

**Valuation of Equity Shares of Gujarat Hy-Spin Limited for compliance with Regulation 164 and 166(A) -  
SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended by Securities and  
Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations,  
2022**

**September 11, 2025**

**Nitish Chaturvedi**

*MBA & Registered Valuer - Securities or Financial Assets*

*IBBI Registration No.: IBBI/RV/03/2020/12916*

*COP No.: ICSI RVO/COP/SFA0420/136*

To,  
Board Of Directors  
Gujarat Hy-Spin Limited  
P. O. BOX NO. 22, GUNDALA ROAD, GONDAL, RAJKOT,  
Gujarat, India, 360311

Dear Sir,

**Sub: Valuation of Equity Shares of Gujarat Hy-Spin Limited**

**Gujarat Hy-Spin Limited** ("Gujarat Hy-Spin Limited" or "the Company") intends to issue Equity Shares to its proposed investors in compliance with applicable laws.

In this regard, Nitish Chaturvedi, Registered Valuer with IBBI Registration No. IBBI/RV/03/2020/12916 ('Nitish Chaturvedi' or 'Independent Valuer') has been appointed to determine fair value of equity shares of Gujarat Hy-Spin Limited for compliance with Section 62(1)(c) of the Companies Act, 2013 (as amended) read with Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014, and Regulation 160 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, for a Preferential Allotment as per in accordance with Regulations 164 and 166(A) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022 vide Notification No. SEBI/LAD-NRO/GN/2022/63 ('Valuation Purpose').

The relevant date, as informed to us by the Management of Gujarat Hy-Spin Limited ('the Management'), for the purpose of calculation of the price per share under the SEBI ICDR Regulations for issuance of equity shares is September 11, 2025 ('Relevant Date'). The Valuation Date as informed to us by the Management for computation of equity value per share of Gujarat Hy-Spin Limited is as on close of trading hours of the date preceding the relevant date i.e. September 10, 2025 ('Valuation Date').

This Report is structured under the following broad heads:

- Background
- Information sources
- Valuation Standards followed and Procedure adopted for Valuation
- Valuation Methodology
- Valuation Analysis and Conclusion
- Scope Limitation
- Annexures



## COMPANY BACKGROUND

Gujarat Hy-Spin Limited, incorporated on 1 February 2011, is a public textile company based in Rajkot, Gujarat. Its core business is the manufacture and sale of combed cotton yarns, along with specialised threads for the garment industry. It also has related concerns: Gujarat Ginning & Oil Industry (cotton ginning, pressing, oil-seed crushing) and Paras Cotton (trading in cotton bales and seeds).

- Equity shares of Gujarat Hy-Spin Limited are listed on February 08, 2018.
- The shareholding pattern of Gujarat Hy-Spin Limited as of March 31, 2025 is as under:

Particulars	No. of shares	% Shareholding
Promoter & Promoter Group	1,08,74,100	64.92%
Public	58,75,900	35.08%
<b>Total</b>	<b>1,67,50,000</b>	<b>100%</b>



## INFORMATION SOURCES

We have relied on the following sources of information and documents as provided to us by the Management of Gujarat Hy-Spin Limited ('the Management') and available in public domain:

- Audited Standalone Financial Statement for the year ended March 31, 2025.
- Other relevant publicly available data;
- Our regular discussions with management representatives of Gujarat Hy-Spin Limited;
- We have also relied on published and secondary sources of data whether or not made available by the Company.



## VALUATION STANDARDS FOLLOWED AND PROCEDURES ADOPTED FOR VALUATION

- We have performed the valuation analysis, to the extent possible, in accordance with International Valuation Standards (hereinafter referred as "IVS").
- In connection with this exercise, we have adopted the following procedures to carry out the valuation analysis:
  - Requested and received relevant data from the Management
  - Discussions with the Management on understanding of the business of the Company
  - Obtained and analysed data available in public domain, as considered relevant by us
  - Obtained and analysed market prices and other data involving equity shares of Gujarat Hy-Spin Limited and of comparable companies, as applicable and relevant
  - Selection of valuation approach and valuation methodology in accordance with (IVS), as considered appropriate and relevant by us
  - Determination of value per equity share of Gujarat Hy-Spin Limited, as relevant
  - Preparation and issuance of this valuation report.



