

NITYAS GEMS AND JEWELLERY LIMITED
(FORMERLY KNOWN AS NITYAS GEMS AND JEWELLERY PRIVATE LIMITED)
CIN: U36996GJ2022PLC131404

Regd. Office: Sector-1, 6th & 7th Floor, Ratih House, SY-376, TPS-4, PI-7, Paiki Part-B, Parshottam Farm Compound, Opp. Podar Arcade, Varachha Road, A. K. Road, Surat, Surat City, Gujarat -395008

E-mail: nityasjewels@gmail.com , **Ph:** 9727176754 **Website:** www.nityas.in

CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE BOARD OF DIRECTORS OF NITYAS GEMS AND JEWELLERY LIMITED HELD ON THURSDAY, 24TH SEPTEMBER, 2026 AT 10:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SECTOR-1, 6TH & 7TH FLOOR, RATIH HOUSE, SY-376, TPS-4, PI-7, PAIKI PART-B, PARSHOTTAM FARM COMPOUND, OPP. PODAR ARCADE, VARACHHA ROAD, A. K. ROAD, SURAT, SURAT CITY, GUJARAT -395008.

TO CONSIDER AND APPROVE WORKING CAPITAL REQUIREMENTS OF THE COMPANY:

The Chairman Informed The Board that the Company proposes to undertake an Initial Public Offering equity shares up to 1,44,56,000 Equity shares of face value of ₹ 5/- each of the Company (the "**Equity Shares**") each by way of a fresh issuance pursuant to a fresh issues (the "**Fresh Issue**" or the **IPO**) Under The Provisions Of Securities And Exchange Board Of India (Issue Of Capital And Disclosure Requirements) Regulations, 2018 ('Sebi ICDR Regulations')

The Board was informed that the Company intends to utilize a portion of the proceeds from the Fresh Issue for its working capital requirements.

Accordingly, the working capital estimates of the Company for financial years ended March 31, 2027 have to be included in the '*Objects of the Issue*' section of the red herring prospectus, the prospectus and other Issue related documents (collectively, the "**Issue Documents**") proposed to be issued in connection with the Issue.

The Board was presented with the detailed working of the working capital requirement for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024 along with working capital estimates for financial year ended March 31, 2027.

The Board, after due deliberations and explanations, on the basis of the Company's existing working capital requirements, approved the working capital requirements on a standalone basis for financial year ended March 31, 2027 and by passing the following resolution:

"RESOLVED FURTHER THAT, the approval of the Board is hereby accorded to disclose the working capital requirement as set out in **Annexure A**, in the red herring prospectus, the prospectus and other documents or material issued in relation to the Issue, including any amendments, addenda or corrigenda issued thereto (collectively, the "**Issue Documents**")."

"RESOLVED THAT the estimates towards requirements of working capital on a standalone basis for Fiscal 2027 to an extent of up to ₹ 1103.08 million, as placed before the Board and utilization of ₹ 700 million from the net proceeds of the initial public offering of the Company in the Financial Year 2027 to meet the estimated working capital requirements be and is hereby approved."

"RESOLVED FURTHER THAT Mr. Rajnikant Lallubhai Chanchad, Chairman and Managing Director of the Company be and are hereby authorised, severally, to do all such necessary acts, deeds and things to give effect to the above resolution, including making the necessary applications, filing forms with the relevant authorities and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolutions."

"RESOLVED FURTHER THAT duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time."

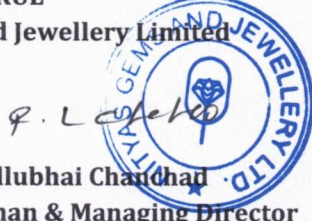


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CERTIFIED TO BE TRUE

For Nityas Gems and Jewellery Limited



Name: Rajnikant Lallubhai Chaudhary
Designation: Chairman & Managing Director
DIN: 08715741

Date: 24/09/2026
Place: Surat, Gujarat

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ANNEXURE A

Basis of estimation of working capital requirement

The details of the Company's working capital requirements as at March 31, 2026, March 31, 2025 and March 31, 2024 based on audited financial statements of the Company and funding of the same are as set out in the table below:

