IN THE NATURE OF ABRIDGED PROSPECTUS – MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

This is an abridged prospectus containing salient features of the Prospectus. You are encouraged to read greater details available in the Prospectus available at www.prospectcommodities.com.

THIS ABRIDGED PROSPECTUS CONSISTS EIGHT PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

PROSPECT

PROSPECT COMMODITIES LIMITED

CIN: U01400GJ2022PLC128482, Date of Incorporation: January 06, 2022

Registered and Corporate Office	Contact Person	Email and Telephone	Website
417, Sun Orbit B/h. Rajpath Club Road, Bodakdev, Ahmedabad - 380054, Gujarat, India	Bhargavi Pandya, Company Secretary and Compliance Officer	**Tel No.:** 079-48000696 **Email:** info@prospectcommodities.com	www.prospectcommodities.com

OUR PROMOTER OF THE COMPANY

Vimal Mishra and Priyanka Mishra

Details of Offer to Public

Type of Issue	Fresh Issue Size	Issue Under	Share Reservation		
			QIB	NII	RII
Fresh Issue	₹ 747.86 Lakhs	The Issue is being made pursuant to Regulation 229 (1) of SEBI (ICDR) Regulations.	Such number of Equity Shares in multiples of 2000 Equity Shares such that the Application Value exceeds ₹ 2,00,000 and the Application Size does not exceed 11,64,000 Equity Shares subject to adhere under the relevant laws and regulations as applicable.		Such number of Equity Shares so that the Application Value does not exceed ₹ 2,00,000 and application size is of at least 2,000 Equity Shares.

THESE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE LIMITED

Details of OFS by Promoter(s)/ Promoter Group/ Other Selling Shareholders: Not Applicable

PRICE, MINIMUM BID LOT & INDICATIVE TIMELINES

Issue Price	₹ 61/-	**Minimum lot size**	2000 Equity Shares
Issue Opening Date	**March 08, 2023 (Wednesday)**	**Initiation of Unblocking of Funds/refunds**	**On or before March 16, 2023 (Thursday)**
Issue Closing Date	**March 10, 2023 (Friday)**	**Credit of Equity Shares to demat accounts of Allotees**	**On or before March 17, 2023 (Friday)**
Finalization of basis of allotment with the Designated Stock Exchange	**On or before March 15, 2023 (Wednesday)**	**Commencement of Trading of Equity Shares on the Stock Exchanges**	**On or before March 20, 2023 (Monday)**

***For details of Basis of Issue Price, please refer to page 56 of the Prospectus.**

Details of WACA of all shares transacted over the trailing eighteen months from the date of Prospectus

Period	Weighted Average Cost of Acquisition (in ₹)	Issue Price is 'X' times the WACA	Range of acquisition price Lowest Price- Highest Price (in ₹)
Trailing Eighteen Month from the date of Prospectus	₹ 10	6.1	₹ 10 - ₹ 61

WACA: Weighted Average Cost of Acquisition shall be calculated on fully diluted basis for the trailing eighteen months from the date of prospectus.

RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of our company, there has been no formal market for the securities of our company. The face value of the shares is ₹ 10.00/- per equity shares and the issue price is 6.1 times of the face value. The issue price (as determined by our company in consultation with the lead manager) as stated in the chapter titled on *"Basis for Issue Price"* beginning on page no. 56 of the Prospectus should not be taken to be indicative of the market price of the equity shares after the equity shares are listed. No assurance can be given regarding an active and/or sustained trading in the equity shares of our company nor regarding the price at which the equity shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Prospectus. Specific attention of the investors is invited to the section titled *"Risk Factors"* beginning on page no. 8 of the Abridge Prospectus.

PROCEDURE

You may obtain a physical copy of the Bid-cum-Application Form and the Prospectus from the stock exchange, syndicate members, registrar to the issue, share transfer agents, depository participants, stock brokers, underwriters, bankers to the issue, investors' associations or Self Certified Syndicate Banks.

