

*Capitalised terms not defined herein shall have the same meaning as defined in the Scheme*



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This is an Abridged Prospectus containing information pertaining to Saptrishi Finance Private Limited in relation to the Composite Scheme of Amalgamation under Sections 230 to 232 of the Companies Act, 2013 approved by the Board of Saptrishi Finance Private Limited on Tuesday, June 25, 2024. You are encouraged to read greater details available in Scheme.

You may download this Abridged Prospectus from the website of Fortune Industrial Resources Limited or the website of Metropolitan Stock Exchange of India Limited (the "Stock Exchange" or "MSEI") where the Equity shares of Fortune Industrial Resources Limited is listed.

**THIS ABRIDGED PROSPECTUS CONSISTS OF TEN PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES**

**SAPTRISHI FINANCE PRIVATE LIMITED**

**CIN:** U65929DL1985PTC019972

**Date of Incorporation:** January 30, 1985

REGISTERED OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
25, Bazar Lane Bengali Market, Central Delhi, New Delhi, India, 110001	Mr. Nishant Goyal	E-mail: sfinance1985@gmail.com Mobile No.: 9582003999	NA

**NAME OF THE PROMOTERS OF THE COMPANY: MR. SANJEEV AGRAWAL, MRS. DEEPTI AGARWAL, MRS. PRABHA AGARWAL, MR. ANANT AGARWAL, MRS. AWANTIKA AGARWAL, SE FINVEST PRIVATE LIMITED**

Details of Offer to Public	Not Applicable
Details of Offer for Sale (OFS) by Promoter(s)/Promoter Group/Other Selling Shareholders	Not Applicable
Price Band, Minimum Bid Lot and Indicative Timelines	Not Applicable
Details of Weighted Average Cost of Acquisition (WACA) of all shares transacted over the trailing eighteen months from the date of the Abridged Not Applicable Prospectus	Not Applicable

#### ABRIDGED PROSPECTUS

This is an abridged prospectus ("**Abridged Prospectus**") prepared solely in connection with the proposed Composite Scheme of Amalgamation under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and rules made thereunder amongst Fortune Industrial Resources Limited ("**Fortune**" / "**Amalgamated Company**"), Mouldcraft (India) Private Limited ("**Transferor Company 1**"), Maksad Infracon Pvt Ltd ("**Transferor Company 2**"), Saptrishi Finance Pvt Ltd ("**Transferor Company 3**" / "**the Company**"), Trimurti Petrochemicals and Allied Services Pvt Ltd ("**Transferor Company 4**"), and their respective shareholders and creditors ("**Scheme**").

This Abridged Prospectus has been prepared solely as per the requirement of and in compliance with Securities and Exchange Board of India ("**SEBI**") Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 to the extent applicable ("**SEBI 2023 Circular**") and SEBI Master Circular No. SEBI/HO/CFD/PoD-1/P/CIR/2024/0154 dated November 11, 2024 ("**SEBI 2024 Circular**").

This Abridged Prospectus is prepared to comply with the requirements of Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Para 3(a) of Part I (A) of the SEBI 2023 Circular, setting out details in relation to the Company and in accordance with the disclosures required to be made in the format specified for an abridged prospectus in SEBI 2024 Circular.

This Abridged Prospectus shall not be considered as an invitation or an offer of any securities by or on behalf of Fortune or the Company, on private placement or a public offer.

This Abridged Prospectus should be considered as a part of and shall be read together with the Scheme and the notice and explanatory statement to the shareholders of Fortune, in connection with the Scheme.

You may download this Abridged Prospectus along with the Scheme and other relevant documents from the website of Fortune at [www.firl.co.in](http://www.firl.co.in) and from the website of MSEI at [www.msei.in](http://www.msei.in)

The Scheme is subject to approvals of relevant regulatory authorities, such as, amongst others, SEBI/Stock Exchanges and the relevant benches of Hon'ble National Company Law Tribunal.

The Company has received approvals from the MSEI, including SEBI comments on the Scheme, by way of Observation Letters dated August 04, 2025. Abridged Prospectus dated November 29, 2025 should be read together with the Scheme and the notice sent to the shareholders of Fortune.

#### RISK IN RELATION TO THE FIRST OFFER

Not Applicable as the Company is an unlisted Company and is not offering any securities/ equity shares through an Initial Public Offer (IPO) to the public, pursuant to the Scheme.

