

Date: October 03, 2024

Ref: RKN/RIL/Valuation-Equity Shares/24-25

Refex Industries Limited

2nd Floor, No.313, Refex Towers, Sterling Road,
Valluvar Kottam High Road, Nungambakkam,
Chennai-600034, Tamil Nadu, India

Subject: Report on fair value of Equity Shares of Refex Industries Limited.

I. Scope and Purpose of the Report:

I, Rajeev Kumar Nayak, Registered Valuer (in the category of Securities or Financial Assets) under the Companies Act, 2013 and having registration no. IBBI/RV/02/2022/14553 (hereinafter referred to as “**Valuer**” or “**we**” or “**I**” or “**us**”) have been engaged via resolution passed on October 01, 2024 by the Audit Committee (through circulation) of Board of Directors of M/s Refex Industries Limited (CIN: L45200TN2002PLCo49601), a company incorporated under the provisions of the Companies Act, 1956 and existing under the Companies Act, 2013 and having its registered office at 2nd Floor, No.313, Refex Towers, Sterling Road, Valluvar Kottam High Road, Nungambakkam, Chennai-600034, Tamil Nadu (hereinafter referred to as “**RIL**” or “**the Company**” or “**Client**”) for fair valuation of its Equity Shares for the purpose detailed in the below paragraph.

Background:

We have been informed by the management that RIL is proposing to issue Equity Shares/ Convertible Warrants on preferential basis in terms of Chapter-V (Preferential Issue) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“**ICDR Regulations**”), the Companies Act, 2013 (“**Companies Act**”) and other

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applicable rules and regulations [“**Proposed Preferential Issue**”] to Promoter & Promoter group as well as Non -Promoter group. We have been further informed by the management that the Proposed Preferential Issue will result in allotment of more than 5% of post issue fully diluted share capital of RIL.

In the context of the above, RIL has approached us for the purpose of determining the fair value of Equity Shares of RIL in terms of Regulation 166A of the ICDR Regulations for the purpose of the Proposed Preferential Issue.

The scope of our services is to conduct the valuation of Equity Shares and determine the fair value of Equity Shares for the limited purpose as mentioned above and may not be used for any other purpose.

We have been informed by the management that, the Company is proposing to hold extra-ordinary general meeting (“EGM”) for consideration and approval of Proposed Preferential Issue on October 26, 2024 and hence in terms of ICDR Regulations, Relevant Date for the purpose of Proposed Preferential Issue is **September 26, 2024** (“**Relevant Date**”). Accordingly, we have considered the valuation cut- off date as closure of business hours of **September 26, 2024**. (“**Valuation Date**” or “**Valuation cut-off date**”)

II. Disclosure regarding identity of the Valuer and Conflict of Interest:

I, Rajeev Kumar Nayak, having offices at ‘E-5, LGF, Greater Kailash Enclave-1, New Delhi- 110048’ and ‘202, First Floor, Plot No. 445, Sector- 4, Vaishali- 201010, Ghaziabad’, am a Registered Valuer in respect of Securities or Financial Assets, duly registered with the Insolvency and Bankruptcy Board of India (IBBI) vide Registration No. **IBBI/RV/02/2022/14553**. The PAN of Valuer is **ALEPN1361J**.

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I do not have any conflict of interest in the present valuation exercise as I do not hold any share or other pecuniary interest in the Company under the valuation except fee or any other payment received/to be received for carrying out any professional services, if any. I am not associated with the management of the Company, their promoters or any other group company in any way other than in professional capacity, if any. Accordingly, there is no conflict of interest among the Valuer and the Company under the valuation exercise. Prior to accepting this engagement, I have considered my independence.

I will receive a fee for our services in connection with the delivery of this Valuation Report and our fee is not contingent upon the result of proposed transaction.

III. Background information about Refex Industries Limited

Refex Industries Limited (CIN: L45200TN2002PLC049601) is a public limited company incorporated on September 13, 2002 under the provisions of the Companies Act, 1956.

Based on its Annual Report and discussion with the management, RIL is primarily engaged in the following business segments:

- ✚ **Refrigerant Gases:** Under this segment, RIL is primarily involved in the filling of HFCs under the brand name “Refex” which are substitutes for ozone-depleting CFCs and HCFCs. Thiruporur, 40 kilometres from Chennai, is home to the company's re-filling facility, and it has distribution centers all over India.
- ✚ **Ash & Coal Handling Business:** Under this segment, RIL sources quality coal from domestic and international players and offers it at competent prices to thermal power plants. The Company's two interrelated business operations, coal handling and trading, are essential to the coal supply chain from coal

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extraction to coal consumption. The Company has been offering services for the processing and disposal of ash in addition to coal handling. Ash, which is produced when coal is burned, is used to create steam, which powers the turbine.