## VALUATION APPROACHES AND METHODOLOGIES

- For the purpose of valuation, it is necessary to select an appropriate basis of valuation amongst the various valuation techniques. It is universally recognized that valuation is not an exact science and that estimating values necessarily involves selecting a method or approach that is suitable for the purpose. The application of any particular method of valuation depends upon various factors including the size of company, nature of its business and purpose of valuation. Further, the concept of valuation is all about the price at which a transaction takes place i.e., the price at which seller is willing to sell and buyer is willing to buy. Accordingly, a fair and reasonable approach for valuing the shares of the company is to use a combination of relevant and applicable valuation methods.
- IVS 301 read with IVS 103 specifies that generally the following three approaches for valuation of business / business ownership interest are used:
  - Cost/Asset Approach
  - Market Approach
  - Income Approach

### Cost Approach – Net Asset Value (NAV) method

- The value 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. Under NAV method, total value of the business is based either on net asset value or realizable value or replacement cost basis. NAV methodology is most applicable for the business where the value lies in the underlying assets and not the ongoing operations of the business. NAV method does not capture the future earning capacity of the business. Given the nature and specifics of the business, we have considered the Net Asset Value method.
- We have been informed by the Management that the report date as per the SEBI ICDR Regulations, for the purpose of calculation of the price per share of Gujarat Hy-Spin Limited for the proposed preferential issue of shares is September 11, 2025. Since the latest financial data available is till March 31, 2025. We have considered the same for our valuation purposes.



### Income Approach – Discounted Cash Flows (DCF) method

- Under the Income Approach, business is valued by converting maintainable or future amount of cash flows to a single current amount either through discounting or capitalization. DCF Method seeks to arrive at the value of the business based on its future cash flows generating capability and the risks associated with the said cash flows. FCFF or free cash flows to the firm ("FCFF") represents the cash available for distribution to both the owners and the creditors of the business. Risk-adjusted discount rate or Weighted Average Cost of Capital ("WACC") is applied to free cash flows in the explicit period and that in perpetuity. Adjustments pertaining to debt, surplus/non- operating assets including investments, cash & bank balance and contingent assets/liabilities and other liabilities, as relevant, are required to be made in order to arrive at the value for equity shareholders. The total value for the equity shareholders so arrived is then to be divided by the number of equity shares to arrive at the value per equity share of the company.
- Valuation of equity shares of the Company is based on the projected financial information as provided to me by the Management.
- As per DFCF Method, value is defined as the present value of future cash flows that are expected to be generated by the business during an explicit forecast period and in perpetuity. The method incorporates all factors relevant to an asset (e.g. current and future market conditions, company and industry specific risk factors, etc.)
- Management has provided with cash flow projections till FY 2029-30 which as per management is a representative time frame of a business cycle of the Company.
- To estimate the fair value of the business, projected cash flows generated from the business are analysed for certain future years (explicit forecast period). The estimates of cash flows during the explicit forecast period are based on the income and expenses associated with the business operations.
- Net Operating Profit after tax is adjusted for depreciation, capex and working capital investment to arrive at the free cash flows to Firm (FCFFs) during the explicit forecast period.
- I have discounted the post-tax, free cash flows to the firm with an appropriate risk-adjusted discount rate to arrive at the present value (PV) of FCFFs.
- For Calculation of Cost of Equity, I have used risk free rate as Yield of 10 Yr. Indian Govt. Securities as on date of valuation.
- Market Return is estimated by using BSE Since Inception Index as on valuation date (Source: BSE 500 Data).
- Beta of the company is considered as the stock beta of the comparable companies. (Source: S&P - Capital IQ Database).
- Further, we have calculated Weighted Average Cost of Capital (WACC) based on existing cost of debt as confirmed by the management and Capital Structure based on Industry weights.



- The terminal growth rate is the rate at which the cash flows of the company are expected to increase beyond the explicit forecast period and intermediate period, till infinity. A terminal growth rate of 5% has been considered.
- We have adjusted PV of Free cash flow with certain items like investments, cash and cash equivalents, and Debt to arrive at the equity value of the Company as on March 31, 2025. Further, we have made stub period adjustments to arrive at the equity value of the Company as on September 10, 2025.



### **Market Approach – Market Price method**

- Under the Market Price method, the market price of an equity share as quoted on a recognized Stock Exchange is normally considered as the value of the equity shares of that company, where such quotations are arising from the shares being regularly and frequently traded. Generally, market value is reflective of the investors' perception about the actual worth of the company. However, in certain situations, the value of the share as quoted on the stock market would not be regarded as a proper index of the fair value of the share especially where the market values are fluctuating in a volatile capital market. We understand that the shares are frequently traded on BSE SME.

### **In terms of Regulation 166A of the SEBI ICDR Regulations,**

166A: (1) Any preferential issue, which may result in a change in control or allotment of more than five per cent 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:

Provided further that the valuation report from the registered valuer shall be published on the website of the issuer and a reference of the same shall be made in the notice calling the general meeting of shareholders.

