

सहायक प्रबंधक/ Assistant Manager

RAC-निर्गम एवं सूचीबद्धता प्रभाग-2/ RAC-Division of Issues and Listing-2

निगम वित्त विभाग/Corporation Finance Department

दूरभाष सं./Phone: +91 22 2644 2118

ई-मेल/Email: anmolaa@sebi.gov.in

September 17, 2025

SEBI/HO/CFD/RAC-DIL2/P/OW/2025/24650/1

Vinit Mobile Limited

Plot no. 358, Ground, 1st & 2nd floor,
Gopal Nagar, Bamroli Althan Expressway,
Pandesara, Surat, Gujarat – 394221

Kind Attention: Mr. Vinit Jalan

Sir,

1. This has reference to your letter dated July 09, 2025 seeking relaxation from strict enforcement of Regulation 2(1)(pp) of ICDR Regulations in relation to the proposed IPO of the company with respect to Mr. Vikaskumar R Jalan (brother of promoter Mr. Vinit Jalan) and Mrs. Mamta Saraf (sister of promoter Mrs. Shweta Jalan) and entities in which such individuals may have an interest as part of the "Promoter Group" of the company.
2. It has been noted that the Company has appointed Comfort Securities Limited as the Book-Running Lead Manager (BRLM) to the Offer.
3. While seeking exemption from the compliance with Regulation 2(1)(pp) of the ICDR Regulations, you have *inter-alia* submitted the following:
 - 3.1. The company has identified & disclosed are Mr. Vinit Jalan and Mrs. Shweta Jalan, as Promoters of the company who jointly hold 85.6% of the total issued, subscribed and paid-up share capital of the Company.
 - 3.2. The following persons are immediate relatives of the Promoters and fall under the definition of Promoter group in terms of Regulation 2(1)(pp) of the ICDR Regulations, but have denied to provide any consent or confirmations for inclusion of their name as part of Promoter group of the company:

Sr No	Name	Relationship with the Promoters
1	Mrs. Mamta Saraf	Sister of Promoter, Mrs. Shweta Jalan
2	Mr. Vikaskumar R Jalan	Brother of Promoter, Mr. Vinit Jalan

3.3. Further, no information, confirmations or undertaking will be included in DRHP in respect of any, (i) body corporate in which 20% or more of the equity share capital is held by the abovementioned individuals or (ii) a firm or any Hindu undivided Family where any of such individuals may be a member or partner or (iii) any, body corporate in which a body corporate mentioned under (i) above holds 20% or more of the equity share capital (hereinafter referred to as "connected entities"), including the following:

S.N.	Name	Name of body corporate/HUF/Firms
1.	Mamta Polyfab	Proprietorship of dissenting promoter members, Mrs. Mamta Saraf
2.	Vikas Ravishankar Jalan HUF	HUF of dissenting Member Vikaskumar R Jalan

3.4. Mrs. Mamta Saraf vide affidavit dated July 08, 2025 has expressed her unwillingness to be identified as a member of the promoter group of the company under Regulation 2(1)(pp) of ICDR Regulations. Further, Mr. Vikaskumar R Jalan has refused to provide any affidavits or documents or information pertaining to him.

4. Further, the company has confirmed that Mr. Vikas Ravishankar Jalan and Mrs. Mamta Saraf:
 - i. they have not, and do not, hold any equity shares, warrants/convertible securities, stock options or any other securities in the Company, and do not have any special rights through any formal or informal arrangement;
 - ii. do not have any shareholding in the Company, nor they are director on the board of the Company or any of the related entities of the Company or the Promoter. Further they do not have any role in the management, business or operations of the Company and its connected entities.
 - iii. are not on the board of directors of M/s Vinit Mobile Limited or its related entities or the entities forming a part of the promoter group of the Company nor do they have any representative on the board of directors of M/s Vinit Mobile Limited
 - iv. do not (directly or indirectly) have any role in the management, business or operations of M/s Vinit Mobile Limited or its related entities nor in any of the entities forming a part of the promoter group of M/s Vinit Mobile Limited.
 - v. do not have any related party transactions with M/s Vinit Mobile Limited and do not have any special rights with respect to M/s Vinit Mobile Limited through any formal or informal arrangements as on the date of this application.
5. For the above reasons, the company is unable to comply with the requirements prescribed under Part A to Schedule VI of the SEBI ICDR Regulations and other applicable provisions of the SEBI ICDR Regulations, with respect to providing all the confirmations/ information to be disclosed in the Offer Documents
6. Regulation 300(1)(c) of the ICDR Regulations empowers the Board to relax strict enforcement of any requirement under the ICDR Regulations in case such requirement was caused due to factors beyond control of the issuer.

7. From the submissions of the Company, it is observed that that Mr. Vikaskumar Jalan and Mrs. Mamta Saraf and their connected entities fall under the definition of promoter group as per the SEBI (ICDR) Regulations. However, Mr. Vikaskumar Jalan and Mrs. Mamta Saraf (except the affidavit dated July 08, 2025) have not provided any response to the Issuer Company and BRLM.
8. Based on submissions, it has been observed that there are no other grounds for seeking the exemption apart from non-cooperation and unwillingness of dissenting promoter member group to be named as a member of the Promoter Group in the Offer Documents and to provide the necessary information and confirmation sought by the Company
9. Based on the circumstances of the case and the facts mentioned above, exemption request of the Company has **not** been acceded to. You are, therefore, advised as under:
 - 9.1. To classify and disclose Mr. Vikaskumar R Jalan and Mrs. Mamta Saraf and any entities they may be interested in, as members of the Promoter Group of the Company in the Offer documents and inform them about such inclusion as a Promoter group entity;
 - 9.2. Disclose its inability to obtain complete information about entities belonging to the concerned relatives of the promoters in the Offer documents;
 - 9.3. Make all the applicable disclosures based on the information available in the public domain in the Offer documents;
 - 9.4. Include appropriate Risk Factor in the Offer documents.
 - 9.5. To comply with all the regulatory requirements.
 - 9.6. Further, this letter along with all company/ BRLM communications shall be part of material contracts and documents for inspection as disclosed in the Offer documents.
10. The rejection is specific to the present case and shall not be treated as a precedent.

Yours faithfully,



Anmola Agrawal