



ANNEXURE A

MANAGEMENTS PERCEPTION OF RISK FACTORS

An investment in the Equity Shares of the company involves a high degree of risk. You should carefully consider each of the following risk factors and all other information set forth in this document before making an investment in equity shares of the company. The risk and uncertainties described below are not the only risks that we currently face. additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may also adversely affect our business, financial condition, results of operations and cash flows.

If any or some combination of the following risks, other risk that are not currently known or believed to be adverse, actually occur, our business, financial condition and results of operations could suffer, the trading price of, and the value of your investment in the Equity shares of our company may decline and you may lose all or part of your investment. In making an investment decision with respect to this offer, you must rely on your own examination of the company and the terms of this offer including the merits and the risks involved.

FORWARD-LOOKING STATEMENTS

This offer letter contains certain "forward-looking statements". These forward-looking statements generally can be identified by words or phrases such as "aim", "anticipate", "believe", "expect", "estimate", "intend", "objective", "plan", "project", "will", "will continue", "will pursue" or other words or phrases of similar import. Similarly, statements that describe our strategies, objectives, plans or goals are also forward-looking statements. All forward-looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement.

Actual results may differ materially from those suggested by forward-looking statements due to risks or uncertainties associated with expectations relating to, inter alia, regulatory changes pertaining to the industries in India in which we operate and our ability to respond to them, our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks, general economic and political conditions in India which have an impact on its business activities or investments, the monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic laws, regulations and taxes and changes in competition in the industries in which we operate.

RISKS RELATING TO OUR BUSINESS

- ✓ The company's business is subject to regulations by several authorities, which could have an adverse effect on the company's business and the results of operations;
- ✓ Changes in laws and regulations governing the business may adversely affect the company's business, financial condition, results of operations and Prospectus.
- ✓ We can not predict the effect of the company's business of the proposed laws and regulations IT and the Agrotech Industry.



- ✓ Global economic Volatility adversely affect the company's business financial condition and results of operations.
- ✓ Inability to attract motivate integrate or retain qualified personnel at levels of experience that are necessary to maintain quality and reputation may adversely affect the company's business.
- ✓ Diversification into new business verticals and the introduction of new products and services may not be successful, which may adversely affect the company's business and Prospectus;
- ✓ Competition from other IT Companies, as well as government sponsored social programs may adversely affect the company's business and competitive position;
- ✓ The markets in which company is involved are intensely competitive. The company competes with other companies in India which often establish and peruse similar strategic business plans. Competitors may have stronger relationships and associations with the company's current or potential customers, counterparties and business partners. Competitors may also have, Greater Financial, Technical, Marketing, Distribution, Information, Human and other resources than the company and may be stronger in certain of the market segments in which the company operate;
- ✓ The company requires certain statutory approvals for conducting its business and any failure to obtain or renew them in a timely manner, or at all, may adversely affect its business.
- ✓ Any future issuance of equity may dilute your shareholding and any future sales of equity by major shareholders may adversely affect the trading price of the equity shares.
- ✓ The company's ability to pay dividends will depend upon applicable laws, including capital adequacy standards, future earnings, financial condition, working capital requirements, Capital Expenditure and there can be no assurance that the company will be able to dividends in the future;

RISK RELATING TO INDIA

- ✓ If terrorist attack or social unrest in India increase, the company's business could be adversely affected and the trading price of the equity shares could decrease;
- ✓ Natural disaster could have an adverse effect on the Indian economy, the company's business and the trading price of its equity shares.
- ✓ All the revenue of the company is derived from business in India and a decline in economic growth in India could adversely affect its business.
- ✓ Political instability or changes in the Government of India or in the government of states could cause significant adverse effects on the company's business and trading price of its equity shares;
- ✓ Uncertainties relating to recent tax regulations may impact the company's business;
- ✓ The company may be affected by competition law in India and any adverse application or interpretation of the competition act could adversely affect its business.



RISKS RELATING TO THE EQUITY SHARES

- The Equity Shares of the company are currently Unlisted at Indian NSE & BSE stock exchange.
- The Market price of the Equity Shares of the company may be Subject to Volatility and you may not be able to sell your equity shares at or above the issue price;
- The Market price of securities may be highly volatile. Factors affecting the market price of equity shares Include:
 - 1** Variations in operating results of the company;
 - 2** Announcements of new Products, strategic alliances or Agreements by us /by Competitors;
 - 3** Increase and Decrease in member base of the Company;
 - 4** Recruitment or departure of key Personnel;
 - 5** Favorable or unfavorable reports by a section of the media concerning the IT Business in general, or in relation to business and operations of the company.
 - 6** Misinformation campaigns by any disgruntled employees and management, whether presently on our rolls or not.
 - 7** Changes in the estimates of operating results or changes in recommendations by any securities analysts that elect to research and report on Equity shares of the company;
 - 8** Market conditions affecting the Information Technology sector generally, and the economy as a whole; and
 - 9** Adoption or modification of regulations, policies, procedures or programs applicable to business of the company.
- If the stock markets experience a loss of investor confidence, the trading price of the equity shares of the company could decline for reasons unrelated to business, financial conditions or operating results of the company. The trading price of equity shares of company might also decline in reaction events that affect other companies in similar industry even if these events do not directly affect the company.
- Investors may be subject to Indian taxes arising out of capital gains on the sale of equity shares.
- There is no guarantee that the Equity shares of the company will be listed or continue to be listed, on BSE limited in a timely manner or at all and prospective investors will not be able to immediately sell their Equity shares.
- Restrictions on daily movements in the trading price of the equity shares of the company May adversely affect a shareholders ability to sell equity shares or the price at which equity shares can be sold at a particular point in time

Place: _____

Sign:

Date:

Name: -----