

Registered Office: Sy.No.251/A/1., Singannaguda Village Mulugu Mandal, Medak, Siddipet - 502279, Telangana, India

CIN: U01119TG2007PLC053901 +91 84 5425 3446 • cs@novaagri.in

15th May, 2024

То

BSE Limited, Listing Department, P J Towers, Dalal Street, Mumbai – 400 001 National Stock Exchange of India Limited, Listing Department, Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 <u>Trading Symbol</u>: NOVAAGRI

<u>Scrip Code</u>: 544100

SUB: MONITORING AGENCY REPORT FOR THE QUARTER ENDED 31st MARCH, 2024. Ref: Regulation 32(6) of the SEBI (LODR) Regulations, 2015 read with Regulation 41(4) of SEBI (ICDR) Regulations, 2018.

Dear Sir/Madam,

With reference to the aforesaid cited, attached herewith is the Monitoring Agency Report w.r.t. utilization of proceeds of Initial Public Offer (IPO) of **Nova Agritech Limited** for the quarter ended 31st March, 2024 issued by CARE Ratings Limited, Monitoring Agency appointed by the Company in this regard.

The Monitoring Agency Report is also available on the website of the Company i.e. <u>www.novaagri.in</u>.

Please take the same on record and suitably disseminate it to all concerned.

Thanking you!

For Nova Agritech Limited

Neha Soni Company Secretary & Compliance Officer

Encls: Monitoring Agency Report for the quarter ended 31st March, 2024



No. CARE/HRO/GEN/2024-25/1011

The Board of Directors

Nova Agritech Limited Sy. No. 251/A/1, Singannanguda Village, Mulugu Mandal, Siddipet, Medak, Telangana- 502279

May 15, 2024

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended March 31, 2024 - in relation to the IPO of Nova Agritech Limited ("the Company")

We write in our capacity of Monitoring Agency for the Initial Public Offering for the amount aggregating to Rs. 143.81 crore of the Company and refer to our duties cast under Regulation 41 of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended March 31, 2024, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated December 28, 2023.

Request you to kindly take the same on records.

Thanking you, Yours faithfully,

Tejeshwar Reddy

Y Tejeshwar Reddy Assistant Director tejeshwar.reddy@careedge.in



Report of the Monitoring Agency

Name of the issuer: Nova Agritech Limited For quarter ended: March 31, 2024 Name of the Monitoring Agency: CARE Ratings Limited (a) Deviation from the objects: Nil (b) Range of Deviation: Not Applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Tejeshwar Reddy

Signature: Name and designation of the Authorized Signatory: Y Tejeshwar Reddy Designation of Authorized person/Signing Authority: Assistant Director



1) Issuer Details:

Name of the issuer Name of the promoter

Industry/sector to which it belongs

2)Issue Details

Issue Period Type of issue (public/rights) Type of specified securities IPO Grading, if any Issue size (in `crore)

- : Nova Agritech Limited
- : Suraksha Agri Retails (India) Private Limited Yeluri Family Trust Malathi S Kiran Kumar Atukuri
- : Agriculture (Agri Input Industry)
- : January 23, 2024, to January 25, 2024
- : Public Fresh Issue
- : Equity Shares
- : Not Applicable
- : Rs. 112.00 crore (Note 1)

Note 1:

The company had offered 2,73,17,073 Equity Shares under the Initial Public Offering, at Rs. 41 per share (including share premium of Rs. 39 per share) aggregating to ₹ 112.00 crore. The issue was fully subscribed, and the company has allotted the same number of Equity Shares to the applicants.

| Particulars | Remarks |
|--|-------------|
| Total shares issued and subscribed as part of IPO | 2,73,17,073 |
| Total subscriptions towards IPO (in Rs crore) | 112.00 |
| Details of expenses incurred related to issue (in Rs.) | 11.05 |
| Net Proceeds of IPO (Rs.) | 100.95 |