(2) Any preferential issue, which may result in a change in control of the issuer, shall only be made pursuant to a reasoned recommendation from a committee of independent directors of the issuer after considering all the aspects relating to the preferential issue including pricing, and the voting pattern of the said committee's meeting shall be disclosed in the notice calling the general meeting of shareholders.



Regulations 164 for frequently traded shares states the following:

In terms of Regulation 164 (1) of Part IV of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 (ICDR Regulations), if the equity shares of the issuer have been listed on a recognised stock exchange for a period of 90 trading days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following:

- a) the 90 trading days volume weighted average price of the related equity shares quoted on the recognised stock exchange preceding the relevant date; or
- b) the 10 trading days volume weighted average prices of the related equity shares quoted on a recognised stock exchange during the preceding the relevant date

“Provided that if the Articles of Association of the issuer provide for a method of determination which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.”

(2) If the equity shares of the issuer have been listed on a recognized stock exchange for a period of less than 90 trading days as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than the higher of the following:

- a) the price at which equity shares were issued by the issuer in its initial public offer or the value per share arrived at in a scheme of compromise, arrangement and amalgamation sections 230 to 234 the Companies Act, 2013, as applicable, pursuant to which the equity shares of the issuer were listed, as the case maybe; or
- b) the volume weighted average prices of the related equity shares quoted on the recognized stock exchange during the period the equity shares have been listed preceding the relevant date; or
- c) the volume weighted average prices of the related equity shares quoted on a recognized stock exchange during the 10 trading days preceding the relevant date.

Since, Gujarat Hy-Spin Limited is a listed company and equity shares of Gujarat Hy-Spin Limited are listed on BSE/NSE and are frequently traded, therefore we have considered Market Price method to determine the value of equity shares of Gujarat Hy-Spin Limited. We have been informed by the Management that the relevant date as per the SEBI ICDR Regulations, for the purpose of calculation of the price per share of Gujarat Hy-Spin Limited for the proposed preferential issue of shares is September 10, 2025. We have considered this as the cut-off date to determine the price for the proposed preferential allotment of equity shares of Gujarat Hy-Spin Limited under Regulation 164 and 166A of SEBI ICDR Regulations. We have considered the stock prices of Gujarat Hy-Spin Limited from BSE SME for calculating the fair market value of equity shares of the Company.



### **Market Approach – Comparable Companies’ Multiple (CCM) method**

- Under CCM Method, the value of shares of the subject company is determined on the basis of multiples derived from valuations of comparable companies. Relevant multiples need to be chosen carefully and adjusted for differences between the circumstances. The Comparable Companies’ Multiple Method arrives at the value of the company by using multiples derived from valuations of comparable companies, as manifest through stock market valuations of listed companies. This valuation is based on the principle that market valuations, taking place between informed buyers and informed sellers, incorporate all factors relevant to valuation. Relevant multiples need to be chosen carefully and adjusted for differences, such as growth potential, past track record, size, company dynamics, etc.
- Management has confirmed to us that there are six listed comparable companies appropriate to the business profile, size, etc. of the Company. We have therefore considered CCM method for the said Valuation.

For arriving at the value per equity share of Gujarat Hy-Spin Limited and considering valuation inputs available for determining valuation under Discounted Cash Flow ('DCF'), Net Asset Value Method ('NAV'), Comparable Company Multiple Method ('CCM') and Market Price Method we have applied 25%, 0% 25% and 50% weights respectively to arrive at the value per equity share of Gujarat Hy-Spin Limited.



## SCOPE LIMITATIONS AND DISCLAIMERS

- Valuation analysis and results are specific to the purpose of valuation mentioned in this report as per agreed terms of our engagement. It may not be valid for any other purpose or as at any other date.
- We owe responsibility to only the management of the client that has retained us and nobody else. We do not accept any liability to any third party in relation to the issue of this valuation report. Our valuation report cannot be used for any other purpose. This report has been prepared only for the sole use and information of Gujarat Hy-Spin Limited. Without limiting the foregoing, we understand that Gujarat Hy-Spin Limited may be required to submit this report to the regulatory authorities / stock exchanges in connection with the Proposed Transaction.
- Our analysis is based on the market conditions and the regulatory environment that currently exists. However, changes to the same in the future could impact the company and the industry it operates in, which may impact our valuation analysis.
- We are not responsible for updating this report because of any events or transactions occurring subsequent to the date of this report.
- We have considered and relied on the information provided to us by the Management including financial information, significant transactions and events occurring subsequent to the balance sheet date. We understand that the information provided to us and the representations made to us (whether verbal or written) are reliable and adequate. We have derived our conclusions and recommendation from the information so provided and we are thus reliant on the given information to be complete and accurate in every significant aspect. We are made to believe that the Management have informed us about all material transactions, events or any other relevant factors which are likely to have an impact on our valuation recommendation.
- In the ultimate analysis, valuation will have to capture the exercise of judicious discretion by the Valuer and judgment taking into account all the relevant factors. There will always be several factors which are not evident from the face of the financial statements, but which will strongly influence the worth of a share. Examples of such factors include quality and integrity of the management, capital adequacy, asset quality, earnings, liquidity, size, present and prospective competition, yield on comparable securities and market sentiment, etc. This concept is also recognized in judicial decisions.
- This Report does not look into the business / commercial reasons behind the transaction. We have no present or planned future interest in the company and the fee for this engagement is not contingent upon the values reported herein. Our valuation analysis should not be construed as an investment advice. We do not express any opinion on the suitability or otherwise of entering into any transaction with the Company.
- Any discrepancies in any annexure between the total and the sums of the amounts listed are due to rounding-off.

