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Fixed Price Issue



MARC LOIRE®

MARC LOIRE FASHIONS Limited

(formerly MARC LOIRE FASHIONS PRIVATE LIMITED)

Corporate Identity Number: U18202DL2014PLC266184, Date of Incorporation: March 11, 2014

Registered Office	Contact Person	Email and Telephone	Website
Plot No. 426/1, First Floor, Rani Khara Road, Village Mundaka, West Delhi, Delhi, India, 110041.	Mr. Vasant Kuber Soni Company Secretary & Compliance Officer	Email ID: csvasant@marcloire.in Tel No: +91 62009 62002	https://marcloire.com/

NAMES OF PROMOTERS OF THE COMPANY

Mr. Arvind Kamboj, Mrs. Shaina Malhotra & Mr. Atul Malhotra

Details of Offer to Public

Type of Issue	Fresh Issue Size No of shares/ Amount	OFS Size	Total Issue Size No of shares/ Amount	Eligibility – 229(1) / 229(2) & Share Reservation amount QIB, NII & RII
Fresh Issue	21,00,000 Equity Shares aggregating to ₹ 2,100.00 Lakhs	Nil	21,00,000 Equity Shares aggregating to ₹ 2,100.00 Lakhs	The Issue is being made pursuant to Regulation 229(1) of SEBI ICDR Regulations, as the Company's post issue Paid-up capital would be less than ₹10.00 Crores (Rupees Ten Crores). Share Reservation: Minimum 50% to the Retail Individual Investors of "Net Issue" Minimum 5% to the Market Maker of "Issue" For more information, please refer section "Issue Structure" beginning on Page 257 of this Prospectus.

These equity shares are proposed to be listed on the SME Platform of BSE Limited ("BSE SME") and the Designated Stock Exchange will be BSE Limited ("BSE").

OFS: Offer for Sale ("BSE SME")

Details of OFS by Promoter(s)/Promoter Group/Other Selling Shareholders - NIL

Price Band, Minimum Bid Lot & Indicative Timelines	
Price Band - Fixed Price Issue*	₹ 100/- Per Equity Share of Face Value of ₹ 10/- Each
Minimum Bid Lot Size	1,200 Equity Shares
Bid/Offer Opens On	June 30, 2025
Bid/Offer Closes On	July 02, 2025
Finalization of Basis of Allotment	July 03, 2025
Initiation of Refunds / unblocking of ASBA Accounts	July 04, 2025
Credit of Equity Shares to Demat accounts of Allottees	July 04, 2025
Commencement of trading of Equity Shares	July 07, 2025

*For details of basis of issue price, please refer to "Basis for Issue Price" beginning on page 79 of the Prospectus.

Details of WACA of all shares transacted over the trailing eighteen months from the date of Prospectus

Period	Weighted Average Cost of Acquisition (in ₹)	Issue Price is 'X' times the WACA	Range of Acquisition Price Lowest Price – Highest Price (in ₹)
Trailing Eighteen Months from the date of Prospectus	Nil	Nil	Nil

WACA: Weighted Average Cost of Acquisition shall be calculated on a fully diluted basis for the trailing eighteen months from the date of Prospectus.

RISK IN RELATION TO THE FIRST ISSUE

This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the equity shares is ₹10/- each and the issue price is 10.0 times of face value of the equity share. The issue price should not be taken to be indicative of the market price of the equity shares after the equity shares are listed. No assurance can be given regarding active or sustained trading in the equity shares of our company or regarding the price at which the equity shares will be traded after listing.

GENERAL RISKS

Investment in equity and equity-related securities involves a degree of risk and investors should not invest any funds in this offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the issuer and this issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of the contents of the Prospectus. Specified attention of the investors is invited to the section titled **“Risk Factors”** beginning on page no. 22 of the Prospectus and on page no. 9 of this Abridged Prospectus.

