

CONSENT LETTER FROM THE BOOK RUNNING LEAD MANAGERS

Date: 06 December 2024

To,

The Board of Directors
LG Electronics India Limited
A-24/6 Mohan Cooperative Industrial Estate
Mathura Road, New Delhi
Delhi, India, 110044

Morgan Stanley India
Company Private Limited
18th Floor, Tower 2
One World Center, Plot-841
Jupiter Textile Mill Compound
Senapati Bapat Marg, Lower Parel
Mumbai 400013

tel +91 22 6118 1000
fax +91 22 6118 1011

www.morganstanley.com/india

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares of face value of ₹ 10 (the "Equity Shares") of LG Electronics India Limited (the "Company" and such offering, the "Offer")

We, Morgan Stanley India Company Private Limited, do hereby consent to act as book running lead manager to the Offer and to our name and the details mentioned herein, being inserted as a book running lead manager to the Offer in the draft red herring prospectus ("DRHP") intended to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed (the "Stock Exchanges") and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, Delhi and Haryana, at New Delhi ("RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

The following details with respect to us may be disclosed in the Offer

Logo: Morgan Stanley

Name: Morgan Stanley India Company Private Limited

Address: 18F, Tower 2, One World Centre, Plot 841, Senapati Bapat Marg, Mumbai 400 013, Maharashtra, India

Telephone Number: +91 22 6118 1000

E-mail: lgindiaipo@morganstanley.com

Website: www.morganstanley.com

Contact Person: Dhruv Lowe / Harshavi Shah

Investor Grievance e-mail: investors_india@morganstanley.com

SEBI Registration Number: INM00001123

CIN: U22990MH1998PTC115305

Compliance Officer: Tejarshi Hardas

Further, except as disclosed below, we confirm that neither we nor our associates (as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended) hold any Equity Shares of the Company:

S. No.	Name of the entity	Number of Equity Shares	Percentage of Equity Shares
1.	NIL	NIL	NIL
2.	NIL	NIL	NIL

We enclose a copy of our registration certificate regarding our registration with SEBI (**Annexure A**). We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI, any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues.

We confirm that the above information is complete, true, fair, correct, accurate and not misleading.

This consent letter is for information and for inclusion (in part or full) in the Offer Documents. We also consent to the inclusion of this letter as a part of "Material Contracts and Documents for Inspection" in connection with this Offer, which will be available for public for inspection from date of the filing of the RHP until the Bid/ Offer Closing Date.

This consent letter may be relied upon by the Company, the book running lead managers (“BRLMs”), and the legal advisors to each of the Company and the BRLMs. We hereby consent to the submission of this consent letter as may be necessary to SEBI, the RoC, Stock Exchanges and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs and in accordance with applicable law.

We confirm that we will immediately and without any undue delay communicate any changes in writing in the above information to the BRLMs until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the BRLMs and the legal advisors to each of the Company and BRLMs can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours faithfully,

For and on behalf of Morgan Stanley India Company Private Limited



Authorized signatory
Name: Samarth Jagnani

CC:

Morgan Stanley India Company Private Limited
18th Floor, Tower 2
One World Center, Plot- 841
Jupiter Textile Mill Compound, Senapati Bapat Marg
Lower Parel, Mumbai, India 400 013

J.P. Morgan India Private Limited
J.P. Morgan Tower, Off. C.S.T. Road
Kalina, Santacruz – East
Mumbai, India 400 098

Axis Capital Limited (“Axis”)
1st Floor, Axis House
Pandurang Budhkar Marg
Worli, Mumbai 400 025

Maharashtra, India
BofA Securities India Limited
Ground Floor, A Wing
One BKC, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai, Maharashtra, India 400 051

Citigroup Global Markets India Private Limited
1202, 12th Floor
First International Financial Center
G-Block, Bandra Kurla Complex
Bandra (East)
Mumbai, India 400 098

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas
Level 1 and Level 2, Max towers,

Morgan Stanley

Plot No. C-001 /A/1, Sector 16 B,
Gautam Buddha Nagar, Noida – 201 301,
Uttar Pradesh, India