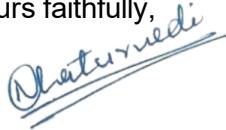


## VALUATION ANALYSIS AND CONCLUSION

- The value per equity share of Gujarat Hy-Spin Limited are based on the various approaches / methods explained herein earlier and various qualitative factors relevant to each company and the business dynamics and growth potential of the businesses of the Companies, having regard to information base, key underlying assumptions and limitations. We have independently applied methods discussed above, as considered appropriate, i.e., Discounted Cash Flow ('DCF'), Net Asset Value Method ('NAV'), Comparable Company Multiple Method ('CCM') and Market Price Method for determining value per share of the Company.
- In light of the above and on consideration of all the relevant factors and circumstances as discussed and outlined hereinabove referred to earlier in this Report for the proposed transaction, in our opinion, we recommend the fair value of equity shares of Gujarat Hy-Spin Limited at **INR 40/- per equity share**.

Approach	Method	Value per share	Weights	Weighted Value (INR)
Income Approach	Discounted Cash Flow	82.50	25%	20.63
Cost Approach	Net Asset Value Method	11.41	0%	-
Market Approach	Comparable Companies Method	25.15	25%	6.29
Market Price Approach	Market Price Method	25.97	50%	12.99
<b>Weighted Value per Share (INR)</b>				<b>39.90</b>
<b>Weighted Value per Share (INR) rounded off to nearest integer</b>				<b>40/-</b>

Yours faithfully,



**Nitish Chaturvedi**

Registered Valuer

IBBI ID: IBBI/RV/03/2020/12916

COP No.: ICSI RVO/COP/SFA0420/136

Date: September 12, 2025

Place: Mumbai



### **Enclosed:**

**Annexure I:** Determination of value per equity shares of Gujarat Hy-Spin Limited using Net Asset Value method;

**Annexure II:** Determination of value per equity shares of Gujarat Hy-Spin Limited using Discounted Cash Flow method;

**Annexure III:** Determination of value per equity share of Gujarat Hy-Spin Limited using Comparable Companies method;

**Annexure IV:** Computation of share price of Gujarat Hy-Spin Limited under Regulation 164(1) of SEBI ICDR Regulations;

**Annexure V:** Reasons for Assigning Different Weights to each Valuation Method

**Annexure I – Determination of value of equity shares of Gujarat Hy-Spin Limited using Net Asset Value method**

The value of equity shares of Gujarat Hy-Spin Limited using Book Value method is **INR 11.41/- per equity share.**

Particulars	Book Value	Fair Value
<b>Assets</b>		
<b>Non Current Assets</b>		
(a) Property, plant and equipment		
(i) Moveable	735.68	735.68
(ii) Immoveable		
- Land & Building	370.16	370.16
(b) Capital work in progress	74.35	74.35
(c) Financial assets		
(i) Other Non-Current Investments	0.14	0.14
(d) Other non-current assets	104.11	104.11
<b>Other Non-Operating Assets</b>		
<b>Total Non Current Assets</b>	<b>1,284.44</b>	<b>1,284.44</b>
<b>Current Assets</b>		
(a) Inventories	1,085.3	1,085.3
(b) Financial Assets		
(i) Trade receivables	648.82	648.82
(ii) Cash and cash equivalents	17.8	17.8
(iii) Short term loans & advances	99.74	99.74
(c) Other current assets	173.19	173.19
<b>Total Current Assets</b>	<b>2,024.85</b>	<b>2,024.85</b>
<b>Total Assets (A)</b>	<b>3,309.29</b>	<b>3,309.29</b>
<b>Liabilities</b>		
<b>Non Current Liabilities</b>		
(a) Financial Liabilities		
(b) Provision	1.57	1.57
(c) Deferred tax liabilities (net)	8.85	8.85
<b>Total Non-Current Liabilities</b>	<b>10.42</b>	<b>10.42</b>
<b>Current Liabilities</b>		
(a) Financial Liabilities		



