

RBZ[®]

JEWELLERS LTD.

(Formerly Known as RBZ Jewellers Pvt. Ltd.)

14th May 2024

To,
Department of Corporate Services
BSE Limited,
P J Towers, Dalal Street,
Mumbai - 400 001

To,
Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor Plot No. C/1,
G. Block Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

Security Code: 544060
Security ID: RBZJEWEL

Symbol: RBZJEWEL

Dear Sir/Madam

Sub: Report of Monitoring Agency for the quarter ended December 31, 2023

Pursuant to Regulation 32(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 41(4) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, please find enclosed herewith Monitoring Agency Report issued in respect of the utilization of the proceeds of the Initial Public Offer ("IPO") of the Company for the quarter and year ended March 31, 2024, by CRISIL Ratings Limited, the Monitoring Agency.

This report will also be hosted on the Company's website www.rbzjewellers.com.

We request you to take the above on record.

Thanking you,

For, RBZ Jewellers Limited



Harit R Zaveri
Joint Managing Director
DIN:02022111

**Monitoring Agency Report
for
RBZ Jewellers Limited
for the quarter ended
March 31, 2024**

CRL/MAR/ RBZJLR /2023-24/1122

May 14, 2024

To
RBZ Jewellers Limited
Block-D, Mondeal Retail Park
S.G. Highway, Ahmedabad, Gujarat- 380054

Dear Sir,

**Monitoring Agency Report for the quarter ended March 31, 2024- in relation to the Initial Public Offer ("IPO")
of RBZ Jewellers Limited ("the Company")**

Pursuant to Regulation 41 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**ICDR Regulations**") and Monitoring Agency Agreement dated December 01, 2023, entered with the Company, we enclose herewith the Monitoring Agency Report, issued by CRISIL Ratings Limited, as per Schedule XI of the SEBI ICDR Regulations towards utilization of IPO proceeds for the quarter ended March 31, 2024.

Request you to kindly take the same on records.

Thanking you,
For and on behalf of CRISIL Ratings Limited



Sushant Sarode
Director, Ratings (LCG)

Report of the Monitoring Agency (MA)

Name of the issuer: RBZ Jewellers Limited

For quarter ended: March 31, 2024

Name of the Monitoring Agency: CRISIL Ratings Limited

(a) Deviation from the objects: Not applicable

(b) Range of Deviation: Not applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit-related analyses. We confirm that we do not perceive any conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Signature: 

Name and designation of the Authorized Signatory: Sushant Sarode

Designation of Authorized person/Signing Authority: Director, Ratings (LCG)

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1) Issuer Details:

Name of the issuer	RBZ Jewellers Limited
Names of the promoter	a. Rajendra Kantilal Zaveri b. Harit Rajendrakumar Zaveri
Industry/sector to which it belongs	Gems, Jewellery and Watches

2) Issue Details

Issue Period:	Tuesday, December 19, 2023, to Thursday, December 21, 2023
Type of issue (public/rights):	Initial Public Offer (IPO)
Type of specified securities:	Equity Shares
IPO Grading, if any:	NA
Issue size:	Fresh issuance - gross proceeds of Rs 10,000 lakh (net proceeds of Rs 8,902.00 lakh)

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

Particulars	Reply	Source information of / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Management undertaking, Statutory Auditor's Certificate ^, Final Offer Document, Bank Statements	No Comments	No Comments
Whether shareholder approval has been obtained in case of material deviations from expenditures disclosed in the Offer Document?	NA		No Comments	No Comments
Whether the means of finance for the disclosed objects of the issue has changed?	NA		No Comments	No Comments

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Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Is there any major deviation observed over the earlier monitoring agency reports?	No	Management undertaking, Statutory Auditor's Certificate ^	No Comments	No Comments
Whether all Government/statutory approvals related to the object(s) have been obtained?	NA		No Comments	No Comments
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	NA		No Comments	No Comments
Are there any favorable events improving the viability of these object(s)?	No		No Comments	No Comments
Are there any unfavorable events affecting the viability of the object(s)?	No		No Comments	No Comments
Is there any other relevant information that may materially affect the decision making of the investors?	No		No Comments	No Comments

NA represents Not Applicable

^Certificate dated May 09, 2024, issued by M/s G. K. Choksi & Co, Chartered Accountants (Firms' Registration No. 101895W), Statutory Auditors of the Company.

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4) Details of object(s) to be monitored:

i. Cost of the object(s):

Sr. No	Item Head	Source of information/certifications considered by MA for preparation of report	Original cost (as per the Offer Document) (Rs in lakh)	Revised Cost (Rs in lakh)	Comments of the MA	Comments of the Board of Directors		
						Reason of Cost revision	Proposed financing option	Particulars of firm arrangements made
1	Funding working capital requirements of the Company	Management undertaking, Statutory auditor's certificate^, Prospectus	8,074.91	8,074.91	No Revision	No Comments		
2	General Corporate Purposes (GCP)#		827.09	827.09	No Revision	No Comments		

^Certificate dated May 09, 2024, issued by M/s G. K. Choksi & Co, Chartered Accountants (Firms' Registration No. 101895W), Statutory Auditors of the Company.