✚ **Power Trading:** RIL offers a wide range of power trading solutions, encompassing power exchange, bilateral agreements, power banking & swapping, and group captive models. The Company's expertise extends to both conventional and non-conventional sources of power, catering to diverse entities across India. RIL holds a CERC-approved Category-I licence for inter-state power trading, which allows it to conduct power trading activities with no upper limit on the volume of electricity it is permitted to trade.

✚ **Green Mobility:** RIL has recently started Electric Vehicle operations [through its wholly owned subsidiary, Reflex Green Mobility Limited ("RGML")]. RGML had begun its operations in Bengaluru on March 31, 2023. RGML operates its 100% electric 4-wheeled vehicles. RGML offers a comprehensive package that includes 100% electric vehicles, drivers with training and verified backgrounds, a cutting-edge technology platform, and dedicated support teams. RGML expanded its operations in Chennai during the fiscal. Overall, in FY 2023-24, the total deployed vehicle counts, for this business vertical increased from 24 to 475+ cars.

Shareholding Pattern:

As per the latest available shareholding pattern of RIL as on July 22, 2024 (as available at website of BSE and NSE), equity shareholding pattern of RIL are as follows:

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Category of Shareholders	Number of Equity Shares held (Face value of INR 02 each)	%shareholdings
Promoter & Promoter Group	68,948,085	57.13%
Public	51,733,305	42.87%
TOTAL	120,681,390	100.00%

The Equity Shares of RIL are listed at BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”)

IV. Sources of Information:

For the purpose of valuation exercise, we have relied on the information provided to us by the management of RIL which we believe to be reliable and our conclusions are dependent on such information being complete and accurate in all material respect. In particular, we were provided with the following information by the management of RIL for the purpose of our value analysis:

- ✚ Brief background about Proposed Preferential Issue.
- ✚ MOA, AOA and Certificate of Incorporation of RIL.

For the purpose of our value analysis, we have used the following information that is available in public domain:

- ✚ Annual Report and quarterly results of RIL for the relevant period. **(Source: RIL website)**

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- ✚ Brief write up about RIL and its business. **(Source: RIL website and Annual Report)**
- ✚ Market Price of Equity Shares of RIL for the relevant period. **(Source: BSE and NSE Website)**
- ✚ Proprietary Database subscribed by the Valuer.

In addition to the above, we have considered such other information/data available in public domain and considered relevant for the purpose of our valuation exercise.

We have also obtained explanations, information and representations, which we believed were reasonably necessary and relevant for our exercise from the management of RIL. The Client has been provided with the opportunity to review the draft report for this engagement to make sure that factual inaccuracies are avoided in our final report.

The management has represented that no material adverse change has occurred in the business operations and financial position of the Company between Valuation Date and Report Date.

V. Procedure adopted and valuation method(s) followed for the assignment:

In connection with this exercise, we have adopted following approaches to carry out the valuation:

- Requested and received relevant data and information from the management of the Company.
- Considered relevant data (including financial data) available in public domain.
- Selection of valuation methodologies as considered appropriate by us for the present exercise.

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- Arriving at fair value of shares of the Company.

VI. Approach and Methodology considered in our Value Analysis:

General Principle for Valuation

There is no single definition of the term 'Value' that is suitable for all purposes or at all times. The value of a particular asset may vary according to different valuation methodologies that are adopted to ascertain the value for a specific purpose. Valuation of securities is an inexact science. It may sometimes involve a set of judgments and assumptions that may be subject to certain uncertainties.

Bases of Value

The Report has been prepared on the basis of "Fair Value" as on Valuation Date. IFRS 13/ IND AS 113 defines the Fair Value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Premise of Value

Our Report has adopted "Going Concern Value" as premise of value in the current valuation exercise. The generally accepted definition of Going Concern value is the value of the business/company that is expected to continue to operate in the future.

We have carried out the valuation exercise in accordance with the principles laid down in the International Valuation Standards (IVS) issued by the International Valuation Standards Council (IVSC), as applicable to the purpose and terms of the engagement.