If you wish to know about processes and procedures applicable to this issue, you may request for a copy of the Prospectus and/or the General Information Document (GID) from the Lead Manager or download it from the websites of the Stock Exchanges i.e. www.bseindia.com; and the Lead Manager i.e. www.ifinservices.in.

PRICE INFORMATION OF LEAD MANAGER - Interactive Financial Services Limited

Issue Name	+/- % change in closing price, [+/- % change in closing benchmark]- 30th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 90th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 180th calendar days from listing
Bhatia Colour Chem Limited	-36.50 (-0.69)	-40.56% (-8.79%)	-30.00% (+2.68%)
Global Longlife Hospital and Research Limited	-40% (+0.27%)	-43.4% (+4.39%)	-47.00% (+9.12%)
Rachana Infrastructure Ltd (NSE EMERGE)	+62.44% (+0.09%)	+250.04% (+8.78%)	+716.59% (+16.17)
Dipna Pharmachem Limited	-41.05% -2.51%	-44.74% (+4.92%)	NA
Pace E-Commerce Ventures Limited	-61.99% (+4.16%)	-72.91% (+2.45%)	NA

Names of Lead Managers and contact details (telephone and email id) of Lead Manager	**Interactive Financial Services Limited** **Tel Number:** 079- 46019796, (M): +91 98980 55647 **Email:** mbd@ifinservices.in; **Investor Grievance Email:** info@ifinservices.in; **Website:** www.ifinservices.in; **Contact Person:** Mr. Pradip Sandhir
Names of Syndicate Members	Not Applicable
Names of Market Maker and contact details	**Beeline Broking Limited** **Tel Number:** +079- 66664040; **Email Id:** pcs@beelinebroking.com; **Investor Grievance Email ID:** support@beelinebroking.com **Website:** www.beelinebroking.com; **Contact Person:** Pradip R. Sandhir

Name of Registrar to the Issue and contact details	**Bigshare Services Private Limited** **Tel No.:** +022-62638200; **Email Id:** ipo@bigshareonline.com; **Investor Grievance E-mail:** investor@bigshareonline.com; **Website:** www.bigshareonline.com; **Contact Person:** Mr. Aniket Chindarkar
Name of Statutory & Peer Review Auditor	M/s C.R. Sharedalal Co; Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained	Not Applicable
Name of Debenture trustee	Not Applicable
Self Certified Syndicate Banks	The list of banks is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35
Non-Syndicate Registered Brokers	You can submit Bid cum Application Forms in the Issue to Non-Syndicate Registered Brokers at the Non-Syndicate Broker Centres. For further details, see section titled "Issue Procedure" beginning at page 151 of the Prospectus.
Details regarding website address(es)/ link(s) from which the investor can obtain list of registrars to issue and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable)	The details of the Designated Registrar and Share Transfer Agents Locations and Designated Collecting Depository Participant Locations, along with their names and contact details are available on the websites of the Stock Exchange (www.bseindia.com)and updated from time to time.

PROMOTER OF THE ISSUER COMPANY

Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification
1.	Vimal Mishra	Individual	**Vimal Mishra** aged 37 years, is Promoter and Managing Director of our Company. He has completed Bachelor of Commerce from Gujarat University in the year 2006. He is a driving force behind our Company. He has over all more than 17 years of experience in different field like sales in charge, project manager and working with the logistic company. He is Expertise in Negotiations, handling Operations, team building, Administration & Finance Sectors. He handles the overall affairs of the Company.
2.	Priyanka Mishra	Individual	**Priyanka Mishra** aged 39 years, is the Promoter, Chairman & Non-Executive Director of our company. She has Completed Post Graduate Diploma in Business Administration, specialized in Finance management from Symbiosis Center for Distance Learning, Pune in the year 2009. She has overall more than 10 years of experience in the handling the Administration work, monitoring the Marketing and Financing team and motivates them to achieve the target industry in which the company is presently engaged. Currently she is looking after Admin / HR Activities of the company along with Financial controller.