PROCEDURE

If you wish to know about processes and procedures applicable to this issue, you may request for a copy of the Prospectus and/or the General Information Document (GID) from the Lead Manager or download it from the websites of the Stock Exchange i.e., www.bseindia.com and the LM (www.finshoregroup.com) and the Company (www.marcloire.com).

PRICE INFORMATION OF LEAD MANAGER: FINSHORE MANAGEMENT SERVICES LIMITED

Statement on Price Information of Last 7 (Seven) Issues (IPO) handled by Finshore Management Services Limited:

Sr. No.	Issue Name	Issue Size (₹ in Cr.)	Issue Price (In ₹)	Listing Date	Opening price on listing date (In ₹)	+/- % change in closing price, [+/- % change in closing benchmark] 30 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] – 90 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] – 180 th calendar days from listing
1	Sylvan Plyboard (India) Limited (NSE EMERGE)	28.05	55/-	01/07/2024	66.00	107.09 [2.96]	70.09 [8.44]	52.73 [-1.36]
2	Solve Plastic Products Limited (NSE EMERGE)	11.85	91/-	21/08/2024	102.00	-32.20 [2.61]	-47.86 [-5.31]	-59.23 [-7.43]
3	Travels & Rentals Limited (BSE SME)	12.24	40/-	05/09/2024	55.00	281.00 [-0.62]	160.25 [-1.65]	41.38 [-11.09]
4	Dhanlaxmi Crop Science Limited (NSE EMERGE)	23.80	55/-	16/12/2024	104.50	17.00 [-6.05]	1.82 [-9.21]	-0.09 [0.20]
5	Indobell Insulations Limited (BSE SME)	10.14	46/-	13/01/2025	87.40	226.41 [-0.05]	200.00 [-1.54]	N. A.
6	Shanmuga Hospital Limited (BSE SME)	20.62	54/-	21/02/2025	54.00	-34.96 [2.12]	-30.46 [8.35]	N. A.
7	Spinaroo Commercial Limited (BSE SME)	10.17	51/-	08/04/2025	52.85	75.67 [8.78]	N. A.	N. A.

Status as on 13-06-2025

GENERAL INFORMATION

Names of Lead Manager	FINSHORE MANAGEMENT SERVICES LIMITED Telephone: +91 33 22895101, 46032561 Contact Person: Mr. S. Ramakrishna Iyengar Email: info@finshoregroup.com
Name of the Market Maker	JSK SECURITIES AND SERVICES PRIVATE LIMITED Telephone: +91 98984 94857 Contact Person: Mr. Jignesh Amrutlal Thobhani Email: sinfo@jsksecurities.com
Name of Registrar to the Issue	MAASHITLA SECURITIES PRIVATE LIMITED Telephone: +91 11 47581432 Contact Person: Mr. Mukul Agrawal Email: ipo@maashitla.com

Name of Statutory Auditor	“M/s. S P M G & Company” Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained if any	Not Applicable
Name of Debenture trustee, if any	Not Applicable
Self-Certified Syndicate Banks	The list of banks is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes which is updated from time to time.
Non-Syndicate Registered Brokers	<i>You can submit Application Forms in the Issue to Non-Syndicate Registered Brokers at the Non-Syndicate Broker Centres.</i> For further details, see the section titled “Issue Procedure” beginning at page no. 260 of the prospectus.
Details regarding website address(es)/ link(s) from which the investor can obtain list of registrars to issue and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable)	The details of the Designated Registrar to Issue and Share Transfer Agents Locations and Designated Collecting Depository Participant and stock brokers Locations, along with their names and contact details are available on the websites of the Stock Exchange as updated from time to time.