### PROCEDURE

The procedure with respect to public issue/offer would not be applicable as the Scheme does not involve issue of any equity shares of MIPL to public at large. Hence, the procedure with respect to General Information Document (GID) is not applicable and this Abridged Prospectus must be read accordingly.

### PRICE INFORMATION OF BOOK RUNNING LEAD MANAGERS (BRLM)

Not Applicable

Name of BRLM and contact details (telephone and email id) of each BRLM

Name of Syndicate Members

Name of Registrar to the Issue and contact details (telephone and email id)

Name of Credit Rating Agency and the rating or grading obtained if any

Name of Self-Certified Syndicate Banks

Name of Non Syndicate Registered Brokers

Not Applicable

### DETAILS OF STATUTORY AUDITORS

**Name:** Kamal & Co., Chartered Accountants

**Firm registration no.:** 001033N

**Registered office:** 1372, Kashmere Gate, Delhi, 110006

**Email:** [guptarashim@gmail.com](mailto:guptarashim@gmail.com)

### PROMOTER OF THE COMPANY

S.no.	Name of the Promoter	Individual/ Corporate	Details of Promoter
1	Mr. Sanjeev Agrawal	Individual	Mr. Sanjeev Agrawal aged about 62 years is the Promoter of the Company. He is Post Graduate in Management from Coca-Cola University, Atlanta, USA as well as Gold Medalist in Master of Commerce from Kanpur University, Kanpur. He has more than 35 years of experience of managing and handling various business of MMG Group, viz., Beverages, Offshore, QSR (Quick Service Restaurants), EPC, Hospitality, Real Estate, NBFC etc. He started the business in the year 1987.
2	Mrs. Deepti Agarwal	Individual	Mrs. Deepti Agarwal aged about 59 years a graduate in Humanities, is a passionate patron of art and culture. Alongside her accomplishments as an entrepreneur, she has actively pursued the performing arts since childhood, receiving wide appreciation for her talents in singing, dancing, drama, and creative writing. Her dedication to the arts continues to enrich and celebrate cultural expression.
3	Mrs. Prabha Agarwal	Individual	Mrs. Prabha Agarwal is aged about 86 years and she is the mother of Mr. Sanjeev Agarwal, promoter of the Company.
4	Mr. Anant Agarwal	Individual	Mr. Anant Agarwal aged about 33 years, is Post Graduate in Commerce by qualification. After completion of his education, he joined MMG Group and is presently spear heading the beverages, Offshore, EPC & QSR division and other related operations of the Group.

5	Mrs. Awantika Agarwal	Individual	Mrs. Awantika Agarwal aged about 36 years having vast experience with a decade of collective experience event set design, styling and visual merchandising.
6	SE Finvest Private Limited	Corporate	A company registered under the Companies Act, 1956 having its registered office at 1011, Vijaya Building, Barakhamba Road, New Delhi- 110001. The Company is involved in the business of Share & Stock Brokers or sub-broker, underwriters, sub-underwriters, agents, dealing in securities and shares of all kinds, to lend and finance any person, companies, corporation, firms, or institutions by way of lending and advancing money, upon such terms and conditions as the company may think fit. To carry on the business of hire purchase of all kinds of plant and machinery diesel generator sets, data processing equipment's, computers and motor cars and other vehicles etc.
7	Fortune Industrial Resources Limited	Corporate	A company registered under the Companies Act, 1956 having its registered office at 25, Bazar Lane, Bengali Market, New Delhi-110001. The Company is RBI registered Non-deposit taking NBFC. The Company is involved in the business of industrial finance by way of advance or lend money, on securities and properties to or with any company, body corporate, firm, person or association whether falling under the same management or otherwise.

#### BUSINESS OVERVIEW AND STRATEGY

Saptrishi Finance Pvt Ltd being a company incorporated under the provisions of the Companies Act, 1956, and having its registered office at 25, Bazar Lane, Bengali Market, New Delhi-110 001; e-mail: sfinance1985@gmail.com.