Regulatory requirement w.r.t valuation exercise:

Regulation 166A of the ICDR Regulations provides for other conditions for pricing relating to preferential issue by listed entity in certain cases. As per Regulation 166A,

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any preferential issue, which may result in a change in control or allotment of more than 5% 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. Further, the floor price in these cases shall be higher of the floor price determined under Regulation 164(1), 164(2) or 164(4) of ICDR Regulations 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.

We understand that Proposed Preferential Issue will result in allotment of more than 5% of post issue fully diluted share capital of RIL. Further, we have informed by the management that, Proposed Preferential Issue will not result in change in control of the Company.

Accordingly, we are carrying out the valuation exercise to determine the fair value of Equity Shares of RIL in terms of Regulation 166A of the ICDR Regulations. However, we have not determined/calculated control premium since the Proposed Preferential Issue will not result in change in control of the Company.

Based on the review of Articles of Association (AOA) of RIL, we understand that, no methods have been prescribed in the AOA for determining the price of shares of RIL for the purpose of issuance of shares under preferential allotment. Accordingly, requirement for determining the price of shares in accordance with the provisions of AOA is not applicable in the present case.

Selection of Valuation Methodology

There are following three main valuation approaches –

- ✓ Market Approach,
- ✓ Income Approach, and
- ✓ Asset Approach

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There are severally commonly used and generally accepted methods within the above-mentioned approaches for determining the fair value of Shares of a Company which can be considered in the present valuation exercise, to the extent relevant and applicable, such as:

- **Asset Approach:** Net Asset Value (NAV) Method
- **Income Approach:** Capitalization of Earnings Method, Discounted Cash Flow (DCF) Method
- **Market Approach:** Market Price Method, Comparable Company Multiples (CCM) Method

It should be noted that the valuation of any company or its assets is inherently subjective and is subject to uncertainties and contingencies, all of which are difficult to predict and are beyond our control. In performing our analysis, we made assumptions with respect to general business and economic conditions, many of which are beyond the control of the Company. In addition, this valuation will fluctuate with changes in prevailing market conditions, the conditions and prospects, financials and otherwise, of the company/business, and other factors which generally influence the valuation of company and its assets.

The application of any particular method of valuation depends on the purpose for which the valuation is done. Although different values may exist for different purposes, it cannot be too strongly emphasized that a valuer can only arrive at one value for one purpose. Our choice of method of valuation has been arrived at using usual and conventional methods adopted for transactions of a similar nature and our reasonable judgment in an independent and bona fide manner based on our previous experience of assignments of a similar nature.

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A. ASSET APPROACH:**i. Net Asset Value (NAV) Method**

The assets-based valuation technique is based on the value of the underlying net assets of the business, either on book value basis or realizable value basis or on replacement cost basis. The net asset value ignores the future returns the asset can produce and is calculated using historical accounting data. NAV Method is mainly used in the cases where the business is to be liquidated, i.e., it does not meet the going concern criteria or in cases where the assets base dominates earnings capability.

The present valuation exercise is being carried out on going concern basis. Further, book value of assets of the company may not truly reflect the earning potentials. Therefore, though we have calculated the NAV per Equity Share based on latest available consolidated financials of RIL, we have given zero weight to this approach to arrive the fair value of Equity Shares of the Company.

B. INCOME APPROACH:**i. Capitalization of Earnings Method**

This method is being used for valuing a going concern business with reasonable profitability track record. It involves determining the maintainable earning level of the business/entity from its normal business operations. This maintainable profit (considered on post tax basis) is then capitalized at a rate which in the opinion of the Valuer combines an adequate expectation of rewards from enterprise and related risk, to arrive the value of the business.

Within Income Approach, we have considered Capitalization of Earnings Method for the purpose of our valuation exercise.

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ii. Discounted Cash Flow (DCF) Method

Under DCF Method, the projected free cash flows of the company/ business are discounted at a discount rate which reflects perceived riskiness of the projected cash flows in order to arrive at their present value. Then, the terminal value of the company/ business is calculated based on the free cash flow of the last year of the forecast period, which is based on the future long- term growth of the revenues. This terminal value is then discounted to get the present terminal value. The present value of free cash flows for the projected period and present value of terminal value is added to arrive at the enterprise value. Thereafter, adjustment for non-operating assets/liabilities, surplus cash and cash equivalents is made to arrive at the fair value of the company/business.

Valuation based on DCF method is based on future projected financials which are subject to many management assumptions and uncertainties. Further, within Income Approach, we are of the view that, Capitalization of Earnings Method (as detailed above) is more relevant for valuation exercise of listed entities. Accordingly, we have not considered DCF method for present valuation exercise.