Particulars	Book Value	Fair Value
(i) Borrowings	891.19	891.19
(ii) Trade payables	408.23	408.23
(b) Other current liabilities	4.43	4.43
(c) Provisions	83.82	83.82
<b>Total Current Liabilities</b>	<b>1,387.67</b>	<b>1,387.67</b>
<b>Total Liabilities (B)</b>	<b>1,398.09</b>	<b>1,398.09</b>
Net Asset Value (A-B)	1,911.2	1,911.2
No. Of Shares	1,67,50,000	1,67,50,000
<b>Value Per Share (INR)</b>	<b>11.41</b>	<b>11.41</b>
<b>Note: The Calculation of NAV has been carried out as of March 31, 2025 based on the audited financials of FY 2024-25; Being the latest Financial Statements</b>		



**Annexure II - Determination of value of equity shares of Gujarat Hy-Spin Limited using Discounted Cash Flow method**

The value of equity shares of Gujarat Hy-Spin Limited using Discounted Cash Flow method is **INR 82.50 per equity share**.

(In INR Lacs)

Particulars	2025-2026	2026-2027	2027-2028	2028-2029	2029-2030	Terminal Year
<b>EBITDA</b>	<b>431.02</b>	<b>622.54</b>	<b>1,428.62</b>	<b>2,495.20</b>	<b>3,888.50</b>	4,082.92
Less: Other Income	-243.16	-245.59	-248.04	-250.53	-253.03	-265.68
Less: Depreciation	-141.62	-150.31	-161.95	-178.20	-199.69	-209.67
<b>EBIT</b>	<b>46.23</b>	<b>226.64</b>	<b>1,018.62</b>	<b>2,066.47</b>	<b>3,435.78</b>	<b>3,607.57</b>
Less: Taxes	-11.64	-57.05	-256.39	-520.13	-864.79	-908.03
<b>NOPAT</b>	<b>34.60</b>	<b>169.60</b>	<b>762.23</b>	<b>1,546.34</b>	<b>2,571.00</b>	<b>2,699.55</b>
Add: Depreciation	141.62	150.31	161.95	178.20	199.69	209.67
Add/Less: Working Capital	-72.19	-83.46	-124.80	-149.98	-180.25	-53.67
Less: Capex	-213.99	-247.37	-297.29	-357.29	-429.39	-209.67
<b>Free Cash Flow</b>	<b>-109.96</b>	<b>-10.93</b>	<b>502.09</b>	<b>1,217.27</b>	<b>2,161.04</b>	<b>23,375.03</b>
Mid Period	0.5	1.5	2.5	3.5	4.5	4.5
Discount Factor	0.93	0.80	0.69	0.59	0.51	0.51
<b>PV Of Future Cash flows</b>	<b>-101.96</b>	<b>-8.71</b>	<b>344.08</b>	<b>717.14</b>	<b>1,094.54</b>	<b>11,839.15</b>

<b>Sum of Cash Flows</b>	<b>13,884.24</b>
Add: Cash	17.8
Less: Debt	-891.19
Add: Non Current Investments	0.14
<b>Fair Value as on 31-03-2025</b>	<b>13,010.99</b>
Add: Stub period	808.01
<b>Fair Value as on 10-09-2025</b>	<b>13,819.01</b>
No. Of Shares	1,67,50,000
<b>Fair Value Per Share (INR)</b>	<b>82.50</b>



## Calculation of Weighted Average Cost of Capital

Valuation as of	10 <sup>th</sup> September 2025
Rf	6.48%
Market Risk Premium	7.95%
Beta	0.6
Company Specific Premium	6.00%
KE	<b>17.25%</b>

Perpetuity Growth Rate 5.00%

### Calculation of Post Tax Cost of Debt

Cost of Debt	10.00%
Less: Tax Rate @ 25.17%	2.52%
Post Tax Cost of Debt	7.48%

### Calculation of Weighted Average Cost of Capital

Particulars	Cost	Weight	Weighted Average
Equity	17.3%	90.43%	15.60%
Debt	7.5%	9.57%	0.72%
<b>Weighted Average Cost of Capital</b>			<b>16.32%</b>



**Annexure III- Determination of value of equity shares of Gujarat Hy-Spin Limited using Comparable Companies method**

The value of equity shares of Gujarat Hy-Spin Limited using Comparable Company method is **INR 25.15/-** per equity share.

