AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India **Tel:** +91 22 4325 2183 **E-mail:** lgindia.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **SEBI Registration No.:** INM000012029 **CIN:** U51900MH2005PLC157853	**Morgan Stanley India Company Private Limited** 18F, Tower 2 One World Centre Plot 841, Jupiter Textile Mill Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Maharashtra, India **Tel:** +91 22 6118 1000 **E-mail:** lgindiaipo@morganstanley.com **Investor grievance e-mail:** investors_india@morganstanley.com **Website:** www.morganstanley.com **SEBI registration no.:** INM00001123 **CIN:** U22990MH1998PTC115305	**J.P. Morgan India Private Limited** J.P. Morgan Tower Off CST Road, Kalina Santacruz East Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6157 3000 **E-mail:** LGEIL_IPO@jpmorgan.com **Investor grievance e-mail:** investorsmb.jpmipl@jpmorgan.com **Website:** www.jpmipl.com **SEBI registration no:** INM000002970 **CIN:** U67120MH1992FTC068724	**BofA Securities India Limited** Ground Floor, "A" Wing One BKC, "G" Block Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_lgeil_ipo@bofa.com **Investor grievance e-mail:** dg.india_merchantbanking@bofa.com **Website:** https://business.bofa.com/bofas-india **SEBI registration no.:** INM000011625 **CIN:** U74140MH1975PLC018618	**Citigroup Global Markets India Private Limited** 1202, 14th Floor First International Financial Center Plot Nos. C-54 & C-55, G – Block Bandra Kurla Complex Bandra (East), Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6175 9999 **E-mail:** lgeindiaipo@citi.com **Investor grievance e-mail:** investors.cgmib@citi.com **Website:** www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm **SEBI registration no.:** INM000010718 **CIN:** U99999MH2000PTC126657

March 10, 2025

Securities and Exchange Board of India
Corporation Finance Department
Division of Issues and Listing
SEBI Bhavan, Plot No. C4 A, G Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051
Maharashtra, India

Dear Sir/ Madam,

RE: Proposed initial public offering of equity shares of face value of ₹10 each (the "Equity Shares") of LG Electronics India Limited (the "Company", and such initial public offering, the "Offer") comprising an offer for sale of Equity Shares by LG Electronics Inc. (the "Promoter" or the "Promoter Selling Shareholder")

This is in relation to the e-mail dated February 28, 2025 to the Securities and Exchange Board of India ("**SEBI**") received from Ms. Manisha Nimesh Mehta ("**Complainant**"), in relation to the draft red herring prospectus dated December 6, 2024 ("**DRHP**"). In this regard, please find enclosed the response issued by the Company to the Complainant on March 10, 2025, attached as **Annexure A.**

The Company has denied allegations of the Complainant.

Based on the response provided herewith in **Annexure A**, we confirm that the disclosures made in the DRHP were adequate, and all relevant disclosures have been made in the DRHP in compliance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

All capitalized terms not defined herein shall have the meanings ascribed to them in the DRHP.

Should you require any further information or clarifications, please feel free to contact the following persons from Axis Capital Limited:

Contact Person	Mobile no.	Email
Gaurav Goyal	+91 7738024729	Gaurav.goyal@axiscap.in
Ankit Bhatia	+91 9885686197	ankit.bhatia@axiscap.in
Jigar Jain	+91 9029585065	Jigar.jain@axiscap.in

AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
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We request you to kindly provide your observations on the DRHP. Should you require any further information from us, we would be pleased to furnish the same.

Thanking you.