Saptrishi Finance Pvt Ltd [Corporate Identity No. (CIN): U65929DL1985PTC019972; Income Tax Permanent Account No. (PAN): AAHCS0266N] (hereinafter referred to as "the Transferor Company No. 3/the Company") was originally incorporated on 30th January, 1985, under the provisions of the Companies Act, 1956, as a public limited company with the name and style as 'Saptrishi Finance Ltd' vide Certificate of Incorporation issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi. The Company was converted into a private limited company and name of the Company was changed to 'Saptrishi Finance Pvt Ltd' vide Fresh Certificate of Incorporation dated 22nd March, 2022 issued by the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

The present Authorised Share Capital of the Transferor Company No. 3 is ₹4,25,00,000 divided into 42,50,000 Equity Shares of ₹10 each. The present Issued, Subscribed and Paid-up Share Capital of the Company is ₹4,24,50,000 divided into 42,45,000 Equity Shares of ₹10 each.

Main Objects: To Carry on the business of finance, trading, hire purchase, to assist in financing of all and every kind and description of hire purchase or deferred payment or similar transaction, to subsidise, finance or assist in subsidizing or financing the sales, purchase, import, export and maintenance of goods, articles or commodities of all and every kind and description upon any terms whatsoever and to purchase, import, export or otherwise deal in all forms of immovable or movable properties, articles and commodities including land and building, plant and machinery, equipment, ship, aircraft, automobiles, computers and all consumer, commercial and industrial items.

**Product/Service offering:** The Company is currently not engaged in any business operations.

**Revenue segmentation by product/service offering:** Not applicable

**Geographies served:** Not applicable

**Revenue segmentation by geographies:** Not applicable

Key performance indicators ("KPI"): A list of our KPIs for the Half year ended on September 30, 2025; Financial Years ended March 31, 2025, March 31, 2024, and March 31, 2023 are set out below:

*All figures in INR Lakhs except otherwise stated*

Key Performance Indicator	September 30, 2025	March 31, 2025	March 31, 2024	March 31, 2023
Revenue from Operations	7.44	14.96	-	2.00
Revenue from Operation Growth %	-50%	NA	-	100%
EBITDA	7.38	14.22	-0.55	1.41
EBITDA Margin	99.17%	95.05%	NA	70.25%
Profit After Tax	-0.55	4.09	0.28	2.12
PAT Margin	-7.37%	27.36%	NA	105.86%
Net Worth	492.80	493.35	489.26	488.88
Capital Employed	492.82	493.37	489.26	488.88
ROE%	-0.13%	0.96%	0.07%	0.50%
ROCE%	0.11%	0.99%	0.06%	0.45%

As certified by Kamal & Co., Chartered Accountants, vide their certificate dated November 27, 2025.

Notes:

- 1) Revenue from Operations means the Revenue from Operations as appearing in the Audited Financial Statements.
- 2) EBITDA is calculated as Profit before tax + Depreciation + Finance Cost
- 3) EBITDA Margin is calculated as EBITDA divided by Revenue from operations
- 4) PAT Margin is calculated as PAT for the period/year divided by revenue from operations.
- 5) Net worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account
- 6) Return on Equity is ratio of Profit after Tax and average Shareholder Equity
- 7) Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings (current & non-current).

Client profile or Industries served: NIL

Revenue segmentation in terms of top 5/10 clients or industries: Not applicable

Revenue segmentation is as follows:

*All figures in INR Lakhs except otherwise stated*

Particulars	For the Financial Year Ending					
	2025	% of total revenue	2024	% of total revenue	2023	% of total revenue
Revenue from Operations	14.96	96.51%	-	-	2.00	71.18%
Other income	0.54	3.49%	0.82	100%	0.81	28.82%
Total Revenue from Operations	15.50	100%	0.82	100%	2.81	100%

Intellectual property and Regulatory submission: NIL

Market share: Not Ascertainable

Manufacturing plant, if any: NIL

BOARD OF DIRECTORS OF THE COMPANY ("Board")*				
Sr. No.	Name	Designation (Independent/whole-time /Executive/Nominee)	Experience and Educational qualification	Other Directorships
1.	Mukesh Kumar Agarwal (DIN: 00810649 )	Executive Director	Mr. Mukesh Kumar Agarwal has more than 30 years of experience in operations and administration, real estate and other several sectors. He is associated with the company as director since 2011.	Details are enclosed as <b>Annexure 1</b>
2.	Vicky Kumari (DIN: 08248219)	Executive Director	Ms. Vicky Kumari is the Director of the Company since 2018 having an exposure of more than 5 years in business & administration.	Details are enclosed as <b>Annexure 2</b>