Particulars	Amt (INR Lakhs)
EBITDA	279.36
EV/EBITDA	14.27
<b>Enterprise Value</b>	<b>3,986.47</b>
Less : Value of Debt	891.19
Cash and cash equivalent	17.8
<b>Value of Equity</b>	<b>3,113.08</b>

Particulars	Amt (INR Lakhs)
Net Worth of Company	1,911.19
P/B Ratio of Industry	2.78
<b>Fair Value of Equity</b>	<b>5,313.11</b>

Particulars	Fair Value of Equity Amt (INR Lakhs)	Weights	Weighted Value Amt (INR Lakhs)
Value as per P/BV	5,313.11	50.00%	2,656.56
Value as per EV/EBITDA	3,113.08	50.00%	1,556.54
<b>Total weighted average</b>	<b>4,213.10</b>		
No. of outstanding shares	1,67,50,000		
<b>Value per Share (INR)</b>	<b>25.15</b>		



The table on the following page presents the financial data listed above for each Guideline Public Company.

As On September 11, 2025

S.NO	Name Of Peers	Market Cap (In INR Mn)	Cash & Cash Equivalent (In INR Mn)	Debt (In INR Mn)	Enterprise Value (IN INR MN)	Revenue (In INR Mn)	P/B (X)	EV/EBIDTA (X)
1	K.P.R. Mill Limited	3,40,480.93	3,164.7	4,659.6	3,39,349.73	66,471	6.81	26.92
2	Trident Limited	1,45,653.98	838	16,352.3	1,55,193.78	70,165.5	3.36	16.05
3	Vardhman Textiles Limited	1,25,784.95	890.2	12,386.6	1,33,352.35	1,02,021.9	1.27	10.65
4	Welspan Living Limited	1,18,330.91	3,063.1	27,620	1,38,290.61	1,03,982.6	2.45	11.66
5	Raymond Lifestyle Limited	78,561.02	4,008.8	22,884.1	89,203.62	65,854.3	0.83	17.47
6	Garware Technical Fibres Limited	77,675.52	107.04	648.62	76,723.61	16,114.4	6.12	24.27
<b>MEAN</b>							<b>3.47</b>	<b>17.84</b>
Less: 20% Discount							0.69	3.57
<b>POST DISCOUNT MULTIPLES</b>							<b>2.78</b>	<b>14.27</b>

\*After evaluating the differences between the Company and the Guideline Public Companies, we made a **20%** downward adjustment to the mean P/BV, P/E, EV/EBITDA and P/S multiples. The adjustment of **20%** is primarily due to current inflationary measure and volatility in stock market.



**Annexure IVA – Determination of value per equity share of Gujarat Hy-Spin Limited under Regulation 164(1) of SEBI ICDR Regulations**

<b>Valuation of equity shares of Gujarat Hy-Spin Limited using Market Price method</b>			
	<b>Particulars</b>	<b>VWAP (BSE SME)</b>	
A	Average of 90 trading days VWAP	24.23	
B	Average of 10 trading days VWAP	25.97	
	<b>Floor Price (Higher of A or B)</b>	<b>25.97</b>	

Based on the above computation, we understand that the value of equity shares of Gujarat Hy-Spin Limited can be considered at **INR 25.97** per equity share.



**Annexure IVB – Computation of share price of Gujarat Hy-Spin Limited shares under Regulation 164 (1) of SEBI ICDR Regulations, as per historical trading prices on BSE website**

<b>Volume weighted average price (VWAP) of the equity shares of Gujarat Hy-Spin Limited quoted on the BSE SME (Relevant Stock Exchange) during the 90 trading days preceding the relevant date (considering relevant date as September 11, 2025)</b>			
<b>S.No.</b>	<b>Date</b>	<b>Volume of traded shares (BSE)</b>	<b>Total Turnover (Rs.) (BSE)</b>
1	10-Sep-25	145000	37,76,150
2	09-Sep-25	90000	23,53,100
3	08-Sep-25	240000	63,24,250
4	05-Sep-25	195000	51,53,500
5	04-Sep-25	160000	41,82,800
6	03-Sep-25	80000	20,06,200
7	02-Sep-25	20000	5,02,000
8	01-Sep-25	60000	14,99,950
9	29-Aug-25	55000	13,90,850
10	28-Aug-25	45000	11,19,550
11	26-Aug-25	20000	5,05,600
12	25-Aug-25	35000	8,82,350
13	22-Aug-25	20000	5,09,500
14	21-Aug-25	30000	7,57,250
15	20-Aug-25	100000	25,45,750
16	19-Aug-25	90000	22,68,700
17	18-Aug-25	30000	7,55,800
18	14-Aug-25	20000	5,07,000
19	13-Aug-25	55000	13,87,250
20	12-Aug-25	100000	24,89,800
21	11-Aug-25	15000	3,87,750
22	08-Aug-25	105000	26,42,900
23	07-Aug-25	50000	12,39,650
24	06-Aug-25	90000	21,77,950
25	05-Aug-25	20000	4,84,300
26	04-Aug-25	80000	19,39,000
27	01-Aug-25	260000	62,61,500
28	31-Jul-25	185000	44,84,250
29	30-Jul-25	310000	78,98,200
30	29-Jul-25	190000	49,75,950
31	28-Jul-25	190000	50,19,850
32	25-Jul-25	370000	94,44,900
33	24-Jul-25	335000	80,87,100
34	23-Jul-25	85000	18,10,150
35	22-Jul-25	415000	81,01,850
36	21-Jul-25	-	-
37	18-Jul-25	15000	3,10,000
38	17-Jul-25	-	-
39	16-Jul-25	10000	2,15,000
40	15-Jul-25	10000	2,08,000



