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FRACTAL INDUSTRIES LIMITED

CIN: U14101MH2020PLC335773

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED (“BSE SME”).

FOR THE PURPOSE OF THE ISSUE, THE DESIGNATED STOCK EXCHANGE WILL BE BSE LIMITED (“BSE”).

Our Company was incorporated as “Fractal Industries Private Limited” as a private limited company under the provisions of the Companies Act, 2013 vide Certificate of Incorporation dated January 9, 2020, issued by Assistant Registrar of Companies, Central Registration Centre. Further, our Company was converted from a private limited company to public limited company pursuant to special resolution passed in the Extra-Ordinary General Meeting of our Company dated February 24, 2025 and consequently, the name of our Company was changed from “Fractal Industries Private Limited” to “Fractal Industries Limited” and a fresh certificate of incorporation dated March 13, 2025 was issued to our Company by the Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies, Central Processing Centre. The Corporate Identification Number of our Company is U14101MH2020PLC335773.

Registered Office: Gala 212, Bhullar Star Indl. Estate, Andheri Kurla Rd, Andheri East, Mumbai - 400072, Maharashtra.

Company Secretary and Compliance Officer: Ms. Kruti Parshwa Shah

Website: <https://fractalindustries.in/> Email Id: investors@fractalindustries.in Telephone No: +91 22-2852 8352 CIN: U14101MH2020PLC335773

OUR PROMOTERS: MR. PANKAJ BISHWANATH AGRAWAL AND MRS. PRITI PANKAJ AGRAWAL

Our Company has filed the Prospectus dated February 18, 2026 with ROC and Equity Shares are proposed to be listed on SME Platform of BSE Limited (“BSE SME”) on February 24, 2026.

“THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE (BSE SME).”

BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

Our Company is engaged in the business of designing, sourcing and manufacturing of garments and providing end -to-end warehousing and supply chain services to e-commerce platforms. Having Pan India presence, Fractal Industries is a full-service garment manufacturing and technology-driven supply chain management company focused on fast-moving, high-quality apparel for e-commerce marketplaces (Myntra, Ajio and similar platforms). We integrate agile design-to-delivery manufacturing, scalable production capabilities, rigorous quality control, and data-driven supply chain management to help brands and private labels accelerate speed-to-market, improve margins, and enhance customer satisfaction. We also provide integrated supply chain and fulfillment solutions that enable apparel brands, partners, and marketplaces to optimize and streamline their e-commerce operations. Initially, our Company started manufacturing garments for Myntra. Gradually, year on year basis, company started manufacturing for other marketplaces as well. With a monthly manufacturing capacity of more than 3,00,000 garment units our Company has built a robust supply chain capable of handling multiple daily orders and shipments across multiple marketplaces. Our Manufacturing unit is located at Mumbai with warehouses located in Gujarat, Maharashtra, Haryana, West Bengal and Karnataka. Our Company also offers a wide array of value added services to enhance e-commerce operations including Product Management System, Data Analytics, Integrated Logistics Management, Order Management System, Inventory and Returns Management, Order Anomaly Detection, Multi Channel Sales Enablement.

For further details, please refer to the chapter titled “Business Overview” beginning on page 140 of the Prospectus.

BASIS OF ALLOTMENT

INITIAL PUBLIC ISSUE OF 22,68,600 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF FRACTAL INDUSTRIES LIMITED (“FRACTAL” OR THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ 216/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 206/- PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹ 4900.18 LAKHS (THE “ISSUE”), OF WHICH 1,14,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH FOR CASH AT A PRICE OF ₹ 216/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 206/- PER EQUITY SHARE AGGREGATING TO ₹ 246.24 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 21,54,600 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT A PRICE OF ₹ 216/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 206/- PER EQUITY SHARE AGGREGATING TO ₹ 4653.94 LAKHS IS HEREIN AFTER REFERRED TO AS THE “NET ISSUE”. THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 28.90 % AND 27.45 %, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10/- EACH.