C. MARKET APPROACH:**i. Market Price Method**

The market price of an equity share quoted on a stock exchange is normally considered as the value of equity share of the Company, if such shares are frequently traded subject to speculative support that may be inbuilt in the value of such shares.

The Equity shares of RIL are listed at NSE and BSE. There are regular transactions in its Equity Shares with adequate volume at NSE and BSE. Further, Equity Shares of RIL is frequently traded in terms of the provisions of the ICDR Regulations.

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Therefore, for the purpose of valuation exercise, we have considered Market Price Method. For the purpose of arriving the value per Equity Share under this method, we have considered the pricing methodology prescribed under Regulation 164(1) of the ICDR Regulations.

ii. Comparable Company Multiples (CCM) Method

Under CCM Method, value of shares of a company/business undertaking is arrived at using multiple derived from valuation of comparable companies as manifest through stock exchange valuation 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 the valuation. Relevant multiples need to be chosen carefully and adjusted for difference between the circumstances.

In terms of Segment Reporting provided under the Annual Report for the year ended March 31, 2024 and quarterly results for the 03 months period ended June 30, 2024, following are the Segment Revenue and Segment Profits:

S. No.	Business Segment	Year ended March 31, 2024#		03 months period ended June 30, 2024#	
		Net Sales/Income (INR in Million)	PBIT (INR in Million)	Net Sales/Income (INR in Million)	PBIT (INR in Million)
1	Ash & Coal Handling Business	9,455.82	1,207.37	5,526.17	478.73
2	Power Trading	2,808.98	3.94	41.82	0.17
3	Refrigerant Gas- (Refilling) and Sales	723.07	(16.04)	209.19	5.09
4	Sale of Service##	556.43	284.58	46.50	31.47

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5	Electric Vehicle	123.13	(73.72)	54.72	(71.90)
6	Solar Power - Generation and Related Activities	103.63	43.74	29.91	14.75
7	Others	57.66	2.94	42.94	3.04
8	Corporate	-	(127.18)		(33.24)
	TOTAL	13,828.70	1,325.65	5,951.24	428.11

Consolidated numbers

We have been informed by the management that the service revenue and profit is primarily related of Ash handling business.

Based on the above break up of business segment, we understand that majority operating revenue and profits is coming from Ash & Coal Handling Business. The company has good operating revenue in power trading segment, PBIT of this segment is nominal. Electric Vehicle business is initial stage of operation and incurring losses.

We have not found any listed peers in India which can be directly compared with major business segment of RIL (Ash & Coal Handling Business). Since, major business segment of RIL is not comparable and therefore, in our opinion this method is not suitable in the present case and accordingly we have not considered this method for our valuation exercise.

VII. Basis for arriving at Fair Value:

✚ Net Asset Value Method:

As per audited consolidated financials of the Company for year ended March 31, 2024, net assets of RIL attributable to the Equity Shareholders of the Company (net of non-controlling interest) comprises of INR 4,655.78 Million. The number of outstanding

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Equity Shares as on March 31, 2024 are 115,681,390 having face value of INR 02 each. Accordingly, value per Equity Share as per NAV Method is **INR 40.17**.

Detailed calculation of valuation using NAV Method is enclosed as Annexure A.

✚ Market Price Method:

Under Market Price Method, we have considered pricing methodology prescribed under Regulation 164(1) of the ICDR Regulations.

In terms of Regulation 164(1) of the ICDR Regulations, the price of the equity shares to be allotted pursuant to the preferential issue shall be **not less than higher of the following:**

- the 90 trading days volume weighted average price ("VWAP") of the related equity shares quoted on the recognised stock exchange preceding the relevant date; **or**
- the 10 trading days VWAP of the related equity shares quoted on the recognised stock exchange preceding the relevant date.

Thereafter, we have considered the higher of the above two values as value per Equity Share of RIL under this Method. Further, in terms of explanation of Regulation 164 of the ICDR Regulations, 'stock exchange' means any of the recognised stock exchange(s) in which the equity shares of the issuer are listed and in which the highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding 90 trading days prior to the relevant date. Based on the trading data of NSE and BSE, trading volume with respect to Equity Shares of RIL at NSE is higher than BSE. Accordingly, for the purpose of our valuation exercise, we have considered trading data of NSE for determining the value of Equity Shares of RIL under Market Price Method.