PROMOTERS OF ISSUER COMPANY

Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification
1.	Mr. Arvind Kamboj	Individual	Arvind Kamboj , aged 37 years, is the Promoter, Managing Director & Chairman of our Company. He was originally appointed as a Director on May 25, 2022 and has been re-designated as the Managing Director w.e.f. August 28, 2024 for the period of 3 years and whose office shall be liable to retire by rotation. He has an experience of more than 10 years in Footwear Sector. He has completed his Post Graduate Diploma in Business Economics (Finance) from Wigan & Leigh College, United Kingdom in the year 2010. He is responsible for day-to-day business operations and entrusted with the responsibility of the looking after the overall management of the Company.
2.	Mrs. Shaina Malhotra	Individual	Shaina Malhotra , aged 36 years, is the Promoter and Whole Time Director of our Company. She has been associated with the Company since its inception. She was appointed as first director of our Company on March 11, 2014 and has been re-designated as Whole-Time Director w.e.f. August 28, 2024 for the period of 3 Years. She has an experience of more than 10 years in Footwear Sector. Prior to incorporation of our company, she is guiding force behind all strategic decisions. She has completed her Master of Business Administration from IFCAI University, Dehradun in the year 2010.
3.	Mr. Atul Malhotra	Individual	Atul Malhotra , aged 40 years, is the Non-Executive Director of our Company. He was appointed as Non-Executive Director on April 10, 2024 and whose office shall be liable to retire by rotation. He has completed his Bachelor of Computer Application from IASE Deemed University in the year 2011. He has completed his Master of Business Administration from Sam Higginbottom Institute of Agriculture, Technology & Sciences in the year 2013. He has an experience of more than 12 years in the Footwear Sector.

For further details, please refer to chapter **“Our Promoter and Promoter Group”** beginning on page no. 163 of the prospectus.

BUSINESS OVERVIEW AND STRATEGY

Company Overview:

Our company was established in 2014 under the name Marc Loire Fashions Private Limited, founded with a vision to create a trendsetting brand in women’s footwear. After a decade of steady growth, we converted to a public limited company in 2024 as “Marc Loire Fashions Limited”. Today, we are well recognized under our brand name, ‘MARC LOIRE’ that offers a diverse and stylish range of women’s footwear.

Marc Loire Fashions Limited is engaged in Women’s Footwear Products, boasting an impressive catalogue of over 800 unique styles that cater to a broad spectrum of tastes and occasions. Our collection includes party heels, ethnic flats, wedges, winter boots, mules, formal heels, loafers, cork sandals, arc-supported flats, athleisure and activewear footwear, sneakers and other styles that blend comfort with fashion. This diversity allows us to cater to every need, from everyday wear to special occasions, providing our customers with wide range of options to express their style.

Marc Loire Fashions Limited operates through a dual business model encompassing both Direct-to-Consumer (D2C) and Business-to-Business (B2B) strategies. Our D2C model allows us to connect directly with our end customers via various online platforms, ensuring a seamless and personalized shopping experience. Simultaneously, our B2B operations strengthen our reach through offline retail relationships with wholesalers, Shop-in-Shop Stores, enabling widespread market penetration. We manage our operations, leveraging a network of more than 40 trusted vendors for raw materials and finished goods. This vendor network includes two promoter group entities, allowing us to ensure quality control and maintain seamless production flows.

(For Detailed information, please refer to chapter titled **“Our Business”** beginning from page no. 113 of this prospectus)

Revenue segmentation by Service offering: Please refer to “Our Business” beginning on page 113 of the Prospectus.






Geographies Served: India

Key Performance Indicators: Total Income, Growth, Revenue from Operation, EBITDA, PAT, PAT Margin, EPS, Total Borrowings, Total Net Worth, RONW, ROCE and Debt Equity Ratio.

Industries Served: Footwear Industry

Employees Strength: As on May 31, 2025, we have a total of 20 employees.