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 10 EACH AND ISSUE PRICE IS ₹ 216 EACH

THE ISSUE PRICE IS 21.60 TIMES OF THE FACE VALUE OF THE EQUITY SHARE.

ANCHOR INVESTOR ISSUE PRICE: ₹ 216 PER EQUITY SHARE. THE ISSUE PRICE IS 21.60 TIMES OF THE FACE VALUE

BID/ISSUE PROGRAMME

ANCHOR INVESTOR BIDDING DATE WAS: FEBRUARY 13, 2026, FRIDAY

BID/ISSUE OPENED ON: FEBRUARY 16, 2026, MONDAY

BID/OFFER CLOSED ON: FEBRUARY 18, 2026, WEDNESDAY

RISKS TO INVESTORS

Summary description of key risk factors based on materiality

- The company relies on a limited number of customers for its sales, and the loss of any major customer could adversely impact our revenue and profitability.
- The company relies on a limited number of suppliers for product procurement, and the loss of any key supplier could impact our business operations.
- Our Company, Promoter, Directors, KMP, SMP and Group Company are involved in certain legal proceedings. Any adverse decision in such proceedings may render us/them liable to liabilities/penalties and may adversely affect our business and results of operations.
- Our Company has reported certain negative cash flows from its operating activity, investing activity and financing activity, details of which are given below. Sustained negative cash flows could impact our growth and business.
- Dependence on online marketplaces and effective warehouse management for order fulfilment may adversely affect our business operations and financial performance.
- Cybersecurity and data protection risks in our technology driven warehouse operations may adversely affect our business and reputation.
- Changing fashion trends on online marketplaces may adversely affect our business and financial performance.
- Any mismanagement, loss, or damage of inventory may adversely affect our operations, profitability, and financial condition.
- Inefficiency in managing product returns through online marketplaces could materially affect our operations, profitability, financial condition, and growth prospects.
- We depend on a limited number of States for a significant portion of our revenue from operations. The loss of any of our major customer in these States due to any adverse development or significant reduction in business from our major customer may adversely affect our business, financial condition, results of operations and future prospects.

For details refer to chapter titled “Risk Factors” beginning on page 25 of the Prospectus.

1. The Average Cost of acquisition of Equity Shares held by our Promoters is as follows:

| Sr No. | Name | No. of Equity Shares | Average cost of acquisition per Equity Shares (in ₹) |
|--------|---------------------------|----------------------|--|
| 1. | Priti Pankaj Agrawal | 1,96,328 | (9.66) |
| 2. | Pankaj Bishwanath Agrawal | 52,25,000 | 0.91 |

and the Issue Price at the upper end of the Price Band is ₹ 216/- per Equity Share.

- The Price/ Earnings ratio based on Diluted EPS for Fiscal 2025 for the company at the upper end of the Price Band is 15.77.
- Weighted Average Return on Net worth for Fiscals 2025, 2024, and 2023 is 40.79%.
- The Weighted average cost of acquisition of all Equity Shares transacted in the last one year, 18 months and three years from the date of Prospectus is as Given Below:

| Period | Weighted Average Cost of Acquisition | Upper Band of the Price Band is (₹ 216/-) is “X” times the Weighted Average cost of Acquisition | Range of acquisition Price: Lowest Price – Highest Price (In ₹) |
|----------------|--------------------------------------|---|---|
| Last 1 year | Nil | Nil | Nil |
| Last 18 months | 2.20 | 98.18 | 0-1,530 |
| Last 3 years | 2.20 | 98.18 | 0-1,530 |