For further details, please refer chapter titled "Our Promoter and Promoter Group" on page no. 97 of the Prospectus.

BUSINESS OVERVIEW AND STRATEGY

Company Overview:

The Company is in the business of trading of cashew in to B2B Market. The Company is selling the Cashew to the wholesalers in the state of Gujarat only. Currently, the Company is not able to cater the demand of Gujarat State, hence it has not ventured to supply or develop market out of Gujarat. The cashews are packed in tin of 10 KG. The Company had instead of importing the RCN (Raw Cashew Nut) from other countries, which require to import in larger quantity and blocking of the Working Capital Fund, started buying the RCN from Gujarat who are importing from other countries and also from Kolam, Tuticorin and Manglore.

Product/Service Offering:
Revenue segmentation by product/service offering

Our product includes Cashews of different grades and packed in 10 KG tin pack. The Grade of the cashew nuts are on the basis of size of the cashew nuts and colour of the cashew nuts. Our Company has following premium grades such as W400, W320, W240, W210 and W180, DW and SW. During the Production the company also get the Broken cashew nuts, split cashew nuts which are also sold in the market. The products are processed under hygienic condition following the specific food grade standards recommended by the industry. The cashews husk which is after processing RCN is also by product and the same is also sold to Tannery Industries by the Company. Company also sells Cashew Nut shell which is the basic raw material to produce CNSL Oil which is useful in many industries like Paint / Oil / Laminates etc.

Geographies Served:

Revenue segmentation by geographies

The Company is doing trading in Ahmedabad and surrounding area of Gujarat.

Key Performance Indicators:

The financial performance of the company for the last three years (₹ in Lacs)

Particulars	As at November 30, 2022	As on March 31, 2022
Revenue (₹ in Lakhs)	839.98	0.00
Profit after Tax (₹ in Lakhs)	52.85	0.00
Earnings per share (Basic & diluted) (₹)	2.40	0.00
Net Asset Value per Equity Share (Basic & diluted) (₹)	16.78	-1.50
Total borrowings (₹ in Lakhs)	363.57	363.57

Client Profile or Industries Served:
segmentation in terms of top 5 clients or Industries:

The Company is in the business of trading of cashew in to B2B Market. The Company is selling the Cashew to the wholesalers in the state of Gujarat only. Currently, the Company is not able to cater the demand of Gujarat State, hence it has not ventured to supply or develop market out of Gujarat. The cashews are packed in tin of 10 KG.

(₹ in Lacs)

Particulars	Purchase / Sales							
	Till Nov. 30, 2022	%	2019-20	%	2020-21	%	2021-22	%
Top 5 Buyers	815.86	97.40	292.11	61.14	916.86	96.20	806.94	73.79
Top 5 suppliers	666.21	82.38	329.38	73.69	599.91	68.87	717.10	75.07

Intellectual Property, if any:

As on the date of the Prospectus, our Company has applied for trademark registration on October 10, 2022.

Trademark	Class
Prospect	29- Cashew nut

Market Share:

Not Ascertainable.

Manufacturing plant, if any:

Our Company is in the business of Trading Activities, we do not own any Manufacturing Plant.

Employee Strength:

As on November 30, 2022, we have the total strength of 08 permanent employees in various departments.

For further details, please refer chapter titled 'Business Overview' on page 66 of the Prospectus.