Intellectual Property:

Logo/Word	Class	Trademark No.	Trademark Type	Date of Issue	Valid up to
MARCLOIRE	35	2698561	Word	March 13, 2014	March 13, 2034
MARC LOIRE	25	2698562	Word	March 13, 2014	March 13, 2034
	25	4793621	Device	December 24, 2020	December 24, 2030
	25	4793622	Device	December 24, 2020	December 24, 2030
DARESOULS	28	6015502	Word	July 11, 2023	July 11, 2033
BEDAREFIT	28	6015503	Word	July 11, 2023	July 11, 2033
	25	6088388	Device	August 29, 2023	August 29, 2033
	25	6088389	Device	August 29, 2023	August 29, 2033
	25	6088390	Device	August 29, 2023	August 29, 2033

Market Share: Not ascertainable

Our Business Strategy:

- Focus on Quality
- Expand Our Footprint
- Strengthen Our Brand Identity
- Innovate Our Footwear Products
- Market Penetration
- Focusing on Strategic Working Capital Management:
- Widen Our Product Portfolio

BOARD OF DIRECTORS

Sl. No.	Name	Designation	Experience & Educational Qualification	Other Directorship / Ventures
1	Arvind Kamboj	Managing Director and Chairman	Arvind Kamboj , aged 37 years, is the Promoter, Managing Director & Chairman of our Company. He was originally appointed as a Director on May 25, 2022 and has been re-designated as the Managing Director w.e.f. August 28, 2024 for the period of 3 years and whose office shall be liable to retire by rotation. He has an experience of more than 10 years in Footwear Sector. He has completed his Post Graduate Diploma in Business Economics (Finance) from Wigan & Leigh College, United Kingdom in the year 2010. He is responsible for day-to-day business operations and entrusted with the responsibility of the looking after the overall management of the Company.	<ul style="list-style-type: none"> • Daresouls Private Limited • Hill to Harbour Infra Private Limited • Fashionkhor.com (Proprietorship Business)

Sl. No.	Name	Designation	Experience & Educational Qualification	Other Directorship / Ventures
2	Shaina Malhotra	Wholetime Director	Shaina Malhotra , aged 36 years, is the Promoter and Whole Time Director of our Company. She has been associated with the Company since its inception. She was appointed as first director of our Company on March 11, 2014 and has been re-designated as Whole-Time Director w.e.f. August 28, 2024 for the period of 3 Years. She has an experience of more than 10 years in Footwear Sector. Prior to incorporation of our company, she is guiding force behind all strategic decisions. She has completed her Master of Business Administration from IFCAI University, Dehradun in the year 2010.	<ul style="list-style-type: none"> Shanaya Industries (Proprietorship Business) Delhi Design House (Proprietorship Business) Arasha Retail LLP (Strike Off)
3	Atul Malhotra	Non-Executive Director	Atul Malhotra , aged 40 years, is the Non-Executive Director of our Company. He was appointed as Non-Executive Director on April 10, 2024 and whose office shall be liable to retire by rotation. He has completed his Bachelor of Computer Application from IASE Deemed University in the year 2011. He has completed his Master of Business Administration from Sam Higginbottom Institute of Agriculture, Technology & Sciences in the year 2013. He has an experience of more than 12 years in the Footwear Sector.	<ul style="list-style-type: none"> Daresouls Private Limited Hill To Harbour Infra Private Limited Akash Overseas (Proprietorship Business) Arasha Retail LLP (Strike Off)
4	Saurabh Shashwat	Independent Director	Saurabh Shashwat , aged 34 years, is an Independent Director of our Company. He was appointed as Independent Director on August 28, 2024 and whose office shall not be liable to retire by rotation. He is Fellow Member of The Institute of Company Secretaries of India since November 15, 2021. Further, he is a Social Auditor since March 08, 2023 which is valid till March 04, 2026. He has more than 10 years of experience in Corporate Law consultancy. Further, he is the owner of the Proprietorship concern named “Saurabh Shashwat & Associates” and he is assisting in various corporates in Corporate Compliances and Secretarial matters along with the consultancy in valuation, CSR, Start-ups.	<ul style="list-style-type: none"> Integrated Industries Limited Titan Securities Limited Namo Ewaste Management Limited Glocal Consultants and KPO Private Limited Nurture Well Foods Private Limited
5	Rojina Thapa	Independent Director	Rojina Thapa , aged 32 years is an Independent Director of our Company. She was appointed as an Independent Director on August 28, 2024, for the period of 3 years from the date of her original appointment and whose office shall not be liable to retire by rotation. She has completed her Bachelor of Commerce from IGNOU in the year 2017. She is the Member of the Institute of Chartered Accountant of India since February, 2023. She is having experience for more than 4 years as an Accounts Officer & as a Junior Officer in NIC Asia Capital. She is currently working as Partner in Suresh & Associates, Chartered Accountants from last one year.	<ul style="list-style-type: none"> Glocal Consultants and KPO Private Limited Namo Ewaste Management Limited