5. Weighted average cost of acquisition (WACA), floor price and cap price

| Types of transactions | Weighted average cost of acquisition (₹ per Equity Share) | Floor Price | Cap Price |
|--|---|-------------|-----------|
| Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity / convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme/ Stock Appreciation Right Scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Prospectus, where such issuance is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options/ Stock Appreciation Right Scheme), in a single transaction or multiple transactions combined together over a span of rolling 30 days. | 2.20 | 93.18 | 98.18 |
| Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares equity / convertible securities), where promoter / promoter group entities or Selling Shareholder or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of this Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days. | 300.00 | 0.68 | 0.72 |
| Since transactions are reported under point (a) and (b) above, therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoters / Promoter Group entities or Selling Shareholder or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction) not older than 3 years prior to the date of this Prospectus irrespective of the size of transactions, is not applicable. | N.A. | N.A. | N.A. |

PROPOSED LISTING: FEBRUARY 24, 2026*

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (“SCRR”) read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations, wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers (“QIBs”) (the “QIB Portion”). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. In terms of Regulation 256 of SEBI ICDR Regulations read with SEBI Circular No. CIR/CFD/POLICYCELL/11/2015, dated November 10, 2015 and Unified Payments Interface (UPI) introduced vide SEBI Circular Ref. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, all Bidders are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount (“ASBA”) process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks (“SCSBs”) or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. For details, see “Issue Procedure” beginning on page 350 of Prospectus.

The investors are advised to refer to the Prospectus for the full text of the Disclaimer clause to BSE. For the purpose of this Issue, the designated Stock Exchange will be the Bombay Stock Exchange. The trading is proposed to be commenced on or before February 24, 2026*

*Subject to the receipt of listing and trading approval from the (“BSE SME”).

SUBSCRIPTION DETAILS

The bidding for Anchor Investors opened and closed on February 13, 2026. The Company received 6 Anchor Investor Application Forms from 6 Anchor Investors for 6,45,000 Equity Shares. Such 6 Anchor Investors through 6 Anchor Investor Application Forms were allocated 645,00 Equity Shares at a price of ₹ 216 per equity share under the Anchor Investor Portion, aggregating to ₹ 139,320,000/-.

The Issue (excluding Anchor Investor Portion) received 3,282 Applications for 8,343,000 Equity Shares (before rejections) resulting in 5.14 times subscription (including reserved portion of market maker). The details of the Application received in the Issue from various categories are as under (before rejections):

| SR NO | CATEGORY | NO OF APPL | NO OF SHARES | RESERVED | NO OF TIMES SUBSCRIPTION | AMOUNT |
|-------|---------------------|------------|--------------|-----------|--------------------------|------------------|
| 1 | MARKET MAKER | 1 | 114,000 | 114,000 | 1.00 | 24,624,000.00 |
| 2 | QIB | 8 | 2,562,000 | 430,800 | 5.95 | 553,392,000.00 |
| 3 | HNI UPTO 10 LAC | 274 | 525,600 | 108,000 | 4.87 | 113,457,600.00 |
| 4 | HNI ABOVE 10 LAC | 415 | 2,040,600 | 216,000 | 9.45 | 440,769,600.00 |
| 5 | INDIVIDUAL INVESTOR | 2,584 | 3,100,800 | 754,800 | 4.11 | 669,338,400.00 |
| | Total | 3,282 | 8,343,000 | 1,623,600 | 5.14 | 1,801,581,600.00 |

Final Demand:

A summary of the final demand as per BSE as on the Bid/Offer Closing Date at different Bid prices is as under:

| SR NO | RATE | SHARES | % TO TOTAL | CUMULATIVE TOTAL | CUMULATIVE % TO TOTAL |
|-------|-------|------------|------------|------------------|-----------------------|
| 1 | 205 | 133,200 | 1.07 | 133,200 | 1.07 |
| 2 | 206 | 22,200 | 0.18 | 155,400 | 1.25 |
| 3 | 207 | 1,200 | 0.01 | 156,600 | 1.26 |
| 4 | 208 | 2,400 | 0.02 | 159,000 | 1.28 |
| 5 | 209 | 2,400 | 0.02 | 161,400 | 1.30 |
| 6 | 210 | 27,600 | 0.22 | 189,000 | 1.52 |
| 7 | 211 | 2,400 | 0.02 | 191,400 | 1.54 |
| 8 | 212 | 3,600 | 0.03 | 195,000 | 1.57 |
| 9 | 213 | 2,400 | 0.02 | 197,400 | 1.59 |
| 10 | 214 | - | 0.00 | 197,400 | 1.59 |
| 11 | 215 | 13,200 | 0.11 | 210,600 | 1.70 |
| 12 | 216 | 12,183,000 | 98.30 | 12,393,600 | 100.00 |
| | Total | 12,393,600 | 100.00 | | |