BOARD OF DIRECTORS				
Sr. No.	**Name**	**Designation**	**Experience & Educational Qualification**	**Other Directorships**
1.	Vimal Mishra	Managing Director	For details refer to *"Promoters of Our Company"* on page no. 5 of this Abridged Prospectus.	-
2.	Priyanka Mishra	Executive Director	For details refer to *"Promoters of Our Company"* on page no. 5 of this Abridged Prospectus.	-
3.	Riddhi Vasita	Non-Executive Director	**Experience:** She has overall 23 years of experience in the Finance and loan department. **Educational Qualification:** She had studied Bachelor of Arts from the Christ Church College, Kanpur.	1. Blackpearl Shipping Private Limited* 2. Blackpearl Shipping & Logistics Private Limited
4.	Nevil Soni	Non-Executive & Independent Director	**Experience:** He is having 10 years of experience in the Finance Field. After completion of his CPA, USA, he got the experience to work with the global organisations and industries. Currently, he is serving as an Audit and Assurance Manager in the global outsource accounting company CPA Firm). **Educational Qualification:** He has completed his professional Degree of Certified Public Accountant (CPA), USA. He holds bachelor degree in commerce from the Gujarat University.	1. Bhatia Colour Chem Lmited 2. Kelson Foods Limited
5.	Divya Shah	Non-Executive & Independent Director	**Experience:** He has more than 05 years of experience in various field such as, Design Engineering, Offshore Recruitment, Web Designing and Development and Trading. He uses his technical knowledge, mathematical expertise and design skills to create innovative solutions. **Educational Qualification:** He has completed Mechanical Engineering from Indrashil University in 2017.	1. Kelson Foods Limited

For further details, please refer chapter titled "Our Management" on page no. 88 of the Prospectus.

OBJECTS OF THE ISSUE

Our Company proposes to utilize the Net Proceeds from the issue towards the following objects:

1. Repayment of Unsecured Loans
2. Long-term working capital requirement
3. General Corporate Purpose

Details of means of finance –

In the event of a shortfall in raising the requisite capital from the Net Proceeds, towards meeting the objects of the Issue, the extent of the shortfall will be met by internal accruals or debt. In case of any surplus of monies received in relation to the Fresh Issue, we may use such surplus towards general corporate purposes.

The fund requirements for each of the objects of the Issue are stated as follows: (₹ in Lakhs)

Sr. No.	Objects of the Issue	Total estimated costs	Amount already deployed	Estimated utilization of net proceeds in FY 2022-2023	Estimated utilization of net proceeds in FY 2023-2024
1.	Repayment of Unsecured Loans	50.00	0	50.00	0.00
2.	Long-term Working capital requirement	440.00	0	260.00	180.00
3.	General corporate purposes[1]	160.00	0	160.00	0.00
	Total	**650.00**	**0**	**470.00**	**180.00**

[1]The amount utilized for general corporate purposes shall not exceed 25.00% of the gross proceeds of the issue.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years: Not Applicable

Name of monitoring agency, if any: Not Applicable

Terms of Issuance of Convertible Security, if any: Not Applicable

SHAREHOLDING PATTERN			
Sr. No.	**Particulars**	**Pre-Issue number of shares**	**% Holding of Pre issue**
1.	Promoter and Promoter Group	25,33,500	88.44
2.	Public	3,31,000	11.56
	Total	**28,64,500**	**100.00**

Number/amount of equity shares proposed to be sold by selling shareholders, if any: Not Applicable

RESTATED AUDITED FINANCIALS

(₹ In Lakhs, except per share data)

Particulars	For the Period ended on November 30, 2022	For the year ended 31 March 2022
Total income from operations (net)	839.98	0.00
Net Profit / (Loss) before tax and extraordinary items	74.30	-0.15
Net Profit / (Loss) after tax and extraordinary items	52.85	-0.15
Equity Share Capital	241.00	1.00
Reserves and Surplus	52.70	-0.15
Net worth	293.70	0.85
Basic & diluted earnings per share (₹)*	16.78	-1.50
Return on net worth (%)	18.00 %	(17.65) %
Net Asset Value Per Share (₹)*	12.19	8.50

**post bonus issue*

INTERNAL RISK FACTORS

The below mentioned risks are top 5 risk factors as per the Prospectus.

1. **The top ten Buyers and suppliers for raw material contribute our total revenue. We do not have long term agreement with the customer or supplier.**

   Upto November 30, 2022 the Revenue from top Five customers was 97.13% of the total turnover (including tax). The loss of any customer or a decrease in the volume of orders may severely affect our revenues and profitability.

