

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.cotandcandy.com.

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



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PACE E-COMMERCE VENTURES LIMITED
CIN: U51909PN2015PLC156068, Date of Incorporation: August 05, 2015

Registered and Corporate Office	Contact Person	Email and Telephone	Website
Anugrah Bunglow, Street 4, Pallod Farms II, Shambhu Vihar Society, Nankude Vasti, Aundh, Pune -411045, Maharashtra, India	Ms. Nikita Padiwal, Company Secretary and Compliance Officer	Tel No.: +91 85309 99431 Email: compliance@pacesports.in	www.cotandcandy.com

OUR PROMOTER OF THE COMPANY

Mr. Shaival Dharmendra Gandhi

Details of Offer to Public

Type of Issue	Fresh Issue Size	OFS Size	Total Issue Size	Issue Under	Share Reservation		
					QIB	NII	RII
Fresh & Offer for Sale	₹ 4120.00 Lakhs	₹ 2533.39 Lakhs	₹ 6653.39 Lakhs	The Issue is being made pursuant to Regulation 229 (2) of SEBI (ICDR) Regulations.	Such number of Equity Shares in multiples of 1,200 Equity Shares such that the Application Value exceeds ₹ 2,00,000 and the Application Size does not exceed 64,59,600 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 1,200 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

Name	Type	No of Shares offered/ Amount in Rs.	WACA in Rs per Equity
Shaival Dharmendra Gandhi	Promoter	22,41,600	15.48
Dharmendra Ratilal Doshi	Public	70,000	20.00
Dixit Pramukhlal Mehta	Public	58,000	44.12
Kaushal Jitendra Doshi HUF	Public	60,000	25.00
Pravina Jitendra Maniyar	Public	30,000	20.00

PRICE, MINIMUM BID LOT & INDICATIVE TIMELINES

Issue Price	₹ 103/-	Minimum lot size	1200 Equity Shares
Issue Opening Date	September 29, 2022 (Thursday)	Initiation of Unblocking of Funds/refunds	On or before October 11, 2022 (Tuesday)
Issue Closing Date	October 04, 2022 (Tuesday)	Credit of Equity Shares to demat accounts of Allotees	On or before October 12, 2022 (Wednesday)
Finalization of basis of allotment with the Designated Stock Exchange	On or before October 10, 2022 (Monday)	Commencement of Trading of Equity Shares on the Stock Exchanges	On or before October 13, 2022 (Thursday)

*For details of Basis of Issue Price, please refer to page 66 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 Rs.)	Issue Price is 'X' times the WACA	Range of acquisition price Lowest Price- Highest Price (in Rs.)
Trailing Eighteen Month from the date of Prospectus	Rs. 15.86	6.49	Rs. 0 - Rs. 103

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 10.3 times of the face value. The issue price (as determined by our company and selling shareholders in consultation with the lead manager) as stated in the chapter titled on "Basis for Issue Price" beginning on page no. 66 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 offering. 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 this Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" beginning on page no. 20 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.com.

PRICE INFORMATION OF LEAD MANAGER

Issue Name	Name of Merchant Banker	+/- % 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	Interactive Financial Services Limited	-36.50 (-0.69)	-40.56% (-8.79%)	NA
Global Longlife Hospital and Research Limited	Interactive Financial Services Limited	-40% (+0.27%)	-43.4% (+4.39%)	NA
Rachana Infrastructure Ltd (NSE EMERGE)	Interactive Financial Services Limited	+62.44% (+0.09%)	+250.04% (+8.78%)	NA
Dipna Pharmachem Limited	Interactive Financial Services Limited	NA	NA	NA

Names of Lead Managers and contact details (telephone and email id) of Lead Manager	Interactive Financial Services Limited Tel Number:079- 46019796 Email: mbd@ifinservices.in ; Investor Grievance Email: info@ifinservices.in ; Web Site: 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 ; Investors Grievance Id: support@beelinebroking.com ; Contact Person: Mr. Pradip 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 Auditor	M/s Ashish N. Parikh & Co., Chartered Accountants
Name of Peer Review Auditor	M/s Bharat Parikh & Associates, 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 170 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.	Mr. Shaival Gandhi	Individual	Shaival Gandhi , aged 39 years, is the Promoter and Managing Director of the Company. He holds a Masters Degree in International Securities, Investment & Banking from ICMA Centre, University of Reading, UK. He also holds a B.Sc in Information Technology and is well versed with all the aspects of the IT Industry. He worked over five years with Investment Banks such as Markit and Deutsche Bank in London, UK. He is an experienced entrepreneur and has donned many hats who founded several ventures over the years and has vast experience in sectors such as Investment Banking, Food & Beverages and Real Estate. He is passionate about consumer products and E-Commerce Industry, particularly Print-On-Demand Products, as this is an area where he has gained invaluable experience.

