

Monitoring Agency Report



No. CARE/HO/RL/2023-24/2111

Mr. Vinay Joshi
Chief Financial Officer
Dharmaj Crop Guard Limited
Office No. 901 to 903 & 911, B-square 2,
Iscon Ambli Road,
Ahmedabad -380058'
Gujarat (India)

Aug 01, 2023

Dear Sir,

Monitoring Agency Report for the quarter ended June 30, 2023- in relation to the Initial Public Offering of Equity Shares of Dharmaj Crop Guard Limited ("the Company")

We write in our capacity of Monitoring Agency for the Fresh Issue of 91,13,924 equity shares aggregating to Rs. 2159.45 million of the Company and refer to our duties cast under 82 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 June 30, 2023 as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated April 19, 2022.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,

Arunava Paul

Arunava Paul

Associate Director
arunava.paul@careedge.in

Report of the Monitoring Agency (MA)

Name of the issuer: Dharmaj Crop Guard Limited

For quarter ended: June 30, 2023

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.

A handwritten signature in black ink that reads "Arunava Paul".

Signature:

Name of the Authorized Signatory: Arunava Paul

Designation of Authorized person/Signing Authority: Associate Director

1) Issuer Details:

Name of the issuer : Dharmaj Crop Guard Limited
 Name of the promoter : Rameshbhai Ravajibhai Talavia, Jamankumar Hansarajbhai Talavia, Jagdishbhai Ravjibhai Savaliya, Vishal Domadia.
 Industry/sector to which it belongs : Fertilizers & Agrochemicals industry.

2) Issue Details

Issue Period : November 28, 2022, to November 30, 2022
 Type of issue (public/rights) : Public-Fresh issue
 Type of specified securities : Equity shares
 IPO Grading, if any : Not applicable
 Issue size (in ` crore) : Rs. 251.092 crore
 Offer For Sale : Rs. 35.147 crore
 Net Proceeds : Rs. 201.439 crore

Note 1:

Particulars	Remarks
Total shares issued and subscribed as part of rights issue	0.00
Total proceeds received from public issue (in Rs. Crore)	215.945
Details of expenses incurred related to public issue (in Rs. Crore)	14.506*
Net proceeds available for utilization (in Rs. Crore)	201.439#

*As per the letter of offer, the estimated issue related expenses were Rs. 14.5064 crores. However, the issue expenses incurred till June 31, 2023 is Rs. 14.879 crores. The company provided a Management Representation Letter stating that increase in issue expenses were due to oversubscription of IPO as most of the expenses are calculated on the basis of number of applications received. The deviation is not material as it is less than 10%.

Sourced from Page No. 97 and 98 of Prospectus. The above details are verified by M/s Karma & Co. LLP Chartered Accountants vide its CA certificate dated July 13, 2023.

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

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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	Chartered Accountant certificate*, Bank statements	Yes	Yes
Whether shareholder approval has been obtained in case of material deviations from expenditures disclosed in the Offer Document?	No	Not applicable	Not applicable	Not applicable
Whether the means of finance for the disclosed objects of the issue have changed?	No	Not applicable	Not applicable	Not applicable
Is there any major deviation observed over the earlier monitoring agency reports?	No	Not applicable	Not applicable	Not applicable
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes	Letter from Government of India; Ministry of Environment, Forest and Climate Change (Impact assessment Division)- EC Clearance Certificate **, Letter from Gujarat Pollution Control Board- Application for CTE after EC***, Letter from Ministry of Commerce & Industry; Petroleum and Explosives Safety Organisation****	The mentioned approvals are required till date as per the company and a declaration for the same is received from them.	Documents of approvals received from Government departments/authorities are provided and declaration given for the same

Whether all arrangements pertaining to technical assistance/collaboration are in operation?	No	Not applicable	Not applicable	No
Are there any favourable/unfavourable events affecting the viability of these object(s)?	No	Not Applicable	Not applicable	No
Is there any other relevant information that may materially affect the decision making of the investors?	No	Not applicable	Not applicable	No

Material Deviation would mean

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

b) deviation in the amount of funds actually utilised by more than 10% of the amount projected in the offer documents

**The above details are verified by M/s Karma & Co. LLP Chartered Accountants vide its CA certificate dated July 13, 2023.*

