material consumed.

Net working capital requirement of the Company is as under

Particulars	March 31, 2025 (₹ million)	March 31, 2024 (₹ million)	March 31, 2023 (₹ million)
Net working capital*	909.79	546.77	92.91

*Current assets minus current liabilities

Bad debts written off

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Trade receivables (₹ million)	1,368.72	1,267.35	719.37
As a % of revenue from operations	14.96	21.12	14.74
Trade receivables days*	55	77	54
Bad and doubtful debt written off (₹ million)	0.17	0.27	0.46

* Trade receivable days are calculated as Trade receivables divided by Revenue from operations multiplied 365 days for full financial year.

Reconciliation of Revenue from Sales of Products with Contract Price (Gross)

Particulars	For the period/year		March 31, 2023
	March 31, 2025	March 31, 2024	
Contract Price (Gross)	9,107.78	6,009.88	4,832.09
Less: Trade Discount on sales return	50.18	29.27	18.13

Contract Price (Net of Return)*	9,057.60	5,980.61	4,813.96
Less: Discounts and Incentives	77.38	73.98	64.62
Revenue from Sales of Goods	8,980.22	5,906.63	4,749.34

** Represents sale of products before deducting discounts and incentives but net of returns.*

Other operational data

- 6 Member production operations team has been with the Company since commencement of commercial production
- During the year ended 31st March 2025, the products of the Company are sold across 21 states in India directly to the end customers and through distributor and wholesale traders. The products are also sold across 4 countries such as Bangladesh, Malaysia and Nepal directly.
- As on 31st May 2025, the maize procurement team of the Company comprised 36 permanent employees led by Vivek Lilha, Deputy General Manager- Procurement, who has 15 years of experience across various organisations.
- As on May 31, 2025, the R&D team of the Company comprised 6 permanent employees all of whom have master's degree in science and engineering.
- As on March 31, 2025, the Company has been catering to each of the top 10 and top 5 customers for an average period of 3.29 year and 2.60 years, respectively.
- As on May 31, 2025, the Company has been catering to each of the top 10 dealers for an average period of 4.43 year and all the distributors for an average period of 2.17 years.
- In the year ended March 31, 2025, the Company has procured 17,431.44 tonnes of maize from farmers/cultivators through aggregators who are responsible for coordinating with the farmers on their behalf.