S.No.	Date	Volume of traded shares (BSE)	Total Turnover (Rs.) (BSE)
41	14-Jul-25	20000	4,04,900
42	11-Jul-25	10000	2,09,450
43	10-Jul-25	120000	24,25,400
44	09-Jul-25	30000	6,16,900
45	08-Jul-25	10000	2,02,050
46	07-Jul-25	5000	1,06,400
47	04-Jul-25	-	-
48	03-Jul-25	10000	2,08,500
49	02-Jul-25	-	-
50	01-Jul-25	-	-
51	30-Jun-25	5000	1,11,250
52	27-Jun-25		
53	26-Jun-25	5000	1,07,000
54	25-Jun-25	-	-
55	24-Jun-25	-	-
56	23-Jun-25	-	-
57	20-Jun-25	-	-
58	19-Jun-25	-	-
59	18-Jun-25	5000	1,07,500
60	17-Jun-25	30000	5,93,100
61	16-Jun-25	-	-
62	13-Jun-25	-	-
63	12-Jun-25	-	-
64	11-Jun-25	-	-
65	10-Jun-25	15000	2,95,550
66	09-Jun-25	5000	1,04,500
67	06-Jun-25	35000	7,03,700
68	05-Jun-25	-	-
69	04-Jun-25	-	-
70	03-Jun-25	-	-
71	02-Jun-25	15000	2,98,250
72	30-May-25	5000	1,02,500
73	29-May-25	-	-
74	28-May-25	-	-
75	27-May-25	-	-
76	26-May-25	15000	3,01,750
77	23-May-25	10000	2,22,250
78	22-May-25	-	-
79	21-May-25	-	-
80	20-May-25	-	-



S.No.	Date	Volume of traded shares (BSE)	Total Turnover (Rs.) (BSE)
81	19-May-25	-	-
82	16-May-25	35000	7,42,200
83	15-May-25	10000	2,07,000
84	14-May-25	5000	1,00,000
85	13-May-25	15000	3,09,500
86	12-May-25	5000	1,06,250
87	09-May-25	5000	1,06,500
88	08-May-25	25000	5,01,250
89	07-May-25	25000	4,83,500
90	06-May-25	-	-
VWAP of 90 trading days (INR)			24.23

**Volume weighted average price (VWAP) of the equity shares of Gujarat Hy-Spin Limited quoted on the BSE SME (Relevant Stock Exchange) during the 10 trading days preceding the relevant date (considering relevant date as September 11, 2025)**

S.No.	Date	Volume of traded shares (BSE)	Total Turnover (Rs.) (BSE)
1	10-Sep-25	145000	37,76,150
2	09-Sep-25	90000	23,53,100
3	08-Sep-25	240000	63,24,250
4	05-Sep-25	195000	51,53,500
5	04-Sep-25	160000	41,82,800
6	03-Sep-25	80000	20,06,200
7	02-Sep-25	20000	5,02,000
8	01-Sep-25	60000	14,99,950
9	29-Aug-25	55000	13,90,850
10	28-Aug-25	45,000	11,19,550
VWAP of 10 trading days (INR)			25.97



## **Annexure V – Reasons for Assigning Different Weights to each Valuation Method**

We have adopted the Cost Approach to determine the fair value of Kandarp, which is attached as Annexure I. Considering the Going Concern Approach, we have not assigned any weight to Cost Approach to it because it ignores the future earning capacity of the Company.

We have applied Discounted Cash Flow Method under the Income Approach to determine the fair value of the company which is attached as Annexure II. The Value under the Discounted Cash Flow Method is determined using the future cash flows of the company. We have assigned 25% weight to this Method as it considers the future earning capacity of the Company.

Under the Market Approach we have considered the Comparable Companies Method which is attached as Annexure III. Under CCM Method, the value of shares of the subject company is determined on the basis of multiples derived from valuations of comparable companies. Relevant multiples need to be chosen carefully and adjusted for differences between the circumstances. We have assigned 25% weight to CCM as it determines the fair value of the company based on the existing performance of the peers of the company.