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being BSE Limited on February 20, 2026.

1) Allotment to Individual Investors who applies for minimum application size (After Rejections):

The Basis of Allotment to the Individual Investors, who have bid at cut-off price or at above the Issue Price of ₹ 216/- per Equity Share, was finalized in consultation with BSE. The category has been subscribed to the extent of 4.01431 times for 3,030,000 Equity Shares. Total number of shares allotted in this category is 7,54,800 Equity Share to 629 successful applicants. The details of the Basis of Allotment of the said category are as under:

| SR NO | CATEGORY | NO. OF APPLICATIONS RECEIVED | % OF TOTAL | TOTAL NO. OF EQUITY SHARES APPLIED | % TO TOTAL | NO. OF EQUITY SHARES ALLOTTED PER BIDDER | RATIO | TOTAL NO. OF EQUITY SHARES ALLOTTED |
|-------|----------|------------------------------|------------|------------------------------------|------------|--|----------|-------------------------------------|
| 1 | 1,200 | 2,525 | 100.00 | 3,030,000 | 100.00 | 1,200 | 70 : 281 | 754,800 |
| | TOTAL | 2,525 | 100.00 | 3,030,000 | 100.00 | | | 754,800 |

2) Allotment to Non-Institutional Investors (More than 2 lots and up to ₹ 1,000,000) (After Rejections):

The Basis of Allotment to the Non-Institutional Investors, who have bid at the Issue Price of ₹ 216/- per Equity Share, was finalised in consultation with BSE. The category has been subscribed to the extent of 4.78333 times for 5,16,600 Equity Shares. Total number of shares allotted in this category is 1,08,000 Equity Share to 60 successful applicants. The details of the Basis of Allotment of the said category are as under:

| SR NO | CATEGORY | NO. OF APPLICATIONS RECEIVED | % OF TOTAL | TOTAL NO. OF EQUITY SHARES APPLIED | % TO TOTAL | NO. OF EQUITY SHARES ALLOTTED PER BIDDER | RATIO | TOTAL NO. OF EQUITY SHARES ALLOTTED |
|-------|-------------|------------------------------|------------|------------------------------------|------------|--|----------|-------------------------------------|
| 1 | 1800 | 245 | 90.74 | 441,000 | 85.37 | 1800 | 54 : 245 | 97,200 |
| 2 | 2400 | 12 | 4.44 | 28,800 | 5.57 | 1800 | 3 : 12 | 5,400 |
| 3 | 3000 | 1 | 0.37 | 3,000 | 0.58 | 1800 | 0 : 1 | 0 |
| 4 | 3600 | 11 | 4.07 | 39,600 | 7.67 | 1800 | 2 : 11 | 3,600 |
| 5 | 4200 | 1 | 0.37 | 4,200 | 0.81 | 1800 | 0 : 1 | 0 |
| 6 | 3000 & 4200 | - | 0.00 | - | 0.00 | 1800 | 1 : 2 | 1,800 |
| | Total | 270 | 100.00 | 516,600 | 100.00 | | | 108,000 |

Please Note: 1 (One) lot of 1800 shares each have been allocated to all the 2 Non Allottees Applicants in Categories 3000 & 4200 with ZERO/NO Allotment in the ratio of 1 : 2