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

| Particulars | Reply | Source of information / certifications considered by Monitoring Agency for preparation of report | Comments of the Monitoring Agency | Comments of the Board of Directors |
|--|-------|---|---|---------------------------------------|
| Whether all utilization is as per the disclosures in the Offer Document? | Yes | CA certificate*, Bank statements | The net proceeds of the issue are Rs.100.95 crore out of which Rs.20.06 crore was spent as on March 31, 2024. | - |
| Whether shareholder approval has been obtained in case of | Not | Not Applicable | Not Applicable | - |



| Particulars | Reply | Source of information / certifications considered by Monitoring Agency for preparation of report | Comments of the Monitoring Agency | Comments of the Board of Directors |
|---|-------------------|---|--|---------------------------------------|
| material deviations# from expenditures disclosed in the Offer Document? | Applicable | | | |
| Whether the means of finance for the disclosed objects of the issue have changed? | No | Not Applicable | No | - |
| Is there any major deviation observed over the earlier monitoring agency reports? | Not Applicable | Not Applicable | All the proceeds from Fresh Issue have been utilized appropriately for the objectives mentioned in the offer document. | - |
| Whether all Government/statutory approvals related to the object(s) have been obtained? | Not Applicable | Not Applicable | Not Applicable | - |
| Whether all arrangements pertaining to technical assistance/collaboration are in operation? | Not Applicable | Not Applicable | Not Applicable | - |
| Are there any favorable/unfavorable events affecting the viability of these object(s)? | No | Not Applicable | No | - |
| Is there any other relevant information that may materially affect the decision making of the investors? | No | Not Applicable | No | _ |

*Chartered Accountant certificate from NSVR & Associates LLP dated May 14, 2024.

#Where material deviation may be defined to mean:

a) Deviation in the objects or purposes for which the funds have been raised

b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

4) Details of objects to be monitored:

(i) Cost of objects -

| | | Source of information / | Original cost | | | Comments of the Board of Directors | | | |
|-----------|---|---|---|---------------------------------|--------------------------------------|------------------------------------|---------------------------------|--|--|
| Sr. No | Item Head | certifications considered by Monitoring Agency for preparation of report | (as per the Offer Document) in Rs. Crore | Revised Cost in Rs. Crore | Comments of the Monitoring Agency | Reason for cost revision | Proposed financing option | Particulars of -firm arrangements made | |
| 1 | Investment in subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant | Chartered Accountant certificate*, Final Prospectus | 14.20 | Not applicable | NA | - | - | - | |
| 2 | Funding Capital Expenditure by Company, towards expansion of existing formulation plant | Chartered Accountant certificate*, Final Prospectus | 10.49 | Not applicable | NA | - | - | - | |





| | | Source of information / | Original cost | | | Comm | ents of the Boa | rd of Directors |
|-----------|--|---|---|---------------------------------|--|--------------------------------|---------------------------------|--|
| Sr. No | Item Head | certifications considered by Monitoring Agency for preparation of report | (as per the Offer Document) in Rs. Crore | Revised Cost in Rs. Crore | Comments of the Monitoring Agency | Reason for cost revision | Proposed financing option | Particulars of -firm arrangements made |
| 3 | Funding of working capital requirement of the company | Chartered Accountant certificate*, Final Prospectus | 26.65 | Not applicable | NA | - | - | - |
| 4 | Investment in the subsidiary, Nova Agri Sciences Private Limited, for funding working capital requirements. | Chartered Accountant certificate*, Final Prospectus | 43.36 | Not applicable | NA | - | - | - |
| 5. | General corporate purpose | Chartered Accountant certificate*, Final Prospectus | 6.24 | Not applicable | As per the offer document, the original cost for GCP is mentioned as Rs 3.13 crore. However, the company has clarified that the amount was erroneously mentioned as Rs.3.13 crore as issue related expenses pertaining to offer for sale (Rs.3.12 crore) was considered along with issue related expenses of IPO. However, the same was rectified subsequently and GCP amount has increased to that extent. The same was informed to SEBI And a corrigendum has been issued by the company on direction of SEBI. | - | - | - |
| | Total | · | 100.95 | | | | | • |

*Chartered Accountant certificate from NSVR & Associates LLP dated May 14, 2024.

(ii) Progress in the objects -

| | | Source of information / certifications | - | | Amount utilised in Rs. Crore | | | | Comments of the Board of Directors | |
|-----------|---|---|--|--|---------------------------------------|---|---------------------------------|---|---------------------------------------|---------------------------------|
| Sr. No | | considered by Monitoring Agency for preparation of report | proposed in the Offer Document in Rs. Crore | As at beginning of the quarter in Rs. Crore | During the quarter in Rs. Crore | At the end of the quarter in Rs. Crore | ed amount in Rs. crore | Comments of the Monitoring Agency | Reasons for idle funds | Proposed course of action |
| 1 | Investment in subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant | CA certificate*, Bank statements | 14.20 | - | - | - | 14.20 | Rs. 3.00 crore was supposed to be spent for the object in Q4FY24 which the company has not utilised. However, the offer document states that if the proceeds are not utilised in | - | - |