For further details, please refer chapter titled "Our Promoter and Promoter Group" on page no. 110 of the Prospectus.

BUSINESS OVERVIEW AND STRATEGY

Company Overview:

Our Company was originally incorporated as PACE Sports and Entertainment Private Limited 'as Private Limited Company under the provisions of Companies Act, 2013 vide Certificate of Incorporation dated August 05, 2015 bearing Corporate Identification Number U51909PN2015PTC156068 issued by the Assistant Registrar of Companies, Pune. Subsequently, the name of the Company was changed to Pace E-Commerce Ventures Private Limited and a fresh certificate of Incorporation was issued on July 25, 2022 bearing Corporate Identification Number Co. No. U51909PN2015PTC156068 by the Registrar of Companies, Pune. After That, our Company was converted in to a public limited Company pursuant to a special resolution passed by our shareholders at the EGM held on August 03, 2022 and consequently the name of our Company was changed to Pace E-Commerce Ventures Limited and a fresh certificate of incorporation was issued by the Registrar of Companies, Pune, dated August 08, 2022. The CIN of the Company is U51909PN2015PLC156068.

Our company started in August 2015 as a business that would give the kids/young consumers and sports enthusiasts in India access to International Football Clubs Merchandise and International Sports Brands apparels and Sports Goods. We started with imports and distribution of branded international sports apparels and extended to various branded merchandise and accessories. Thereafter we acquired manufacturing and distribution licenses of some of the popular and biggest brands in the Kids Entertainment Industry. This helped us in reaching a larger distribution area and a wider population. This wider assortment of products and customer base helped us gain valuable insights and obtain information and data as to what today's customer really want. We have spent time for developing on these valuable information and data points from our customers including but not

limited to, Kids, Teenagers, Young Adults and Young Parents. we arrived at a clear conclusion. The demand is very swiftly moving to customized, personalized products.

Product/Service Offering:

Revenue segmentation by product/service offering

We are focused on customization and personalisation across different product categories appealing to all age groups including kids, Teenagers and Young Adults.

Furniture: Beds and Cribs, Seating and Lounging, Storage & Organisers, Playroom Furniture, Bins and Baskets, Décor and Accessories.

Bedding: Kids Bedding, Baby Bidding.

Baby and Home: Baby & Kids Essentials, Dinning Essentials & Home ware.

Toys: Sports Ride Ons & Outdoor, Art and Craft, Games and Puzzles, Scooters and Ride Ons, Dolls Action figures and soft toys, Role and pretend Play, Infnat and Toddlet toys, Education and Construction toys, Vehicles RC and Next gen toys.

Revenue segmentation by product/service offering:

REVENUE FROM OPERATIONS	31.03.2021	31.03.2020	31.03.2019
Sale of Goods	1,049.58	170.14	149.13
Sale of Services	0.00	0.00	0.00
Total	1,049.58	170.14	149.13

Geographies Served:

Revenue segmentation bygeographies

The Company have acquired manufacturing and distribution licenses of some of the popular and biggest brands in the Kids Entertainment Industry. This helped us in reaching a larger distribution area and a wider population. This wider assortment of products and customer base helped us gain valuable insights and obtain information and data as to what today's customer really want. We have spent time for developing on these valuable information and data points from our customers including but not limited to, Kids, Teenagers, Young Adults and Young Parents. we arrived at a clear conclusion - The demand is very swiftly moving to customized, personalized products.