3) Allotment to Non-Institutional Investors (More than ₹ 1,000,000) (After Rejections):

The Basis of Allotment to the Non-Institutional Investors, who have bid at the Issue Price of ₹ 216/- per Equity Share, was finalised in consultation with BSE. The category has been subscribed to the extent of 9.44722 times for 2,040,600 Equity Shares. Total number of shares allotted in this category is 2,16,000 Equity Share to 120 successful applicants. The details of the Basis of Allotment of the said category are as under:

| SR NO | CATEGORY | NO. OF APPLICATIONS RECEIVED | % OF TOTAL | TOTAL NO. OF EQUITY SHARES APPLIED | % TO TOTAL | NO. OF EQUITY SHARES ALLOTTED PER BIDDER | RATIO | TOTAL NO. OF EQUITY SHARES ALLOTTED |
|-------|---------------|------------------------------|---------------|------------------------------------|---------------|--|-----------|-------------------------------------|
| 1 | 4800 | 403 | 97.11 | 1,934,400 | 94.80 | 1,800 | 117 : 403 | 210,600 |
| 2 | 5400 | 3 | 0.72 | 16,200 | 0.79 | 1,800 | 1 : 3 | 1,800 |
| 3 | 6000 | 1 | 0.24 | 6,000 | 0.29 | 1,800 | 0 : 1 | - |
| 4 | 6600 | 1 | 0.24 | 6,600 | 0.32 | 1,800 | 0 : 1 | - |
| 5 | 7800 | 1 | 0.24 | 7,800 | 0.38 | 1,800 | 0 : 1 | - |
| 6 | 9000 | 1 | 0.24 | 9,000 | 0.44 | 1,800 | 0 : 1 | - |
| 7 | 10200 | 1 | 0.24 | 10,200 | 0.50 | 1,800 | 0 : 1 | - |
| 8 | 11400 | 1 | 0.24 | 11,400 | 0.56 | 1,800 | 0 : 1 | - |
| 9 | 12000 | 1 | 0.24 | 12,000 | 0.59 | 1,800 | 0 : 1 | - |
| 10 | 12600 | 1 | 0.24 | 12,600 | 0.62 | 1,800 | 0 : 1 | - |
| 11 | 14400 | 1 | 0.24 | 14,400 | 0.71 | 1,800 | 0 : 1 | - |
| | 6000 to 14400 | - | 0.00 | - | - | 1,800 | 2 : 9 | 3,600 |
| | TOTAL | 415 | 100.00 | 2,040,600 | 100.00 | | | 216,000 |

Please Note: 1 (One) lot of 1800 shares each have been allocated to all the 9 Non Allottees Applicants in Categories from 6000 to 14400 with ZERO/NO Allotment in the ratio of 2: 9

4) Allotment to QIBs excluding Anchor Investors (After Rejection):

Allotment to QIBs, who have bid at the issue price of ₹ 216/- per Equity Share or above, has been done on a proportionate basis in consultation with BSE. The category has been subscribed to the extent of 5.94708 times for 2,562,000 Equity Shares. Total number of shares allotted in this category is 4,30,800 Equity Shares to 8 successful applicants. The details of the Basis of Allotment of the said category are as under:

| CATEGORY | FIS/BANKS | MF'S | IC'S | NBFC'S | AIF | FII/FPI | OTHERS | TOTAL |
|-----------|-----------|------|--------|--------|-----|---------|---------|---------|
| Allotment | - | - | 62,400 | - | - | 97,200 | 271,200 | 430,800 |

5) Allotment to Market Maker:

The basis of allotment to Market Maker who have bid at Issue Price of ₹ 216/- per Equity Share, was finalised in consultation with BSE. The category was subscribed 1.00 times i.e. for 114,000 Equity Shares the total number of shares allotted in this category is 114,000 Equity Shares to 1 successful applicant. The category wise details of the Basis of Allotment are as under:

| SR NO | CATEGORY | NO. OF APPLICATIONS RECEIVED | % OF TOTAL | TOTAL NO. OF EQUITY SHARES APPLIED | % TO TOTAL | NO. OF EQUITY SHARES ALLOTTED PER BIDDER | RATIO | TOTAL NO. OF EQUITY SHARES ALLOTTED |
|-------|--------------|------------------------------|---------------|------------------------------------|---------------|--|-------|-------------------------------------|
| 1 | 1,14,000 | 1 | 100.00 | 1,14,000 | 100.00 | 1,14,000 | 1 : 1 | 1,14,000 |
| | TOTAL | 1 | 100.00 | 1,14,000 | 100.00 | 1,14,000 | | 1,14,000 |

6) Allotment to Anchor Investors (After Technical Rejection):

The company in consultation with BRLM has allocated 645,000 Equity Shares to 6 Anchor Investors at the Anchor Investor Issue Price of ₹ 216/- per equity shares in accordance with the SEBI ICDR Regulations. The represents 60% of the QIB category.

| CATEGORY | FIS/BANKS | MF'S | IC'S | NBFC'S | AIF | FPI/FPC | OTHERS | TOTAL |
|----------|-----------|------|------|---------|---------|---------|--------|---------|
| ANCHOR | - | - | - | 186,000 | 115,800 | 343,200 | - | 645,000 |

The Board of Directors of our Company at its meeting held on February 20, 2026 has taken on record the basis of allotment of Equity Shares approved by the Designated Stock Exchange, being BSE Limited and has allotted the Equity Shares to various successful applicants. The Allotment Advice Cum Refund Intimation will be dispatched to the address of the investors as registered with the depositories. Further, instructions to the SCSBS have been dispatched/mailed for unblocking of funds and transfer to the Public Issue Account on or before February 20, 2026 and in case the same is not received within ten days, investors may contact the Registrar to the Issue at the address given below. The equity shares allotted to the successful allottees shall be uploaded on or before February 23, 2026 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company is in the process of obtaining the listing and trading approval from BSE Limited and the trading of the equity shares is expected to commence on or before Tuesday, February 24, 2026.

Note: All capitalized terms used and not defined herein shall have the respective meaning assigned to them in the Prospectus dated February 18, 2026 ("Prospectus").

INVESTORS, PLEASE NOTE

The details of the allotment made would also be hosted on the website of the Registrar to the Issue, KFIN TECHNOLOGIES LIMITED at www.kfintech.com
All future correspondence in this regards may kindly be addressed to the Registrar to the Issue quoting full name of the First/Sole applicants, serial number of the Application Form, number of shares applied for and Bank Branch where the application had been lodge and payment details at the address of the registrar given below:

| |
|---|
| <p>KFIN TECHNOLOGIES LIMITED Address: Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telengana, India; Tel No.: +91 40 6716 2222; Email Id: fractal.ipo@kfintech.com Investor Grievance Email: einward.ris@kfintech.com Website: www.kfintech.com Contact Person: M Murali Krishna; SEBI Registration No.: INR000000221; CIN: L72400MH2017PLC444072</p> |
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| | |
|--|--|
| <p>Place: Mumbai, Maharashtra Date: February 21, 2026</p> | <p>On behalf of Board of Directors FOR, FRACTAL INDUSTRIES LIMITED Sd/- Kruti Shah Company Secretary & Compliance Officer</p> |
|--|--|

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARE ON LISTING OR THE BUSINESS PROSPECTS OF FRACTAL INDUSTRIES LIMITED

Disclaimer: Fractal Industries Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public Issue of its Equity Shares the Prospectus dated February 18, 2026 has been filed with the Registrar of Companies, Mumbai and thereafter with SEBI and the Stock Exchanges. The Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of BSE SME at www.bsesme.com and is available on the websites of the BRLM at www.finaaxcapital.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the Prospectus including the chapter titled "Risk Factors" beginning on page 25 of the Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation "S" under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.