For further details, please refer to chapter “**Our Management**” beginning on page no. 149 of the prospectus.

OBJECTS OF THE ISSUE

The Issue includes a fresh Issue of up to 21,00,000 Equity Shares of our Company having face value of ₹ 10/- each at an Issue Price of ₹100/- per Equity Share aggregating to ₹ 2,100.00 Lakhs. Our Company proposes to utilize the funds which are being raised through this Issue towards the below mentioned objects and gain benefits of listing on Stock Exchange.

The Objects of the Issue are:

- A. Funding Capital Expenditure for Expansion of our Retail Network by launching 15 (fifteen) new Exclusive Brand Outlets (EBOs)
- B. Funding Capital Expenditure for purchase of Multi-Purpose Racks
- C. To meet Working Capital Requirements
- D. To meet the Issue Expenses
- E. General Corporate Purposes

Our Company believes that listing will enhance our Company’s corporate image, brand name and create a public market for its Equity Shares in India. It will also make future financing easier and affordable in case of expansion or diversification of the business. Further, listing attracts interest of institutional investors as well as foreign institutional investors.

The main objects clause of our Memorandum enables our Company to undertake the activities for which funds are being raised in the Issue. The existing activities of our Company are within the objects clause of our Memorandum. The fund requirement and deployment are based on internal management estimates and has not been appraised by any bank or financial institution.

Details of means of finance:

The fund requirements for each of the objects of the Issue are stated as follows:

(₹ in lakhs)

Sr. No.	Objects of the Issue	Total Estimated Cost	Amount Deployed till	Amount to be financed from Net Proceeds	Estimated Net Proceeds Utilization Fiscal 2026
1	Funding Capital Expenditure for expansion of our Retail Network by launching 15 new Exclusive Brand Outlets (EBOs)	526.88	Nil	526.88	526.88
2	Funding Capital Expenditure for purchase of Multi-Purpose Racks	40.08	Nil	40.08	40.08
3	Working Capital Requirements	935.22	Nil	935.22	935.22
4	General Corporate Expenses	373.32	Nil	373.32	373.32
5	Issue Related Expenses	224.50	Nil	224.50	224.50
	Total	2,100.00	Nil	2,100.00	2,100.00

For further details please refer to chapter “Object of the issue” beginning on page no. 69 of the prospectus.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/ rights issues, if any, of the Company in the preceding 10 years: Not Applicable

Name of monitoring agency, if any: Not Applicable

Terms of Issuance of Convertible Security, if any: Not Applicable

SHAREHOLDING PATTERN:

Sr. No.	Particulars	Pre-Issue number of shares	% Holding of Pre-issue
1	Promoter and Promoter Group	49,99,975	99.99%
2	Public	25	0.01%
	Total	50,00,000	100.00%

For further details please refer to “Capital Structure” beginning on Page no. 58 of the Prospectus.