Key Performance Indicators:

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

Particulars	For March 31, 2022	For March 31, 2021	For March 31, 2020
Share Capital	18,318,970	18,318,970	10,000
Net worth (` in Lakhs)	2,649.44	2,595.32	7.24
Revenue (` in Lakhs)	1,054.15	171.89	150.42
Profit after Tax (` in Lakhs)	54.12	7.18	0.34
Earnings per share (Basic & diluted) (`)	0.30	0.29	0.29
Net Asset Value per Equity Share (Basic & diluted) (`)	14.46	14.17	72.40
Total borrowings (` in Lakhs)	362.49	97.45	121.39

Client Profileor Industries Served:

Revenue segmentation in terms of top 5/10 clients or Industries:

We currently have exclusive manufacturing and distribution rights forworld renowned kids character entertainment brands and products in our portfolio including Licenses of Internationally reputed Kids brand.

(` in Lacs)

Particulars	Purchase / Sales					
	2019-20	%	2020-21	%	2021-22	%
Top 10 Buyers	141.36	94.76	153.46	90.19	853.66	81.33
Top 10 suppliers	72.94	99.14	138.09	99.20	826.09	87.19

Intellectual Property, if any:

As on date of the Prospectus our company do not get any Intellectual Property Rights, but we have applied for the Intellectual Property Rights.

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 September 1, 2022, we have the total strength of 16 permanent employees in various departments.

For further details, please refer chapter titled 'Business Overview' on page 77 of the Prospectus.

BOARD OF DIRECTORS				
Sr. No.	Name	Designation	Experience & Educational Qualification	Other Directorships
1.	Shaival Dharmendra Gandhi	Managing Director	For details refer to “Promoters of Our Company” on page no. 5 of this Abridged Prospectus.	1. Wigglewink Ventures Private Limited 2. Boisson Vitaplus Private Limited
2.	Harshal Chandarakant Gala	Non-Executive Director	Experience: He has joined family business of food retailing and developed experience in marketing and customer relationship. Educational Qualification: M.Com.	-
3.	Atulbhai Sojitra	Non Executive & Non Independent Director	Experience: He is having 4 years of experience with expertise in Corporate Law, Intellectual Property Rights, Import and Export, Finance and Funding. He has legal, accounting and operational experience in NBFC sector. Educational Qualification: Company Secretary	-
4.	Hiral Rasikbhai Vaghasiya	Non Executive & Independent Director	Experience: She is having enrich 4 years of experience with expertise in accounting, Finance, Audit, Taxation, GST. Educational Qualification: Chartered Accountant	1. Bindal Exports limited

For further details, please refer chapter titled “Our Management” on page no. 100 of the Prospectus.

OBJECTS OF THE ISSUE

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

1. Acquisition of plant and machineries
2. Working capital requirement
3. General Corporate Purposes

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.	Acquisition of Plant and Machineries	973.80	0	973.80	0
2.	Working capital requirement	2086.00	0	1200.00	886.00
3.	General Corporate Purposes ¹	1000.20	0	1000.20	0
	Total	4060.00	0.00	3174.00	886.00

¹The 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	1,68,87,465	91.12
2.	Public	16,46,045	8.88

	Total	1,85,33,510	100.00
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Number/amount of equity shares proposed to be sold by selling shareholders, if any: Offer for sale of 24,59,600 equity shares by selling shareholders of ₹103 per equity shares aggregating to ₹2533.39 Lakhs.

RESTATED AUDITED FINANCIALS

(₹In Lakhs, except per share data)

Particulars	For the year ended		
	31 March 2022	31 March 2021	31 March, 2020
Total income from operations (net)	1,049.58	170.14	149.13
Net Profit / (Loss) before tax and extraordinary items	73.47	9.71	0.43
Net Profit / (Loss) after tax and extraordinary items	54.12	7.18	0.34
Equity Share Capital	1,831.90	1,831.90	1.00
Reserves and Surplus	817.54	763.42	6.24
Net worth	2,649.44	2,595.32	7.24
Basic & diluted earnings per share (Rs.)*	0.30	0.29	3.44
Return on net worth (%)	2.04%	0.28%	17.28
Net Asset Value Per Share (Rs.)*	14.46	14.17	72.40

*post bonus issue

INTERNAL RISK FACTORS

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

1. We do not own registered office.

Our Registered Office is located at Pune, Maharashtra. The premises have been taken by us on lease for a period of 11 Months and 29 days. The Agreement shall be extended automatically for successive period equal to the term. The Company had Corporate office at Ahmedabad, Gujarat, on rental basis from where the promoter/director is working.