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A summary calculation for arriving the value under this method is as follows:

S. No.	Particulars	Nos./Amount based on 90 Trading Days preceding the Relevant Date	Nos./Amount based on 10 Trading Days preceding the Relevant Date
1.	Total Trading Turnover of Equity Shares of RIL (Value in INR Million) [A]	38,779.10	8,084.28
2.	Total Trading volume of Equity Shares of RIL (in Nos.) [B]	141,633,414	17,399,991
3.	VWAP per Equity Share of RIL (C=A/B*10 ⁶) (in INR)	273.80	464.61
Value per Equity Share under Market Price Method (Higher of above two values)		464.61	

Detailed calculation of valuation using Market Price Method is enclosed as Annexure B.

✚ Capitalization of Earnings Method

Under this method, we have considered profit of tax (PAT) based on consolidated financials/standalone financials for three financials years with appropriate weight to arrive at maintainable PAT. To arrive the PAT for FY 2024-25, we have annualized consolidated PAT for 03 months period ended March 31, 2024. Thereafter, we have divided such maintainable PAT with appropriate capitalization rate to arrive the Equity Value of the Company. To arrive the value per Equity Share, we have divided the Equity Value with outstanding Equity Shares of the Company as on Valuation Date.

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Capitalization rate: We have considered a capitalization rate of 7.5% to arrive the Equity Value of the Company.

Based on the above, value per Equity Share of RIL as per Capitalization of Earnings Method is as under:

Particulars	In INR/INR in Million except multiples and specifically stated
Maintainable PAT of RIL - INR Million (A)	1,106.95
Capitalization Rate- in % (B)	7.50%
Equity Value (C=A/B)- INR Million	14,759.29
No of outstanding Equity Shares of the Company as on Valuation Date (In Nos) (Face value of INR 02 each) (D)	120,681,390
Value per Equity Share as per Capitalization of Earnings Method (E=C/D*10 ⁶)- in INR	122.30

#Any discrepancies in above table between the total and the sums of amount listed are due to rounding -off.

Detailed calculation of valuation using Capitalization of Earnings Method is enclosed as Annexure c.

Summary of Fair value:

Fair Value Summary			
Valuation Approach	Valuation Method	Weight	Price (In INR per Equity Share)
	A	B	C
Asset Approach	NAV Method	0.00%	40.17

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Income Approach	Capitalization of Earnings Method	33.333%	122.30
Income Approach	DCF Method	N.A.	N.A.
Market Approach	Market Price Method	66.667%	464.61
Market Approach	Comparable Company Multiples (CCM) Method	N.A.	N.A.
Value per Equity Share of RIL (in INR) (Face Value of INR 02 each) (Weighted Average of above values)			350.51
Value per Equity Share of RIL (rounded off) (in INR) (Face Value of INR 02 each)			351.00

VIII. Valuation Conclusion:

We have formed an opinion on the fair value of Equity Shares of RIL, based on the information provided by the management & available in the public domain and rationale mentioned in the preceding paragraphs. We are of the opinion that, as on Valuation Date, **fair value of one Equity Share (having face value of INR 02 each) of RIL in terms of Regulation 166A of the ICDR Regulations is INR 351.00 (Indian Rupees Three Hundred and Fifty -One only).**

IX. Caveats, Limitations and Disclaimers on the valuation of Equity Shares of RIL:

a. Restriction on use of Valuation Report

This document has been prepared for the purposes stated herein and should not be relied upon for any other purpose. Our client is the only authorized user of this report and is restricted for the purpose indicated in the engagement letter. This restriction does not preclude the client from providing a copy of the report to third-party advisors

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whose review would be consistent with the intended use and the Regulations. We do not take any responsibility for the unauthorized use of this report.

b. Responsibility of the Valuer

We owe responsibility to only to the client that has appointed us under the terms of the engagement letter. We will not be liable for any losses, claims, damages or liabilities arising out of the actions taken, omissions or advice given by any other person. In no event shall we be liable for any loss, damages, cost or expenses arising in any way from fraudulent acts, misrepresentations or wilful default on part of the client or companies, their directors, employees or agents.

c. Accuracy of Information

While our work has involved an analysis of financial information and accounting records, our engagement does not include an audit in accordance with generally accepted auditing standards of the client existing business records. Accordingly, we express no audit opinion or any other form of assurance on this information.

d. Post Valuation Date Events

The user to which this valuation is addressed should read the basis upon which the valuation has been done and be aware of the potential for later variations in value due to factors that are unforeseen at the valuation date. Due to possible changes in market forces and circumstances, this valuation report can only be regarded as relevant as at the valuation date.