(₹ in millions)

Particulars	Fiscal 2026 (Actual)	Fiscal 2025 (Actual)	Fiscal 2024 (Actual)
Current Assets			
Inventories	410.54	254.62	51.35
Trade Receivables	160.64	87.52	40.64
Other Current Assets	9.98	5.37	1.92
Total Current Assets (A)	581.16	347.51	93.91
Current Liabilities			
Trade Payables	81.65	27.62	16.71
Lease Liabilities	2.40	0.89	0.81
Other Current Liabilities & Provisions*	47.64	67.88	8.74
Total Current Liabilities (B)	131.70	96.39	26.26
Total Working Capital Requirement (A-B)	449.46	251.12	67.65
Funding Pattern			
Short-term Borrowings from Banks and Others	89.87	63.39	19.49
Internal Accruals and Equity	359.59	187.73	48.16

*Includes Other Current Liabilities, Other Financial Liabilities, short-Term Provisions and Current Tax Liabilities.
As certified by Statutory Auditor vide their certificate dated September 23, 2026.

On the basis of our existing working capital requirements and the incremental working capital requirements, the details of the Company's expected working capital requirements as at March 31, 2027 and funding of the same are as set out in the table below:

(₹ in millions)

Particulars	Fiscal 2027 (Estimated)
Current Assets	
Inventories	728.69
Trade Receivables	446.77
Other Current Assets	9.16
Total Current Assets (A)	1,184.63
Current Liabilities	
Trade Payables	49.64
Lease Liabilities	4.12
Other Current Liabilities & Provisions*	27.79
Total Current Liabilities (B)	81.55



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Total Working Capital Requirement (A-B)	1,103.08
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Funding Pattern

Short-term Borrowings from Banks and Others**	-
Internal Accruals and Equity	403.08
Net Proceeds from Fresh Issue	700.00

**Includes Other Current Liabilities, Other Financial Liabilities, short-Term Provisions and Current Tax Liabilities.*

***Net proceeds from the IPO are not intended to be used for repaying the short term borrowings.*

Assumptions for Holding Levels

Particulars	Holding Level for Fiscal 2024 (Actual)	Holding Level for Fiscal 2025 (Actual)	Holding Level for Fiscal 2026 (Actual)	Holding Level for Fiscal 2027 (Estimated)
Current Assets				
Inventories	30	57	59	57
Trade Receivables	16	24	22	31
Other Current Assets	2	1	1	1
Current Liabilities				
Trade Payables	14	8	10	7
Lease Liabilities	Negligible	Negligible	Negligible	Negligible
Other Current Liabilities and Provisions*	7	14	10	4

**Includes Other Current Liabilities, Other Financial Liabilities, short-Term Provisions and Current Tax Liabilities.*

As certified by Statutory Auditor vide their certificate dated September 23, 2026.

Justification for "Holding Period" levels

The justifications for the holding levels mentioned in the table above are provided below:

Inventories

The Company's inventory comprises raw materials, including fine gold, alloys and lab-grown diamonds, as well as finished goods. In Fiscal 2024, inventory days were 30 days, which subsequently increased to 57 days in Fiscal 2025 and further slightly increased to 59 days in Fiscal 2026. During this period, revenue from operations increased significantly from ₹536.54 million to ₹2,070.50 million, representing a growth of 285.90%.

The increase in inventory days in recent periods is primarily attributable to (i) scale-up of operations, (ii) expansion of product portfolio and design offerings, and (iii) the inherent requirement to maintain adequate levels of finished goods inventory to support business development initiatives.