Number/amount of equity shares proposed to be sold by selling shareholder: Not Applicable

RESTATED AUDITED FINANCIALS

(₹ in Lakhs)

Particulars	For the period ended		
	31-03-2025	31-03-2024	31-03-2023
Revenue from Operation	4,225.74	4,020.30	3,741.62
Net Profit/(Loss) before tax	635.13	549.69	88.29
Net Profit/(Loss) after tax	470.54	407.69	65.63
Equity Share Capital	500.00	100.00	100.00
Reserves and Surplus	575.51	504.98	97.28
Net worth	1,075.51	604.98	197.28
Earnings per Share (₹) (Basic & diluted) (As per Restated)	9.41	40.77	6.56
Earnings per Share (₹) (Basic & diluted) (After Retrospective effect of Bonus)	9.41	8.15	1.31
Return on Net-Worth (%)	43.75%	67.39%	33.27%
Net Asset Value per share (₹) (As per Restated)	21.51	60.50	19.73
Net Asset Value per share (₹) (After Retrospective effect of Bonus)	21.51	12.10	3.95

For further Detailed information, please refer to Chapters “Capital Structure” and “Basis for Issue Price” beginning from page no. 58 and 79 of the Prospectus respectively.

INTERNAL RISK FACTORS

The below-mentioned risks are top 10 risk factors as per the Prospectus:

1. Our Company, Directors, Promoters and Group Companies are parties to certain legal proceedings. Any adverse decision in such proceedings may have a material adverse effect on our business, results of operations and financial condition.
2. If we are unable to successfully implement our proposed expansion plans; our results of operations and financial condition could be adversely affected.
3. Our Company is yet to place orders for Interior Work and Civil Interior, Electrical Fittings, Electrical Works, CCTV Systems, Music Systems, Laptop, Printer, UPS etc. Any delay in placing orders or procurement of such items may delay the schedule of implementation and possibly increase the cost of commencing operations.
4. Our Company is yet to execute lease/rent agreements for our proposed 15 Exclusive Brand Outlets (EBOs)
5. The availability of look-alikes, counterfeit products, primarily in our domestic markets, manufactured by other companies and passed off as our products, could adversely affect our goodwill and results of operations.
6. Our Company may not be able to obtain sufficient quantities or desired quality of finished products from outsourced vendors in a timely manner or at acceptable prices, which could adversely affect our retail business, financial condition and results of operation.
7. Our cost of procurement of products from outsourced vendors or cost of manufacture of products using contract manufacturers may increase in the future. Any inability to pass on costs to consumers and distributors, may result in reduction in our margins.
8. Our Company had negative cash flow in recent fiscals, details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.
9. There are certain discrepancies/errors noticed and instances of delays/incorrect filings in the past with ROC/Statutory Authorities.
10. There have been some instances of delayed filing of returns and depositing of statutory dues with regulatory authorities.

For further details please refer to the chapter “Risk Factor” on page no. 22 of the Prospectus.

SUMMARY OF OUTSTANDING LITIGATION, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the Company and amount involved:

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Other Pending Litigations/ Actions	Aggregate amount involved (₹ in lakhs)
Company							
By the Company	-	-	-	-	-	-	-
Against the Company	-	-	-	-	-	-	-
Promoters/Directors							
By the Directors	-	-	-	-	-	-	-
Against the Directors	-	4	-	-	-	-	1.88
Group Companies							
By the Group Companies	-	-	-	-	-	-	-
Against the Group Companies	-	-	-	-	-	-	-

For further details of “Outstanding Litigation and Material Developments” please refer page no. 228 of the Prospectus.

B. Brief details of top 5 material outstanding litigations against the Company and amount involved: NIL

C. Regulatory action, if any – disciplinary action taken by SEBI or stock exchange against the promoters in the last 5 financial years including outstanding action, if any – NIL

D. Brief details of outstanding criminal proceedings against the promoters – NIL

For further details of “Outstanding Litigation and Material Developments” please refer page no. 228 of the Prospectus.

ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / ISSUER

NIL

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India, or the guidelines/ regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the prospectus is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the statements in the prospectus are true and correct.