e. Range of Value Estimate

The valuation of the Company is made based on the available facts and circumstances and the conclusions arrived at in many cases will be subjective and dependent on the exercise of individual judgment. Although every scientific method has been employed in systematically arriving at the value, there is no indisputable single value and the

Rajeev K. Nayak



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estimate of the value is normally expressed as falling within a likely range. To comply with the client request, we have provided a single value which we consider to be both reasonable and defensible based on the information available, others may place a different value.

f. Reliance on the representations of the clients, their management and other third parties

We have relied upon the representations of the client, management and other third parties concerning the financial and other relevant data. We shall not be liable for any loss, damages, cost or expenses arising from fraudulent acts, misrepresentations, or wilful default on part of the client, their directors, employee or agents.

g. No procedure performed to corroborate information taken from reliable external sources

We have relied on data from external sources also to conclude the valuation. These sources are believed to be reliable and therefore, we assume no liability for the truth or accuracy of any data, opinions or estimates furnished by others that have been used in this analysis. Where we have relied on data, opinions or estimates from external sources, reasonable care has been taken to ensure that such data has been correctly extracted from those sources and /or reproduced in its proper form and context.

h. Compliance with relevant laws

The report assumes that the Company complies fully with relevant laws and regulations applicable in its area of operations and usage unless otherwise stated, and that the Company will be managed in a competent and responsible manner. Further, as specifically stated to the contrary, this report has given no consideration to matters of a legal nature, including issues of legal title and compliance with local laws, and litigations and other contingent liabilities that are not recorded/reflected in the financials provided to us.

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i. Multiple factors affecting the Valuation Report

The valuation report is tempered by the exercise of judicious discretion by the Valuer and judgment taking into account the relevant factors. There will always be several factors, e.g. management capability, present and prospective competition, yield on comparable securities, market sentiment, etc. which may not be apparent from the balance sheet but could strongly influence the value.

j. Future services including but not limited to Testimony or attendance in courts/ tribunals/ authorities for the opinion of value in the Valuation Report

We are fully aware that based on the opinion of value expressed in this report, we may be required to give testimony or attend court / judicial proceedings with regard to the subject assets. It is out of scope of the Assignment. However, if the Company seek our evidence in the proceedings, it shall bear the cost/professional fee of attending court / judicial proceedings and our tendering evidence before such authority shall be under the applicable laws.

**(RAJEEV KUMAR NAYAK)****Registered Valuer**

RV No.: IBBI/RV/02/2022/14553

Date of Signing: October 03, 2024

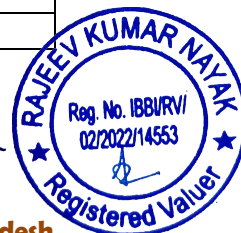
Place: New Delhi

Corporate Office: E-5, LGF, Greater Kailash Enclave-1, New Delhi- 110048**Regd. Office: 202, First Floor, Plot No. 445, Sector- 4, Vaishali-201010, Ghaziabad, Uttar Pradesh****Mobile No: + 91 9873457184; Landline No: +91 -120-3531617;****Email- Rajeev@value-cube.com; Rajeev.valuation@gmail.com**

Detailed valuation workings of RIL as per NAV Method

Refex Industries Limited		
Net Asset Value Method		
Based on Audited consolidated financial of the Company for the year ended		
March 31, 2024		
Particulars	Indian Rupees in Million (INR in Mn) except specifically stated	
Assets		
Non-Current Assets		
Property, Plant & Equipment	1,093.38	
Right to Use Assets	929.35	
Intangibles	18.31	
Capital Work in Progress	86.11	
Goodwill	0.05	
Non Current Investments	737.61	
Deferred tax assets	46.00	
Other Non Financial Assets	40.72	
Other Non Current Assets	7.48	
Total Non Current Assets		2,959.01
Current Assets		
Inventories	72.31	
Trade Receivables	3,059.41	
Cash and Cash Equivalents	330.79	
Other Current Financial Assets	831.93	
Contract Assets	391.34	
Other Current Assets	334.99	
Total Current Assets		5,020.78
Total Assets		7,979.79
Liabilities		
Non-Current Liabilities		
Borrowings	529.60	
Lease Liabilities	851.70	
Deferred tax liabilities	-	
Long term provisions	12.65	