*** Letter from Government of India; Ministry of Environment, Forest and Climate Change (Impact assessment Division) vide their letter no. IA-J-11011/419/2019-IA-II(I) Dated January 25, 2021*

**** Letter from Gujarat Pollution Control Board-Application for CTE after EC vide their letter with File no. GPCB/(PCB ID-81127) dated March 03, 2021*

***** Letter from Ministry of Commerce & Industry; Petroleum and Explosives Safety Organisation vide their letter no. A/P/WB/GJ/15/4304 (P547395) dt November 14, 2022*

4) Details of objects to be monitored:

(i) Cost of objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of firm arrangements made
1	Funding capital expenditure towards setting up of a manufacturing facility at Saykha Bharuch, Gujarat.	Prospectus and CA Certificate*	104.969	NA	Nil	NA	NA	NA
2	Funding incremental working capital requirements of our Company	Prospectus and CA Certificate*	45.00	NA	Nil	NA	NA	NA
3	General corporate purposes (GCP)	Prospectus and CA Certificate*	41.470	NA	Nil	NA	NA	NA
4	Repayment and/or pre-payment, in full and/or part, of certain borrowings of our Company	Prospectus and CA Certificate*	10.00	NA	Nil	NA	NA	NA
TOTAL			201.439					

** Sourced from Page No. 97 and 98 of Prospectus. The above details are verified by M/s Karma & Co. LLP Chartered Accountants vide its CA certificate dated July 13, 2023.*

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(ii) Progress in the objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore (A)	Amount utilised in Rs. Crore			Total Unutilised amount in Rs. Crore as on (C=A-B)	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore (B)	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
1	Capital expenditure	CA Certificate	104.969	12.017	42.952	54.969	50.00	Payments for Rs. 25.08 cr. for this quarter has been made through Cash Credit Account*	Payments for capex are not yet due, hence kept in form of FDs	Idle funds in the form of FDs will be utilised in Q2 as per agreed payment terms
2	Working Capital	CA Certificate	45.00	19.45	25.55	45.00	-	Nil	Nil	Nil
3	General Corporate Purpose	CA Certificate	41.47	38.42	3.05	41.47	-	Nil	Nil	Nil
4	Repayment of borrowing	CA Certificate	10.00	10.00	-	10.00	-	Nil	Nil	Nil
TOTAL			201.439	79.887	71.55	151.44	50.00			

The above details are verified by M/s Karma & Co. LLP Chartered Accountants vide its CA certificate dated July 13, 2023

*Such expenditure has been made from Cash Credit Account which is a deviation of the objects of the offer.

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(iii) Deployment of unutilised IPO 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.	Deposit with Bank	50.00	16-12-2023	Quarterly	7.80	50.00

*Where market value is not feasible, provide NAV/NRV/Book Value of the same.

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

Objects	Completion Date		Delay (no. of days/ months)	Comments of the Board of Directors	
	As per the offer document	Actual*		Reason of delay	Proposed course of action
-	-	-	-	-	-

The above details are verified by M/s Karma & Co. LLP Chartered Accountants vide its CA certificate dated July 13, 2023.

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

Sr. No	Item Head [^]	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
1	General Corporate Purpose	-	Chartered Accountant certificate*	Nil	Nil

The above details are verified by M/s Karma & Co. LLP Chartered Accountants vide its CA certificate dated July 13, 2023.

[^]**The extract of General Corporate Purpose mentioned in prospectus:** General Corporate Purposes

The Net Proceeds will first be utilised for the objects as set out above. Subject to this, our Company intends to deploy any balance left out of the Net Proceeds towards our general corporate purposes, as approved by our management, from time to time, subject to such utilisation for general corporate purposes not exceeding 25% of the Fresh Issue, in compliance with the SEBI ICDR Regulations. Such general corporate purposes may include, but are not restricted to, the following:

- funding growth opportunities;
- servicing our repayment obligations (principal and interest) under our existing & future financing arrangements;
- capital expenditure, including towards expansion/development/refurbishment/renovation of our assets;
- working capital;
- meeting expenses incurred by our Company in the ordinary course of business or other uses or contingencies; and/or
- strategic initiatives.

The allocation or quantum of utilisation of funds towards the specific purposes described above will be determined by our Board, based on our business requirements and other relevant considerations, from time to time. Our management, in accordance with the policies of the Board, shall have the flexibility in utilising surplus amounts, if any.

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