#Brief description of objects:

Object of the Issue	Description of objects as per the offer document filed by the issuer
Funding working capital requirements of the Company	The Company's business model comprises of wholesale as well as retail sales. Under wholesale segment, it undertakes confirmed orders for supply of various jewellery products and the payment is received upon our supply of the finished goods as per the agreed credit period. This model requires significant investment in working capital i.e., in entire production cycle and debtor collection period. In the retail segment, it needs working capital to finance the production cycle and also to hold inventory of finished goods in our showroom to effect the sales.
GCP	The general corporate purposes for which the issuer proposes to utilise Net Proceeds include investments such as capital expenditure, acquiring business premises acquisitions, enhancing our technology related infrastructure, repayment of long-term borrowings and/or funding any shortfall in any of the abovementioned objects, subject to compliance with the necessary provisions of the applicable laws.

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ii. Progress in the object(s):

Sr. No.	Item Head#	Source of information/certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document (Rs in lakh)	Amount utilized (Rs in lakh)			Total unutilized amount (Rs in lakh)	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter	During the quarter	At the end of the quarter			Reasons for idle funds	Proposed course of action
1	Funding working capital requirements of the Company	Statutory Auditor's Certificate^, Management Undertaking, Prospectus, Bank Statements	8,074.91	7,039.84	1,035.07*	8,074.91	-	Rs 1,033.56 lakh and Rs 1.51 lakh utilised through Axis Bank and IDBI Bank respectively for outstanding working capital payments.	No Comments	
2	GCP	Statutory Auditor's Certificate^, Management Undertaking	827.09	-	-	-	827.09	No proceeds were utilized towards this object during the quarter.	These funds will be utilized in the next quarter	
Total			8,902.00	7,039.84	1,035.07	8,074.91	827.09			

*During the reported quarter, the utilization has been made through CC account of the Company, reason being the net banking facilities are not available in the Monitoring Agency account of the Company maintained with Axis Bank. Hence, accordingly the funds transfer requests are given to Axis bank to transfer amount from the monitoring agency account of the Company to the current account and CC account for further utilization.

^Certificate dated May 09, 2024, issued by M/s G. K. Choksi & Co, Chartered Accountants (Firms' Registration No. 101895W), Statutory Auditors of the Company

iii. Deployment of unutilised IPO proceeds[^]:

S. No.	Type of investment and name of the entity invested in	Amount invested (Rs in lakh)	Maturity Date	Return on Investment (%)	Earnings (Rs in lakh)	Market Value as at the end of quarter (Rs in lakh)*
1	FD No. 9105000364911	200.38	03-04-2024	5.26	0.34	200.72
2	FD No. 9105000364928	200.38	03-04-2024	5.26	0.34	200.72
3	FD No. 9105000364935	324.33	03-04-2024	5.26	0.28	324.61
4	FD No. 9105000364942	200.00	03-04-2024	5.26	0.34	200.34
Total		925.09	Refer Note	-	1.30	926.39

Note: Total unutilized net proceeds as at the end of the quarter stood at Rs 827.09 lakh which is parked in the above-mentioned FDs. In FD No. 9105000364942, out of Rs 200.00 lakh, Rs 98.00 lakh pertains to unutilized issue expenses, which the Company had transferred from the Public Issue account to its MA account during the quarter ended December 31, 2023.

[^] On the basis of management undertaking and certificate dated May 09, 2024, issued by M/s G. K. Choksi & Co, Chartered Accountants (Firms' Registration No. 101895W), Statutory Auditors of the Company.

iv. Delay in implementation of the object(s)[^] -

Object(s)	Completion Date		Delay (no. of days/months)	Comments of the Board of Directors	
	As per the Offer Document	Actual		Reason of delay	Proposed course of Action
GCP	Fiscal 2024	Q1 FY 2025*	Note	The Company had not finalized negotiation terms with bank for long term debt restructuring	This will be utilized in the next quarter

[^] **Note** - On the basis of management undertaking and certificate dated May 09, 2024, issued by M/s G. K. Choksi & Co, Chartered Accountants (Firms' Registration No. 101895W), Statutory Auditors of the Company, it has been submitted that the Company has not utilized any amount towards this object till quarter ended 31st March 2024 and the pending utilisation is proposed to be utilised by Q1 of FY 2025 hence same is to be considered as revised estimate for utilisation towards the referred object.

*The Board has approved the utilization of GCP of Rs 827.09 lakh in the Q1 of the Financial year 2024-2025.

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

Not Applicable based on the basis of management undertaking and certificate dated May 09, 2024, issued by M/s G. K. Choksi & Co, Chartered Accountants (Firms' Registration No. 101895W), Statutory Auditors of the Company.

Disclaimers:

- a) *This Report is prepared by CRISIL Ratings Limited (hereinafter referred to as "Monitoring Agency" / "MA" / "CRL"). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever.*
- b) *This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditor or from peer reviewed CA firms appointed by the Issuer believed by it to be accurate and reliable.*
- c) *Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.*
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