Zappfresh.com

Date:- September 11, 2026

To,

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001,
Maharashtra, India

Scrip Code: 544568 **Scrip ID: ZAPPFRESH**

Sub: Submission of Monitoring Agency Report for the Quarter ended June 30, 2026

Dear Sir(s),

Pursuant to Regulation 32(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Regulation 82(4) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, please find enclosed herewith Monitoring Agency Report for the Quarter ended June 30, 2026, issued by CARE Ratings Limited in respect of utilisation of funds raised through Public Issue of equity shares of the Company.

Please take the above information on record.

Thanking you,

Yours faithfully,
For DSM Fresh Foods Limited
(Formerly known as DSM Fresh Foods Private Limited)

DEEPANSHU MANCHANDA
Digitally signed by DEEPANSHU MANCHANDA
Date: 2026.09.11 12:50:19 +05'30'

Deepanshu Manchanda
Managing Director
DIN:- 07108044
Address:-2710/7 Second Floor Street No. 7,
Chuna Mandi, Pahar Ganj, New Delhi 110055

Encl: Monitoring Agency Report

CareEdge RATINGS

No. CARE/NRO/GEN/2026-27/1119

The Board of Directors
DSM Fresh Foods Limited
115-116, First Floor, Vishal
Tower District Centre,
Janakpuri
Delhi - 110058

August 14, 2026

Dear Sir/Ma'am,

Monitoring Agency Report for the quarter ended June 30, 2026 - in relation to the IPO of DSM Fresh Foods Limited ("the Company")

We write in our capacity of Monitoring Agency for the Initial Public Offering (IPO) for the amount aggregating to Rs. 59.06 crore of the Company and refer to our duties cast under 262 of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended June 30, 2026, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated August 25, 2025.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,

Akhil Kumar

Akhil Kumar
Associate Director
akhil.kumar@careedge.in

Report of the Monitoring Agency
Name of the issuer: DSM Fresh Foods Limited
For quarter ended: June 30, 2026
Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: Yes

- As per the implementation schedule outlined in the offer document, the company was expected to deploy Rs 12.50 crore under the "Working Capital Requirement" object during FY26 and Rs. 12.50 crore in FY27. Similarly, Rs. 1.09 crore was to be deployed under "Unidentified Acquisition and General Corporate Purposes" during FY26 and Rs. 1.09 crore during FY27. However, by June 30, 2026, the company had already utilized ₹24.83 crores under WC requirement and ₹2.12 crore under UA & GCP, significantly exceeding the planned allocation. Further no specific shareholder's approval has been obtained for the same.
- Object clause specifies the entire Rs. 15.00 crore under "Marketing expenditure" clause to be utilized specifically for "Advertisement through HT Media Platform", however expenses under this particular object have been done for advertisement & marketing through other sources such as google ads, Facebook ads, offline marketing as well as other performance marketing.

(b) Range of Deviation: 10-25%

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 there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

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.

Akhil Kumar

Signature:
Name and designation of the Authorized Signatory: Akhil Kumar
Designation of Authorized person/Signing Authority: Associate Director

1) **Issuer Details:**

Name of the issuer : DSM Fresh Foods Limited
Name of the promoter : Deepanshu Manchanda & Priya Aggarwal
Industry/sector to which it belongs : Food products – Meat products including poultry

2) **Issue Details**

Issue Period : September 26, 2025, to October 6, 2025
Type of issue (public/rights) : Public
Type of specified securities : Equity
IPO Grading, if any : -
Issue size (in crore) : Rs. 59.06 crore

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

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
Whether all utilization is as per the disclosures in the Offer Document?	No	CA Certificate*, Management Certificate, Offer document, Bank Statements	- As per the implementation schedule outlined in the offer document, the company was expected to deploy Rs 12.50 crore under the "Working Capital Requirement" object during FY26 and Rs. 12.50 crore in FY27. Similarly, Rs. 1.09 crore was to be deployed under "Unidentified Acquisition and General Corporate Purposes" during FY26 and Rs. 1.09 crore during FY27. However, by June 30, 2026, the company had already utilized ₹24.83 crores under WC requirement and ₹2.12 crore under UA & GCP, significantly exceeding the planned allocation. To the extent the Company is unable to utilise any portion of the Net Proceeds towards the Objects, as per the estimated schedule of deployment specified, they shall deploy the Net Proceeds in the subsequent financial Years towards the Objects. However, this early and excess utilization may adversely impact on the availability of funds for these specific objects in subsequent periods and affects the viability of funds requirements in FY27. **(Note 1)** - Under "marketing expenditure", entire Rs. 15.00 crore was to be utilized towards "Advertisement through HT Media Platform". During Q1FY27, company	- As per the Prospectus, the proposed amounts under "Working Capital Requirement" and "Unidentified Acquisitions and General Corporate Purposes" were basis estimates of management. Although the timing of actual utilization depends on multiple business factors. - As per the Prospectus, company intends to do branding and marketing by collaborating with social media platforms. Company has utilized the funds for the same purpose through HT Media and other channels depending on the estimated returns from each channel.