Annexure 1		
S.No.	Name of Companies in which Directorship is held	Designation
1.	Moon Beverages Limited	Whole-time director
2.	MMG Realtech Private Limited	Director
3.	Samiksha Solarworld Private Limited	Director
4.	Focus Infracon Private Limited	Director
5.	Prince It Solutions Private Limited	Director
6.	Superior Exim Private Limited	Director
7.	Saptrishi Finance Private Limited	Director
8.	Hindustan Aqua Private Limited	Director
9.	Empire Fincap Private Limited	Director
10.	Sunstar Infra Developers Private Limited	Independent Director
11.	Maksad Infracon Private Limited	Independent Director
12.	Versatile Datamatics Private Limited	Independent Director
13.	Versatile Polytech Private Limited	Director
14.	RPLCapital Finance Limited	Managing Director
15.	Metbrass Plassim India Private Limited	Director

Annexure 2		
S.No.	Name of Companies in which Directorship is held	Designation
1.	Saptrishi Finance Private Limited	Independent Director
2.	Fortune Industrial Resources Limited	Independent Director

*\*As on the date of this Abridged Prospectus*

## OBJECTS/RATIONALE OF THE SCHEME

The circumstances which justify and/or necessitate the proposed Scheme of Amalgamation of **Mouldcraft (India) Pvt Ltd, Maksad Infracon Pvt Ltd, Saptrishi Finance Pvt Ltd and Trimurti Petrochemicals and Allied Services Pvt Ltd** ("Transferor Companies") with **Fortune Industrial Resources Limited** ("Transferee Company") and benefits of the proposed amalgamation as perceived by the Board of Directors of these Companies, to the Shareholders and other stakeholders are, inter alia, as follows:

1. The proposed amalgamation of the Transferor Companies with the Transferee Company would result in consolidation and pooling of their resources into a single entity.
2. The Transferor Company No. 1 was incorporated to carry on business relating to plastics, rubber and resins, etc. and has deployed its funds in Bank Fixed Deposits and providing advances, etc.
3. The Transferor Company No. 2 was incorporated to carry on real estate business and has deployed its funds in Bank Fixed Deposits, securities investments and providing advances, etc.
4. The Transferor Company No. 3 was incorporated to carry on securities investment and lending business and has made investments in various Group Companies' shares. It is a Core Investment Company (CIC) in terms of the RBI Regulations.
5. The Transferor Company No. 4 was incorporated to carry on business relating to petroleum and chemicals and has deployed its funds in Bank Fixed Deposits, securities investments, and providing advances.
6. The Transferee Company, on the other hand, is engaged in securities investments and lending business. The Transferee Company is registered with the Reserve Bank of India as a non-deposit taking Non-Banking Financial Company (NBFC). It is decided that after the sanction of the Scheme of Amalgamation, various activities being carried on in the Transferor Companies will be stopped. Combined funds of all the Transferor Companies will be utilised by the Transferee Company in the NBFC Business only. The Transferee Company will continue to focus on its NBFC Business.
7. The proposed amalgamation will substantially enhance the capital and net worth base of the Transferee Company which will enable the Transferee Company to further expand its NBFC Business.
8. The proposed amalgamation will enable the Shareholders of the un-listed Transferor Companies to hold shares in the listed Transferee Company and enjoy the resultant benefits.
9. A larger capital base of the Listed Transferee Company will result in better liquidity and will benefit its Public Shareholders.
10. The proposed Scheme of Amalgamation would result in pooling of physical, financial and human resource of these Companies for the most beneficial utilization of these factors in the combined entity. Post Scheme, the Transferee Company will enjoy large net worth and financial resources which are critical for any NBFC.
11. The proposed Scheme of Amalgamation will result in usual economies of a centralized and a large company including elimination of duplicate work, reduction in overheads, better and more productive utilization of financial, human and other resource and enhancement of overall business efficiency. The proposed Scheme will enable these Companies to combine their managerial and operating strength, to build a wider capital and financial base and to promote and secure overall growth.