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Total Non-Current Liabilities		1,393.95
Current Liabilities		
Borrowings	642.01	
Trade Payables	543.30	
Lease Liabilities	122.31	
Contract Liabilities	0.02	
Other Financial Liabilities	61.37	
Other Current Liabilities	564.08	
Short term provisions	5.83	
Total Current Liabilities		1,938.92
Total Liabilities		3,332.87
Net Assets Value of the Company		4,646.92
Less: Non- Controlling Interest		(8.86)
Net Assets Value attributable to the shareholders of the Company		4,655.78
No of outstanding Equity Shares of the Company as March 31, 2024 (In Nos) (Face value of INR 02 each)		115,681,390
Net Asset Value per Equity Share of the Company (in INR)		40.17

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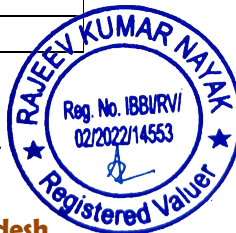
Annexure-B

Detailed valuation workings of RIL as per Market Price Method

i. Based on 90 days trading data preceding the Relevant Date

Date	Trading Volume at NSE (90 Trading days preceding the relevant date) [May 18, 2024 to September 25, 2024]	Trading Value (in INR) at NSE (90 Trading days preceding the relevant date) [May 18, 2024 to September 25, 2024]	
25-Sep-24	1,423,407	694,043,630	
24-Sep-24	1,526,268	724,607,467	
23-Sep-24	3,030,716	1,412,976,687	
20-Sep-24	1,087,636	465,268,337	
19-Sep-24	1,222,140	544,994,178	
18-Sep-24	1,446,821	664,916,410	
17-Sep-24	1,045,026	508,963,980	
16-Sep-24	2,484,349	1,190,834,411	
13-Sep-24	3,192,808	1,475,181,163	
12-Sep-24	940,820	402,494,470	
11-Sep-24	1,551,089	649,089,979	
10-Sep-24	483,898	195,259,416	
9-Sep-24	970,114	385,989,869	
6-Sep-24	2,904,525	1,185,156,387	
5-Sep-24	4,263,023	1,712,916,602	
4-Sep-24	6,743,488	2,551,150,150	
3-Sep-24	1,142,451	375,116,648	
2-Sep-24	879,009	278,501,983	
30-Aug-24	469,328	144,018,397	
29-Aug-24	586,199	180,275,861	
28-Aug-24	870,115	274,251,284	
27-Aug-24	1,411,483	437,550,960	
26-Aug-24	585,512	175,984,140	
23-Aug-24	1,092,512	328,694,343	
22-Aug-24	1,236,631	371,821,494	
21-Aug-24	5,172,527	1,529,557,815	
20-Aug-24	407,437	110,874,145	
19-Aug-24	537,056	147,355,425	
16-Aug-24	427,646	115,731,998	
14-Aug-24	910,063	242,133,406	
13-Aug-24	633,235	174,962,543	
12-Aug-24	1,097,994	308,146,370	

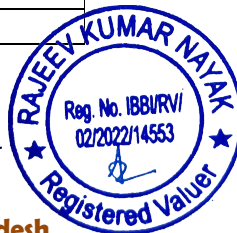
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9-Aug-24	1,280,374	360,740,786
8-Aug-24	1,929,332	559,956,725
7-Aug-24	2,889,255	796,640,155
6-Aug-24	1,135,437	294,392,520
5-Aug-24	1,650,874	412,132,663
2-Aug-24	715,911	187,977,414
1-Aug-24	1,163,454	309,267,398
31-Jul-24	1,394,358	370,180,221
30-Jul-24	1,331,386	345,848,286
29-Jul-24	649,406	163,635,658
26-Jul-24	1,496,329	374,412,223
25-Jul-24	860,220	211,729,979
24-Jul-24	3,033,445	750,194,166
23-Jul-24	1,422,823	323,265,872
22-Jul-24	469,609	107,173,341
19-Jul-24	1,023,178	233,639,476
18-Jul-24	1,092,213	251,502,743
16-Jul-24	961,964	221,171,291
15-Jul-24	806,660	184,290,500
12-Jul-24	1,267,140	300,311,163
11-Jul-24	5,475,439	1,299,436,012
10-Jul-24	2,039,744	441,707,183
9-Jul-24	758,523	158,685,812
8-Jul-24	702,486	145,537,807
5-Jul-24	1,317,229	278,930,620
4-Jul-24	3,162,950	654,679,799
3-Jul-24	6,345,270	1,371,034,935
2-Jul-24	13,671,223	2,863,942,678
1-Jul-24	7,375,362	1,335,534,947
28-Jun-24	325,781	50,917,767
27-Jun-24	335,179	53,390,994
26-Jun-24	307,478	49,824,393
25-Jun-24	678,059	111,602,076
24-Jun-24	449,684	72,422,669
21-Jun-24	711,142	113,843,928
20-Jun-24	1,170,452	189,938,457
19-Jun-24	1,763,063	302,338,734
18-Jun-24	4,583,593	766,136,077
14-Jun-24	451,638	68,889,981
13-Jun-24	438,170	66,830,154
12-Jun-24	653,153	101,159,163