Since Gujarat Hy-Spin is a frequently traded company we have also used the Market Price Method to determine the fair value of the Company, which is attached as Annexure IV. we have assigned 50% weight to this method as it reflects the current market sentiments, making it a timely indicator of value.



## Annexure VI- Rationale for considering the Comparable Companies

Gujarat Hy-Spin Limited, incorporated on 1 February 2011, is a public textile company based in Rajkot, Gujarat. Its core business is the manufacture and sale of combed cotton yarns, along with specialised threads for the garment industry. It also has related concerns: Gujarat Ginning & Oil Industry (cotton ginning, pressing, oil-seed crushing) and Paras Cotton (trading in cotton bales and seeds).

We have considered data of available peer companies being K.P.R Mill Limited, Trident Limited, Vardhaman Textiles Limited, Welspun Living Limited, Raymond Lifestyle Limited and Garware Technical Fibres Limited as the Comparable Companies of Gujarat Hy-Spin Limited as they are engaged in the related line of Business and are part of same Industry. Please find below business descriptions of the Selected Comparable Companies.

Name of the Company	Business Description
Garware Technical Fibres Limited	Garware Technical Fibres Limited manufactures and sells various technical textile products in India and internationally. It operates through Synthetic Cordage and Fibre and Industrial Products and Projects segments. The company provides smolt and grow out cages, predator cages, mooring and vertical ropes, and lice shields; bottom and pelagic trawling, purse seine, gill and dol netting, and crab/lobster netting, as well as trawling products; and insect, anti-hail, anti-bird, grape, crop support, floriculture, fencing, cage, shade, and BLRS nets, as well as staking cord, seed production, and weed mat products.
Raymond Lifestyle Limited	Raymond Lifestyle Limited manufactures and sells branded apparel in India. The company offers branded apparel under the Raymond, Park Avenue, ColorPlus, Parx, and Ethnix By Raymond brands; suiting fabric under Raymond Fine Fabrics brand; cotton and linen shirting, and bottom-weight textiles; and garments, including suits, formal blazers, jackets, formal trousers, pieces of denim, and shirts. It also provides bedsheets, towels, and comforters under the Raymond Home brand name; and tailoring services. In addition, the company retails fashion, casual, and ethnic apparel, as well as manufactures jeans. It exports its suits to the United States, Canada, Europe, Japan, and the Middle East. Raymond Lifestyle Limited was founded in 1925 and is headquartered in Mumbai, India.
Welspun Living Limited	Welspun Living Limited manufactures and sells home textile products in India and internationally. It operates through two segments, Home Textiles and Flooring. The company offers bedding solutions, including utility and fashion bedding, and bed sheet products; and spunlace, needle punch, and wet wipes. It also provides bath solutions, such as towels, bathrobes, and bathroom rugs, as well as mats, area rugs, and carpets. In addition, the company offers flooring products comprising SPC, and grass tiles, and wall to wall carpets, as well as rugs and artificial grass.
Vardhman Textiles Limited	Vardhman Textiles Limited, together with its subsidiaries, manufactures, purchases, and sells textiles and fibres in India and internationally. The company provides specialized greige and dyed yarns in cotton, polyester, acrylic, viscose, specialized fibers, and various blends; fabrics, such as piece dyed, yarn dyed, printed, fiber blends, weaved, and specialty finishes; acrylic fibers; and formal and casual shirts.
Trident Limited	Trident Limited manufactures, trades, and sells textiles, paper, chemicals, and energy in India, the United States, and internationally. The company operates through four segments: Yarn, Towel, Bedsheets, Paper and Chemicals. The company offers cotton combed, open-end, air jet, carded, organic cotton, core spun, blended, eli-twist, slub, compact, air-rich, certified cotton, mélange,



	packed dye, zero twist, bamboo/cotton, modal/cotton, BCI cotton, BMP cotton, and dyed yarns; and home textiles, including bath and bed linen products.
K.P.R Mill Limited	K.P.R. Mill Limited operates as an integrated apparel manufacturing company in India and internationally. It operates through three segments: Textile, Sugar, and Others. The company offers compact, combed, carded, polyester cotton, viscose, grindel, red label, colour melange, cotton, poly cotton, melange, BCI, organic, and CMIA REEL yarns; knitted cotton fabrics; and readymade garments comprising casual, sports, active, sleep, and work wear for men, women, and children. It also produces sugar; ethanol; green energy through co-gen power; and wind power; and acts as a dealer for cars. It offers its products under FASO brand name. K.P.R. Mill Limited was founded in 1984 and is based in Coimbatore, India.