   Upto November 30, 2022 the purchase of Raw Material from top 5 suppliers was 82.40% of the total purchase of material. If we are not able to agree with the terms for the supply of material or we are not able to find the alternative supplier of raw material, may severely affect our revenue and profitably.

2. **We do not own registered office from which we operate.**

   The registered office is not owned by us. Our company has taken premises on lease basis and has entered into lease agreement with Jagjeetkaur Ajay Sharma. The premises have been taken by us on lease with a condition that both the parties to this agreement may renew after the expiration thereof. The Company had not renewed the Rent Agreement after the expiration of the same.

3. **Our factory premises are on rental basis.**

   Our factory is situated at Shed No7 and 8, Sadbhav Industrial Park, Village Dhamtavan, Tal. Daskroi, Dist. Ahmedabad. We have taken shed no. 7 on lease basis from Sunilbhai Jaggannath More and Harshadbhai Govindbhai Patel for a period 11 months and 29 days w.e.f. July 11, 2022 at a monthly rent of ₹ 12,500/- p.m., however it can be renewed with 10% rise in rent if both the party agrees. We have taken Shed no. 8 on lease basis from Vaishali Zaverbhai Patel and Nitaben Zaverbhai Patel for a period

11 months w.e.f. April01,2022 at a monthly rent of ₹ 40,000/- p.m., however it can be renewed with the 10% rise in the rent if both the party agrees.

4. **We have expanded our production capacity from 150 TPA to 1200 TPA.**

   In the FY 2022 inspired by the growth, demand of the product and acceptance of the product the firm had enhanced the cashew processing plant from 150 to 1200 tons p.a. To keep our factory operated at 100% capacity, we have to vigorously increased our marketing efforts and also expand our operation beyond the state of Gujarat.

5. **If We are not able to procure Quality Raw Material in a timely manner, our business, results of Operations and financial conditions may be adversely affected.**

   The Raw Cashew Nuts is agro based product and are subject to price fluctuations as a result of seasonality, weather, demand in local and international market and other factors. We try to keep our raw material cost by timing our purchases and delivery months. We typically do not enter into long term supply arrangements for procurement of raw materials. We enter into short term contracts for procurement of raw material. Several criteria can be used to specify the cashew nuts quality such as colour, shape, brightness, exterior aspect.

For further details, please refer chapter titled 'Risk Factors" on page 18 of the Prospectus.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total Number of Outstanding Litigations Against the Company, Director, Promoters, Subsidiaries and the Amount Involved

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Aggregate amount involved (₹ in lakhs)
Company						
By the Company	NIL	NIL	NIL	NIL	NIL	NIL
Against the Company	NIL	1	NIL	NIL	NIL	38.95
Directors						
By our Directors	NIL	NIL	NIL	NIL	NIL	NIL
Against the Directors	NIL	NIL	NIL	NIL	NIL	NIL
Promoters						
By Promoters	NIL	NIL	NIL	NIL	NIL	NIL
Against Promoters	NIL	NIL	NIL	NIL	NIL	NIL
Subsidiaries						
By Subsidiaries	NIL	NIL	NIL	NIL	NIL	NIL
Against Subsidiaries	NIL	NIL	NIL	NIL	NIL	NIL

B. Brief details of top 5 material outstanding litigations against the company and amount involved

1) Taxation Matters

Direct and Indirect Taxes

INCOME TAX		
Assessment Year	**Tax Liability (in ₹ Lacs)**	**Date of order**
2019-20	38.95	December 12, 2019

C. There is no outstanding Regulatory action taken by SEBI or Stock Exchange against the promoters in last five financial years including Outstanding Action. – Nil .

D. Brief details of outstanding criminal proceedings against director(s) of our company – Nil

For further details, please refer chapter titled 'Outstanding Litigation and Material Developments" on page 127 of the Prospectus.

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulation issued there under, as the case may be. We further certify that all statements in the Prospectus are true and correct.