Going forward, inventory holding levels are expected to be approximately 57 days in Fiscal 2027. The projected days is aligned with the Company's strategy to cater to large, volume-driven customers and expand its geographic reach. The Company intends to undertake targeted customer engagement initiatives, including personalized visits



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	across multiple cities, which necessitate carrying a wider range and higher quantum of finished goods inventory for display and faster order execution. The Company operates in a design-led jewellery segment, where maintaining a ready portfolio of designs and finished products is critical for customer acquisition, order conversion and reduced lead times. Accordingly, such inventory levels are commensurate with its growth strategy, business model and industry practices and are necessary to sustain revenue growth and enhance customer servicing capabilities.
Trade receivables	Trade receivable days stood at 16 days in Fiscal 2024, subsequently increased to 24 days in Fiscal 2025 and then further slightly reduced to 22 days in Fiscal 2026. The subsequent increase in receivable days in Fiscal 2025 is attributable to expansion of the Company's customer base, including onboarding of customers with relatively higher negotiated credit terms, in line with industry practices and competitive dynamics. Trade receivable days are further expected to increase to approximately 31 days in Fiscal 2027. The anticipated increase is aligned with the Company's strategy to scale operations and strengthen its presence across larger and volume-driven customers, where relatively longer credit periods are customary. Extending competitive credit terms is expected to support customer acquisition, enhance order volumes and improve customer retention.
Other Current Assets	Other current assets days stood at 2 days in Fiscal 2024, 1 day in Fiscal 2025, and 1 day in Fiscal 2026. The other current assets days have remained largely stable over the above periods. It primarily comprise advances to suppliers, prepaid expenses and balances with government authorities. For Fiscal 2027, other current assets days are expected to remain largely stable at 1 day.
Trade Payables	Trade payable days stood at 14 days in Fiscal 2024, 8 days in Fiscal 2025 and 10 days in Fiscal 2026. The decline in payable days is primarily attributable to the nature of the Company's procurement, particularly with respect to fine gold, which generally requires upfront or advance payments, thereby limiting the availability of supplier credit. Going forward, trade payable days are expected to be approximately 7 days in Fiscal 2027. The reduction is primarily on account of company's strategy of settling supplier dues in shorter period in order to avail of cash discounts on its raw material procurement
Other Current Liabilities and Provisions	Other current liabilities primarily comprise expenses payable, provisions, statutory dues payable and advances from customers. Other current liabilities days stood at 7 days in Fiscal 2024, 14 days in Fiscal 2025 and 10 days in Fiscal 2026. The increase in Fiscal 2025 was primarily attributable to call-in-advance amounting to ₹62.45 million in connection with the issue of equity share capital, which resulted in an increase in other current liabilities. Subsequently, other current liabilities days decreased to 10 days in Fiscal 2026, primarily due to the adjustment of the aforesaid call-in-advance. For Fiscal 2027, other current liabilities days are expected to be



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approximately 4 days, which is broadly aligned with the Company's business requirements and operating profile.

Note:

1. Holding period level (in days) of Inventories is calculated by dividing average inventories by revenue from operations multiplied by number of days in the year/period (365). Average inventory is calculated as the average of Inventory at the beginning of the year and end of the year.
2. Holding period level (in days) of Trade Receivables is calculated by dividing average trade receivables by revenue from operations multiplied by number of days in the year/period (365). Average trade receivables is calculated as the average of trade receivables at the beginning of the year and end of the year.
3. Holding period level (in days) of Other Current Assets (Total current asset less trade receivables, inventories and cash & bank balances) and is calculated by dividing average other current assets by revenue from operations multiplied by number of days in the year/period (365).
4. Holding period level (in days) of Trade Payables is calculated by dividing average trade payables by revenue from operations multiplied by number of days in the year/period (365). Average trade payables is calculated as the average of trade payables at the beginning of the year and end of the year.
5. Holding period level (in days) of Current Lease Liabilities is calculated by dividing average Current Lease Liabilities by revenue from operations multiplied by number of days in the year/period (365). Average Current Lease Liabilities is calculated as the average of Current Lease Liabilities at the beginning of the year and end of the year.
6. Holding period level (in days) of Other Current Liabilities (Total current liabilities less trade payables, current lease liabilities and short-term borrowings) is calculated by dividing average other current liabilities by revenue from operations multiplied by number of days in the year/period (365).