International Legal Counsel to the Book Running Lead Managers

White & Case

White & Case Pte Ltd.
88 Market Street
#41-01 CapitaSpring
Singapore 048948

Domestic Legal Counsel to the Company

Shardul Amarchand Mangaldas & Co

Amarchand Towers 216
Okhla Industrial Estate Phase III
New Delhi 110 020
India

International Legal Counsel to the Company

Latham & Watkins

29F, One IFC,
10 Gukjegeumyung-ro,
Yeongdeungpo-gu, Seoul 07326, Korea

ANNEXURE A

1. Registration Number:	INM000011203
2. Date of registration / Renewal of registration (as applicable):	October 17, 2013 / NA
3. Date of expiry of registration (if applicable, else state NA):	NA
4. If applied for renewal, date of application (if applicable, else state NA):	NA
5. Any communication from SEBI prohibiting Morgan Stanley India Company Private Limited from acting as Book Running lead manager:	No
6. Any enquiry/investigation being conducted by SEBI:	No
7. Period up to which registration/ renewal fees has been paid:	Block of 3 Years – August 2022 to July 2025
8. Details of any penalty imposed	None

मर्चेन्ट बैंककार

प्रारूप ख
FORM B

MERCHANT BANKER

भारतीय प्रतिभूति और विनियम बोर्ड
SECURITIES AND EXCHANGE BOARD OF INDIA

002704

(मर्चेन्ट बैंककार) विनियम, 1992
(MERCHANT BANKERS) REGULATIONS, 1992

(विनियम 8)
(regulation 8)

Regulation 8A

रजिस्ट्रीकरण प्रमाणपत्र
CERTIFICATE OF REGISTRATION

PERMANENT REGISTRATION

- I. बोर्ड, उसके द्वारा बनाए गए नियमों और विनियमों के साथ पठित भारतीय प्रतिभूति और विनियम बोर्ड अधिनियम, 1992 की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए इसके द्वारा प्रवर्ग I/ II/ III/ IV में मर्चेन्ट बैंककार के रूप में
- I. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992, read with the rules and regulations made thereunder the Board hereby grants a certificate of registration to

MORGAN STANLEY INDIA COMPANY PRIVATE LIMITED
18F / 19F, TOWER 2
ONE INDIABULLS CENTRE
841, SENAPATI BAPAT MARG
MUMBAI 400 013

को नियमों में शर्तों के अधीन रहते हुए और विनियमों के अनुसार निम्नलिखित क्रियाकलाप करने का रजिस्ट्रीकरण प्रमाणपत्र देता है :- as a merchant banker in Category I/ II/ III/ IV subject to conditions in the rules and in accordance with the regulations to carry out following activities :-

- *1. किसी निर्गमन का प्रबंध जिसके अन्तर्गत प्रोस्पेक्टस तैयार करना, निर्गमन में संबंधित जानकारी एकत्र करना, वित्तपोषण संरचना अवधारित करना, वित्तदाताओं से संबंध बनाना, अंतिम आवंटन और अधिक आवेदन धनराशि का प्रतिदाय है। Management of any issue, including preparation of prospectus, gathering information relating to the issue, determining financing structure, tie up of financiers, final allotment and refund of excess application money.
 - *2. निविधान सलाहकार। Investment Adviser
 - *3. निर्गमनों का निम्नांकन। Underwriting of Issues.
 - *4. ~~संविधान प्रबंध सेवाएं। Portfolio Management Services.~~
 - *5. किसी निर्गमन के प्रबंधक, प्रामर्शी या सलाहकार जिनके अन्तर्गत निगमित सलाहकार सेवाएं हैं। Manager, Consultant or Adviser to any issue including corporate advisory services.
 - *6. प्रामर्शी या सलाहकार। Consultant or Adviser.
- (*जो लागू न हो उसे काट दें।) (*Delete whichever are not applicable)

II. मर्चेन्ट बैंककार के लिए, रजिस्ट्रीकरण कोड

INM000011203

II. Registration Code for the merchant banker is MB /

This certificate of Registration shall be valid for permanent unless suspended or cancelled by the Board

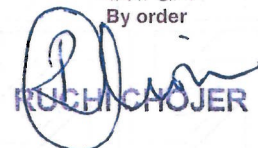
III. यह प्रमाणपत्र

III. This Certificate shall be valid from

तक विद्यमान्य होगा और जैसे भारतीय प्रतिभूति और विनियम बोर्ड (मर्चेन्ट बैंककार) विनियम, 1992 में विनिर्दिष्ट है नवीकृत किया जा सकेगा।

and may be renewed as specified in regulation 9 of the Securities and Exchange Board of India (Merchant Banker(s) Regulations, 1992.

आदेश द्वारा
By order


RUCHI CHOJER

MUMBAI

स्थान Place

OCTOBER 17, 2013

तारीख Date



भारतीय प्रतिभूति और विनियम बोर्ड
के लिए और उसकी ओर से

For and on behalf of

Securities and Exchange Board of India