There can be no assurance that the term of the agreements will be renewed and we may require to vacate the office. Such a situation may adversely affect our operations and profitability.

2. Our Restated Financial Statements are Prepared and Signed by the Peer Review Chartered Accountants who is not Statutory Auditors of our Company.

Our Restated Financial Statements are prepared and signed by the Peer Review Chartered Accountants Who is not the Statutory Auditor of company. As per Schedule VI of ICDR, the last Balance sheet was Re-audited by the Peer Review Auditor. The Company will appoint the CA holding Peer Review Certificate as Statutory Auditor in the ensuing General Meeting.

3. Our Promoter Director's DIN was deactivated and was Disqualified as Director.

Mr. Shaival Gandhi, Director's DIN was deactivated and was disqualified as Director for a period of Five years with effect from 01.11.2016 to 31.10.2021. The promoter had filed the civil application No 13638/2019 in the High Court of Gujarat for challenging the order published on the website of MCA, ROC, Ahmedabad. The period of disqualification fixed under the order having also got spent itself. On February 28, 2022 Hon'ble Gujarat High Court has passed an order that period of disqualification fixed under the order having also got spent itself, the petition of the promoter stands disposed off by quashing the order of MCA, ROC, Ahmedabad.

4. One of the Object of the issue is to acquire plant and machinery amounting to Rs. 973.80 Lacs. The order for the plant and machineries are not placed by the Company.

All the machinery suppliers require 100% payment before the delivery of machines. The Company has not placed any order for the P&M. The validity of the most of the quotations have been expired but the promoter is confident that the machines will be available at the price as per the quotation. We are subject to risks on account of inflation in the price of machines which may affect the cost of the machines and which may require us to arrange the additional fund for completion of purchase of machines.

5. We are going to acquire imported machineries worth RS 335.30 lacs and the order for the same is not placed. The foreign exchange fluctuation rate may increase the cost of machines and we have to arrange the additional fund in due time.

We have not placed any order for the said machines and the validity of the most of the quotations have been expired but the promoter is confident that the machines will be available at the price as per the quotation given by various suppliers. However, if supplier does not agree to accept the order, fluctuation of foreign exchange rate may lead to the requirement of additional fund.

For further details, please refer chapter titled ‘Risk Factors’ on page 20 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	0.79
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	4	NIL	NIL	NIL	NIL	820.00
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 `)	Date of order
2020-21	78720	August 24,2022

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

D. Brief details of outstanding criminal proceedings against Promoter

Sr. No.	Particulars	Regulatory Authority	Litigation Filed by	Current Status	Amount Involved (Rs. In Lakhs)
1	Criminal complaint no. 24272/2018 pending before the Ld. Magistrate court at Gurugram, Haryana.	Ld. Magistrate court at Gurugram, Haryana	M/s Universal Ployer	The director has been recently served with the summons of the same and is contesting the same before the competent court at Gurugram, Haryana. The next date of hearing is December 12,2022.	20.00
2	Criminal complaint case no. 175C/2018 pending before the Ld. Magistrate court	Ld. Magistrate court at Ara, Bihar	Riteh Dilipbahi Kotak (Ritesh)	The director has been recently served with the summons for the same and is contesting the same before the competent court at	500.00

	at Ara, Bihar.			Ara, Bhojpur, Bihar. The next date of hearing is November 04, 2022.	
3	Criminal case 544 of 2010 pending before the metropolitan magistrate court no 5, Ahmedabad	Metropolitan magistrate court no 5, Ahmedabad	Ajay Surendrabhai Patel	An order has been passed on July 05, 2014 by the court and Shaival Gandhi was added as accused in the case. The prosecution evidence is over and no evidence against the director has been adduced in the case.	NIL
4	Criminal complaint case no. 73544/2019 pending before the Additional Chief Metro Magistrate Court, Ahmedabad.	Additional Chief Metro Magistrate Court, Ahmedabad	Vama Export Limited (Vama)	The father of the Director had purchased the gold from the Vama and in order to get the withdrawal of criminal case No 1/2013 against the father of the director, the cheque was given to clear the dues of father of the Director. The next date of hearing is November 04, 2022.	300.00

For further details, please refer chapter titled ‘Outstanding Litigation and Material Developments’ on page 143 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.