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11-Jun-24	687,579	107,828,168	
10-Jun-24	2,078,798	330,137,810	
7-Jun-24	1,814,280	274,654,301	
6-Jun-24	309,881	43,056,435	
5-Jun-24	458,065	60,172,926	
4-Jun-24	457,945	60,288,850	
3-Jun-24	526,401	73,290,676	
31-May-24	217,890	29,380,866	
30-May-24	286,798	38,873,697	
29-May-24	348,674	47,740,122	
28-May-24	568,868	78,998,636	
27-May-24	666,558	94,975,633	
24-May-24	876,098	128,513,409	
23-May-24	300,304	45,369,854	
22-May-24	376,879	58,520,051	
21-May-24	534,255	84,183,986	
18-May-24	59,829	9,046,213	
Total Trading Turnover of Equity Shares of RIL during 90 Trading Days preceding Relevant Date (Value in INR) [A]			38,779,098,345
Total Trading volume of Equity Shares of RIL during 90 Trading Days preceding Relevant Date (in Nos.) [B]			141,633,414
Volume Weighted Average Price (VWAP) per Equity Share of RIL (C=A/B) (in INR)			273.80

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ii. Based on 10 days trading data preceding the Relevant Date

Date	Trading Volume at NSE (90 Trading days preceding the relevant date) [September 12, 2024 to September 25, 2024]	Trading Value (in INR) at NSE (90 Trading days preceding the relevant date) [September 12, 2024 to September 25, 2024]	
25-Sep-24	1,423,407	694,043,630	
24-Sep-24	1,526,268	724,607,467	
23-Sep-24	3,030,716	1,412,976,687	
20-Sep-24	1,087,636	465,268,337	
19-Sep-24	1,222,140	544,994,178	
18-Sep-24	1,446,821	664,916,410	
17-Sep-24	1,045,026	508,963,980	
16-Sep-24	2,484,349	1,190,834,411	
13-Sep-24	3,192,808	1,475,181,163	
12-Sep-24	940,820	402,494,470	
Total Trading Turnover of Equity Shares of RIL during 10 Trading Days preceding Relevant Date (Value in INR) [A]			8,084,280,733
Total Trading volume of Equity Shares of RIL during 10 Trading Days preceding Relevant Date (in Nos.) [B]			17,399,991
Volume Weighted Average Price (VWAP) per Equity Share of RIL (C=A/B) (in INR)			464.61

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Annexure-C

Detailed valuation workings of RIL as per Capitalization of Earnings Method

i. Basis for arriving the maintainable Profit After Tax (PAT) of RIL:

Particulars	PAT (INR in Million)#	Weight
A	B	C
Year ended March 31, 2025 (PAT for 03 months period ended June 30, 2024 has been annualized)	1,201.23	3
Year ended March 31, 2024	938.70	2
Year ended March 31, 2023	1,160.61	1
Maintainable PAT (weighted average value)	1,106.95	

Consolidated

ii. Basis for arriving the annualized PAT for the year ended March 31, 2025:

Particulars	INR in Million
Consolidated PAT of RIL for 03 months period ended June 30, 2024 (based on quarterly consolidated results of RIL for quarter ended June 30, 2024) (A)	300.31
Annualized Consolidated PAT of RIL for the year ended March 31, 2025 (B=A/3*12)	1,201.23

iii. Calculation for arriving value per Equity Share of RIL as per Capitalization of Earnings Method:

Particulars	In INR/INR in Million except multiples and specifically stated
Maintainable PAT of RIL - INR Million (A)	1,106.95
Capitalization Rate- in % (B)	7.50%
Equity Value (C=A/B)- INR Million	14,759.29

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No of outstanding Equity Shares of the Company as on Valuation Date (In Nos) (Face value of INR 02 each) (D)	120,681,390
Value per Equity Share as per Capitalization of Earnings Method ($E=C/D*10^6$)- in INR	122.30

#Any discrepancies in above table between the total and the sums of amount listed are due to rounding -off.

Rajeev K. Nayak