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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
			incurred Rs. 5.25 crore for advertisement & marketing through other sources such as google ads, Facebook ads, offline marketing as well as other performance marketing., under the object of "Marketing expenditure", which is not specifically covered under "Advertisement through HT Media Platform". **(Note 2)**	
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document?	No	Management Certificate	- No shareholder approval has been taken for any of the deviations from the offer document.	NA
Whether the means of finance for the disclosed objects of the issue have changed?	No	Management Certificate	- Refer above note 1	No Comments
Is there any major deviation observed over the earlier monitoring agency reports?	No	Management Certificate, Previous MA report	- No major deviation observed over the Q4FY26 monitoring report.	No Comments
Whether all Government/statutory approvals related to the object(s) have been obtained?	Not Required	Management Certificate	- Not applicable	No Comments
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not applicable	Management Certificate	- Not Applicable	No Comments
Are there any favorable/unfavorable events affecting the viability of these object(s)?	No	Management Certificate; Bombay Stock Exchange	- Refer above note 1	No Comments
Is there any other relevant information that may materially affect the decision making of the investors?	Yes	Management Certificate; Bombay Stock Exchange	- As on August 12, 2026, the market price of the Company's equity shares is ~Rs 74 which is below the issue price of Rs. 100 per share. - As per the audit report for FY26, it has been stated that company has not complied with Section 185 of the Companies Act, 2013 relating to unsecured advances/loans to Managing Director Deepanshu Manchanda and Director Priya Aggarwal. During FY26, ₹47.33 lakh was advanced to Deepanshu Manchanda and ₹203.10 lakh to Priya Aggarwal; balances outstanding as at 31 March 2026 were ₹40.25 lakh and ₹34.75 lakh respectively. The company subsequently obtained shareholder approval for loans, guarantee or security under section 185 of the companies act, 2013 up to Rs.100 crores, through the Extra-Ordinary	- The share price is not within our control. It depends on market conditions and several other external factors, including sentiment, industry trends, and overall economic conditions. - Advances were provided to the Directors for distribution and utilization towards various office-related expenses incurred by staff, including travelling expenses, staff welfare expenses, repairs and maintenance, and other operational expenses. The expenses were subsequently

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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
			General Meeting ('EGM') held on Saturday, July 25, 2026. - Refer above note 1 & note 2	accounted for based on supporting documents and expense details submitted.

* CA Certificate from Statutory Auditor KRA & Co. dated August 11, 2026.

The said CA certificate provides limited assurance regarding the details mentioned: "Pursuant to the requirement of the management, it is our responsibility to provide the limited assurance whether the amount in the statement of utilization of funds received from the monitoring agency as on relevant date have been accurately extracted from the relevant records like bank statements etc., maintained by the company and whether the calculation is arithmetically correct".

#Where material deviation may be defined to mean:

a) Deviation in the objects or purposes for which the funds have been raised

b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents.

4) Details of objects to be monitored:

(i) Cost of objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of – firm arrangements made
1	Capital expenditure requirement	CA Certificate*, Final offer document	10.68	NA	NA	No Comments	No Comments	No Comments
2	Marketing expenditure	CA Certificate*, Final offer document	15.00	NA	NA	No Comments	No Comments	No Comments
3	Working capital requirements	CA Certificate*, Final offer document	25.00	NA	NA	No Comments	No Comments	No Comments
4	Unidentified Acquisition and General Corporate Purposes	CA Certificate*, Final offer document	2.18	NA	NA	No Comments	No Comments	No Comments
5	Issue Related Expenses	CA Certificate*, Final offer document	6.21	NA	NA	No Comments	No Comments	No Comments
	Total		**59.06**	NA				

* CA Certificate from Statutory Auditor KRA & Co. dated August 11, 2026

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(ii) Progress in the objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore	Amount Utilised in Rs. Crore			Total unutilised amount in Rs. crore	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore			Reasons for idle funds	Proposed course of action
1.	Capital expenditure requirement	CA Certificate*, Management certificate, Bank Statement	10.68	4.04	1.61	5.64	5.03	Utilization done towards capital expenditure on cold storage operated by the company and purchase of vehicle for transportation.	Utilization basis the actual business requirements.	To be utilized in next quarters
2.	Marketing expenditure^	CA Certificate*, Management certificate, Bank Statement	15.00	3.35	5.25	8.60	6.40	Amount utilised for online/ offline advertising and performance marketing^	Utilization basis the actual business requirements.	To be utilized in next quarters
3.	Working capital requirements	CA Certificate*, Management certificate, Bank Statement	25.00	24.83	-	24.83	0.17	Nil Spent during the quarter	Utilization basis the actual business requirements.	To be utilized in next quarters
4.	Unidentified Acquisition and General Corporate Purposes	CA Certificate*, Management certificate, Bank Statement	2.18	2.12	-	2.12	0.06	Nil Spent during the quarter	Utilization basis the actual business requirements.	To be utilized in next quarters
5.	Issue Related Expenses	CA Certificate*, Management certificate, Bank Statement	6.21	6.14	-	6.14	0.07	Nil Spent during the quarter	Utilization basis the actual business requirements.	To be utilized in next quarters
Total			**59.06**	**40.48**	**6.86**	**47.33**	**11.73**			

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* CA Certificate from Statutory Auditor KRA & Co. dated August 11, 2026.