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| | | Source of information / certifications | Amount as proposed in | Amou | nt utilised in Rs. | Crore | Unutilis ed | | Comments of t Direct | |
|-----------|---|---|---------------------------------------|--|---------------------------|--------------------------------------|---------------------------|--|-------------------------|---|
| Sr. No | Item Head | considered by Monitoring Agency for preparation of report | the Offer Document in Rs. Crore | Offer As at During the Offer beginning of quarter in guarter in guarter in beginning the duarter in beginning of the duarter in the guarter i | amount in Rs. crore | Comments of the Monitoring Agency | Reasons for idle funds | Proposed course of action | | |
| | | | | | | | | the respective periods, it can be utilised in the subsequent periods. | | |
| 2 | Funding Capital Expenditure by Company, towards expansion of existing formulation plant | CA certificate*, Bank statements | 10.49 | - | - | - | 10.49 | Rs. 2.50 crore was supposed to be spent for the object in Q4FY24 which the company has not utilised. However, the offer document states that if the proceeds are not utilised in the respective periods, it can be utilised in the subsequent periods. | - | - |
| 3 | Funding of working capital requirement of the company | CA certificate*, Bank statements | 26.65 | - | 4.77 | 4.77 | 21.88 | Rs. 4.77 crores have been transferred from MA account to CC account of Nova Agritech Limited on February 20, 2024. The same is confirmed by the CC account statement. | - | - |
| 4 | Investment in the subsidiary, Nova Agri Sciences Private Limited, for funding working capital requirements. | CA certificate*, Bank statements | 43.36 | - | 9.06 | 9.06 | 34.30 | Rs. 9.06 crores have been transferred from MA account to CC account of Nova Agri Sciences Private Limited on February 20, 2024. The same is confirmed by the CC account statement. | - | - |
| 5. | General corporate purpose | | 6.23 | - | 6.23 | 6.23 | 0.00 | On February 23, 2024, the company has debited Rs 1.65 crore and on March 05, 2024, the company has debited Rs 4.58 crore totalling Rs. 6.23 crore for GCP. | - | - |
| | Tota | | 100.95 | - | 20.06 | 20.06 | 80.89 | | | |

*Chartered Accountant certificate from NSVR & Associates LLP dated May 14, 2024.

Note: Rs. 104.96 crore was transferred from public issue account to MA account as against the net proceeds of Rs 100.95 crore. The surplus of Rs.4 crore transferred were from gross proceeds as a reimbursement to issue related expenses spent by company prior to IPO. The funds have been further transferred to company's CC account.

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(iii) Deployment of unutilized public issue proceeds:

| Sr. No. | Type of instrument and name of the entity invested in | Amount invested | Maturity date | Earning | Return on Investment (%) | Market Value as at the end of quarter |
|---------|--|-----------------|---------------|---------|-----------------------------|--|
| 1. | Fixed Deposit-Union Bank of India | 10.00 | 28-03-2025 | 0.78 | 7.62% | 10.78 |
| 2. | Fixed Deposit- ICICI Bank | 11.89 | 29-03-2025 | 0.94 | 7.65% | 12.83 |
| 3. | Balance in IPO monitoring account | 59.02 | | | | |
| 4. | Balance in Public Issue account | 2.42 | | | | |
| Total | | 83.33 | | | | |

Note: Unutilized amount of Rs.83.33 crore includes unutilized net proceeds from IPO issue of Rs.80.89 crore, issue related expenses to be spent towards IPO amounting to Rs.2.22 crore, issue related expenses to be spent towards OFS amounting to Rs.0.14 crore and funds to be transferred to selling shareholder amounting to Rs.0.08 crore.

(iv) Delay in implementation of the object(s) –

| | Complet | Completion Date | | Comments of the Board of Directors | | |
|---|------------------------------|-----------------|--------------------------------|------------------------------------|---------------------------|--|
| Objects | As per the offer document | Actual | Delay (no. of days/ months) | Reason of delay | Proposed course of action | |
| Investment in subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant | March 2025 | Ongoing* | Not Applicable | - | - | |
| Funding Capital Expenditure by Company, towards expansion of existing formulation plant | March 2025 | Ongoing^ | Not Applicable | - | - | |
| Funding of working capital requirement of the company | March 2026 | Ongoing | Not Applicable | - | - | |
| Investment in the subsidiary, Nova Agri Sciences Private Limited, for funding working capital requirements. | March 2026 | Ongoing | Not Applicable | - | - | |
| General corporate purpose | March 2024 | March 2024 | Not Applicable | _ | - | |

*The company was supposed to spend Rs. 3.00 crore in FY24 and Rs.11.20 crore in FY25 as specified in offer document. The company did not spend the proceeds in FY24. However, the offer document states that if the proceeds are not utilised in the respective periods, it can be utilised in the subsequent periods.