12. The amalgamation will result in significant reduction in multiplicity of legal and regulatory compliances which at present is required to be made separately by the Transferor Companies and the Transferee Company.	
13. The proposed amalgamation would enhance the shareholders' value of the Transferor and the Transferee Companies.	
14. The proposed Scheme of Amalgamation will have beneficial impact on the Transferor and the Transferee Companies, their shareholders, employees and other stakeholders and all concerned.	
Details of means of finance	Not Applicable
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	Not Applicable
Terms of Issuance of Convertible Security	Not Applicable

PRE-SCHEME SHAREHOLDING PATTERN OF THE COMPANY			
S. No.	Particulars	Pre Issue number of shares	% Holding of Pre issue
1.	Promoter & Promoter Group	38,77,700	91.34
2.	Public	3,67,300	8.65
	<b>Total</b>	<b>42,45,000</b>	<b>100</b>
Number/amount of equity shares proposed to be sold by selling shareholders: Not Applicable			

*All figures in INR Lakhs except otherwise stated*

AUDITED FINANCIALS				
Particulars	For the Half-ended September 30, 2025	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Total income from operations (net)	7.44	14.96	0	2.00
Net Profit / (Loss) before tax and extraordinary items	-0.55	4.89	0.28	2.22
Net Profit / (Loss) after tax and extraordinary items	-0.55	4.09	0.28	2.12
Equity Share Capital	424.50	424.50	424.50	424.50
Reserve & Surplus	68.30	68.85	64.76	64.38
Net Worth	492.80	493.35	489.26	488.88
Basic Earnings Per Shares (Rs.)	-0.01	0.10	0.01	0.05
Diluted Earnings Per Shares (Rs.)	-0.01	0.10	0.01	0.05
Return on net Worth (%)	-0.11%	0.83%	0.06%	0.43%
Net Assets Value per share (Rs.)	11.61	11.62	11.53	11.52

*As certified by Kamal & Co., Chartered Accountants, vide their certificate dated November 27, 2025.*

**Notes:**

1. Net worth is calculated as a sum of Equity Share Capital and Other equity
2. Basic & Diluted earnings per share is computed by dividing the profit for the year after tax by total ordinary number of equity shares.
3. Return on net worth (%) is computed by dividing the net profit/ (loss) after tax by the Net worth.
4. Net asset value per share is computed by dividing the Net worth by the outstanding number of equity shares.



### INTERNAL RISK FACTORS

1. We operate in a regulated industry, and our actual or alleged failure to comply with applicable safety, health, environmental, labor and other regulations, or to obtain or renew approvals, may adversely affect our business, reputation, financial condition, results of operations and cash flows.
2. Our inability to obtain, renew or maintain the statutory and regulatory permits and approvals required to operate our businesses may have an adverse effect on our business, results of operations, cash flows and financial condition.
3. Our inability to fully and timely integrate the operations of, or leverage potential operating and cost efficiencies from, proposed restructuring undertaken by us may not yield the resultant benefits. There is no assurance that we will be successful in our operations or profitable in the future.

### SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTIONS

#### 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	Aggregate amount involved (Rs in Hundreds)
<b>Company</b>						
By the Company	-	-	-	-	-	-
Against the Company	-	-	-	-	-	-
<b>Directors</b>						
By our Directors	-	-	-	-	-	-
Against the Directors	-	-	-	-	-	-
<b>Promoters</b>						
By Promoters	-	-	-	-	-	-
Against Promoters	-	-	-	-	-	-
<b>Subsidiaries</b>						
By Subsidiaries	NA	NA	NA	NA	NA	NA
Against Subsidiaries	NA	NA	NA	NA	NA	NA

B. Brief details of top 5 material outstanding litigations against the company and amount involved - Not Applicable

C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any - Not Applicable

D. Brief details of outstanding criminal proceedings against Promoters - Not Applicable

### ANY OTHER IMPORTANT INFORMATION AS PER COMPANY

NA

#### DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 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 Abridged Prospectus is contrary to the provisions of the Companies Act, 1956, the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulation issued there under, as the case may be. We further certify that all statements in the Abridged Prospectus are true and correct.

For **SAPTRISHI FINANCE PRIVATE LIMITED**

SD/-  
(VICKKY KUMARI)  
Director  
DIN: 08248219

**Date:** November 29, 2025

**Place:** New Delhi