^ Object clause specifies the entire Rs. 15.00 crore under "Marketing expenditure" clause to be utilized specifically for "Advertisement through HT Media Platform", however expenses under this particular object have been done for advertisement & marketing through other sources.

(iii) Deployment of unutilized proceeds:

Sr. No.	Type of instrument and name of the entity invested in	Amount invested	Maturity date	Earning	Return on Investment (%)	Market Value as at the end of quarter
1.	Fixed deposits - ICICI Bank (707413000004)	3.00	11-11-2026	0.19	6.25%	3.00
2.	Fixed deposits – ICICI Bank (707410000017)	2.00	02-09-2026	0.00	4.50%	2.00
3.	Fixed deposits - Yes Bank (102540600025246)	3.00	07-11-2026	0.20	6.75%	3.00
5.	Standard Chartered Bank Monitoring Account (A/c no. 52505153501)	*3.87				3.87
TOTAL		**11.87**				

**The amount includes interest of Rs 0.14 crore earned on fixed deposit.*

(iv) Delay in implementation of the object(s) –

Objects	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
Capital expenditure requirement	50% during FY2025-26 50% during FY2026-27	Ongoing	#	No Comments	No Comments
Marketing expenditure				No Comments	No Comments
Working capital requirements				No Comments	No Comments
Unidentified Acquisition and General Corporate Purposes				No Comments	No Comments
Issue Related Expenses*	-			No Comments	No Comments

*No timeline is mentioned in the offer document for issue related expenses.

As per the offer document, it is mentioned that "To the extent our Company is unable to utilize any portion of the Net Proceeds towards the Objects, as per the estimated schedule of deployment specified above, our Company shall deploy the Net Proceeds in the subsequent Financial Years towards the Objects."

By March 31, 2026, the company had already utilized significantly higher than 50% during FY2025-26 under the objects Working capital requirements and Unidentified Acquisition and General Corporate Purposes, significantly exceeding the planned allocation. This early and excess utilization may adversely impact on the availability of funds for these specific objects in subsequent period i.e. FY27.

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

Sr. No	Item Head^	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
-	-	#	-	-	No Comments Received
	Total	-			

 # No amount has been utilized for General Corporate Purpose during Q1FY27.

^ Section from the offer document related to UA & GCP:

"We intend to utilize ₹ 217.78 lakhs of the net proceed towards unidentified acquisitions, subject to 35% of the amount raised by our Company, and the amount to be utilized for our object of 'Unidentified Acquisition' shall not exceed 25% of the amount raised by our Company.

The amount of Net Proceeds proposed to be deployed for funding potential acquisitions is based on our management's current estimates and budgets, and our Company's historical acquisitions and strategic investments and partnerships, and other relevant considerations. The actual deployment of funds and the timing of deployment will depend on a number of factors, including the timing, nature, size and number of acquisitions or strategic initiatives proposed, as well as general macro- or micro-economic factors affecting our results of operation, financial condition and access to capital.

As on the date of this Prospectus, we have not identified any specific targets with whom we have entered into any definitive agreements. Our acquisition strategy is primarily driven by our Board, and typically involves detailed due diligence being undertaken by us on the potential target, and subsequently negotiating and finalizing definitive agreements towards such acquisition. In addition, our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for general corporate purposes. In accordance with the policies set up by our Board, we have flexibility in applying the remaining Net Proceeds, for general corporate purpose including but not restricted to, meeting operating expenses, initial development costs for projects other than the identified projects, and the strengthening of our business development and marketing capabilities, meeting exigencies, which the Company in the ordinary course of business may not foresee or any other purposes as approved by our Board of Directors, subject to compliance with the necessary provisions of the Companies Act. We confirm that any issue related expenses shall not be considered as a part of General Corporate Purpose.

Further, we confirm that the amount for general corporate purposes, as mentioned in this Prospectus, shall not exceed 15% of the amount raised by our Company through this Issue or ₹10 crores, whichever is less.

Our Directors, Key Managerial Personnel, Senior Management Personnel and Group Company, do not have any interest in the proposed investment to be made by our Company towards acquisitions & other strategic initiatives and general corporate purposes."

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Disclaimers to MA report:

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as **"Monitoring Agency/MA"**). 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 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.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from statutory auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.

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