^The company was supposed to spend Rs. 2.50 crore in FY24 and Rs.7.99 crore in FY25 as specified in offer document. The company did not spend the proceeds in FY24. However, the offer document states that if the proceeds are not utilised in the respective periods, it can be utilised in the subsequent periods.

5)Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document:

| Sr. No | Item Head^ | ΔΜΟΠΗΤ | Source of information / certifications considered by Monitoring Agency for preparation of report | | Comments of the Board of Directors |
|--------|---------------------------|--------|--|---|------------------------------------|
| 1 | General Corporate Purpose | 6.23 | I A contiticator Rank Statement | GCP proceeds were utilized towards working capital requirements of Nova Agritech Limited. | - |
| | Total | 6.23 | | | |

*Chartered Accountant certificate from NSVR & Associates LLP dated May 14, 2024.

CARE Ratings Ltd.



^ Section from the offer document related to GCP:

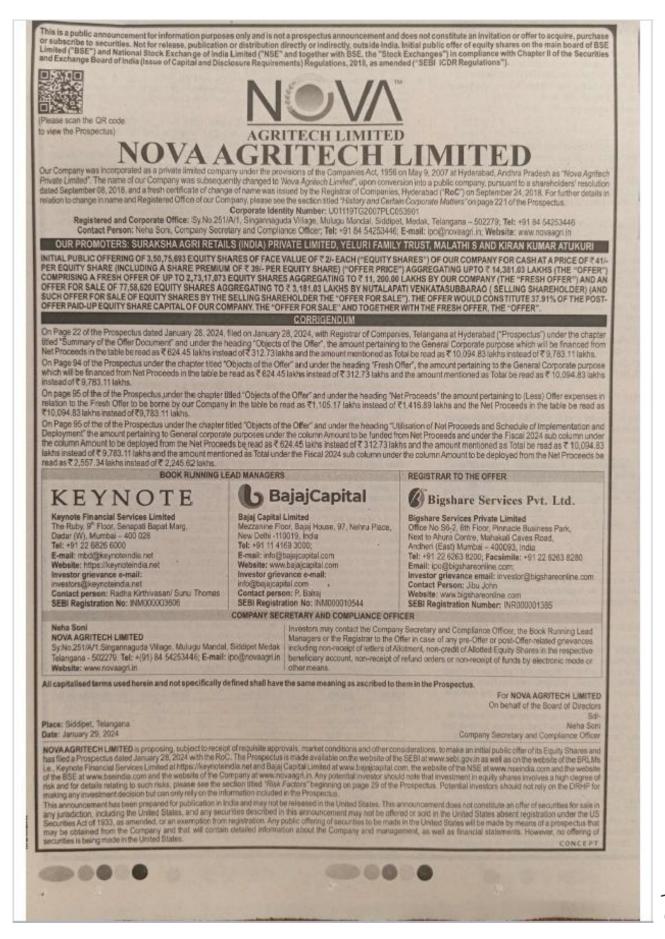
General Corporate Purpose

Our Company proposes to deploy the balance Net Proceeds, aggregating to ₹ 312.73 lakhs, towards general corporate purposes, subject to such amount, not exceeding 25% of the Gross Proceeds from the Fresh Offer, in compliance with the SEBI ICDR Regulations. The general corporate purposes for which our Company proposes to utilise the Net Proceeds include strategic initiatives, Branding expenses, meeting expenses towards Research and Development, meeting exigencies and expenses incurred by our Company in the ordinary course of business, as may be applicable. The quantum utilisation of funds towards each of the above purposes will be determined by our Board, based on the amount actually available under this head and the business requirements of our Company, from time to time. Such utilization shall be

approved periodically by our Board, subject to compliance with necessary provisions of the Companies Act and in accordance with the stated objectives and our business. Our Company's management shall have flexibility in utilising any surplus amounts.

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Disclaimers to MA report:

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as **"Monitoring Agency/MA"**). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.

b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.

c) Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.

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