Yours sincerely,

Enclosed: As above

AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India **Tel:** +91 22 4325 2183 **E-mail:** lgindia.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **SEBI Registration No.:** INM000012029 **CIN:** U51900MH2005PLC157853	**Morgan Stanley India Company Private Limited** 18F, Tower 2 One World Centre Plot 841, Jupiter Textile Mill Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Maharashtra, India **Tel:** +91 22 6118 1000 **E-mail:** lgindiaipo@morganstanley.com **Investor grievance e-mail:** investors_india@morganstanley.com **Website:** www.morganstanley.com **SEBI registration no.:** INM00001123 **CIN:** U22990MH1998PTC115305	**J.P. Morgan India Private Limited** J.P. Morgan Tower Off CST Road, Kalina Santacruz East Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6157 3000 **E-mail:** LGEIL_IPO@jpmorgan.com **Investor grievance e-mail:** investorsmb.jpmipl@jpmorgan.com **Website:** www.jpmipl.com **SEBI registration no:** INM000002970 **CIN:** U67120MH1992FTC068724	**BofA Securities India Limited** Ground Floor, "A" Wing One BKC, "G" Block Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_lgeil_ipo@bofa.com **Investor grievance e-mail:** dg.india_merchantbanking@bofa.com **Website:** https://business.bofa.com/bofas-india **SEBI registration no.:** INM000011625 **CIN:** U74140MH1975PLC018618	**Citigroup Global Markets India Private Limited** 1202, 14th Floor First International Financial Center Plot Nos. C-54 & C-55, G – Block Bandra Kurla Complex Bandra (East), Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6175 9999 **E-mail:** lgeindiaipo@citi.com **Investor grievance e-mail:** investors.cgmib@citi.com **Website:** www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm **SEBI registration no.:** INM000010718 **CIN:** U99999MH2000PTC126657

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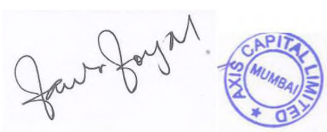
For Axis Capital Limited



Authorized Signatory
Name: Gaurav Goyal
Designation: Senior Vice President
Contact: +91 22 4325 2176 / +91 77380 24729
E-mail: gaurav.goyal@axiscap.in

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AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India **Tel:** +91 22 4325 2183 **E-mail:** lgindia.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **SEBI Registration No.:** INM000012029 **CIN:** U51900MH2005PLC157853	**Morgan Stanley India Company Private Limited** 18F, Tower 2 One World Centre Plot 841, Jupiter Textile Mill Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Maharashtra, India **Tel:** +91 22 6118 1000 **E-mail:** lgindiaipo@morganstanley.com **Investor grievance e-mail:** investors_india@morganstanley.com **Website:** www.morganstanley.com **SEBI registration no.:** INM00001123 **CIN:** U22990MH1998PTC115305	**J.P. Morgan India Private Limited** J.P. Morgan Tower Off CST Road, Kalina Santacruz East Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6157 3000 **E-mail:** LGEIL_IPO@jpmorgan.com **Investor grievance e-mail:** investorsmb.jpmipl@jpmorgan.com **Website:** www.jpmipl.com **SEBI registration no:** INM000002970 **CIN:** U67120MH1992FTC068724	**BofA Securities India Limited** Ground Floor, "A" Wing One BKC, "G" Block Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_lgeil_ipo@bofa.com **Investor grievance e-mail:** dg.india_merchantbanking@bofa.com **Website:** https://business.bofa.com/bofas-india **SEBI registration no.:** INM000011625 **CIN:** U74140MH1975PLC018618	**Citigroup Global Markets India Private Limited** 1202, 14th Floor First International Financial Center Plot Nos. C-54 & C-55, G – Block Bandra Kurla Complex Bandra (East), Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6175 9999 **E-mail:** lgeindiaipo@citi.com **Investor grievance e-mail:** investors.cgmib@citi.com **Website:** www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm **SEBI registration no.:** INM000010718 **CIN:** U99999MH2000PTC126657

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For Morgan Stanley India Company Private Limited

Authorized Signatory
Name: Kamal Yadav
Designation: Managing Director
Contact: +91 22 6118 3370
E-mail: kamal.yadav@morganstanley.com

[*Reminder of this page intentionally left blank*]

AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India **Tel:** +91 22 4325 2183 **E-mail:** lgindia.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **SEBI Registration No.:** INM000012029 **CIN:** U51900MH2005PLC157853	**Morgan Stanley India Company Private Limited** 18F, Tower 2 One World Centre Plot 841, Jupiter Textile Mill Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Maharashtra, India **Tel:** +91 22 6118 1000 **E-mail:** lgindiaipo@morganstanley.com **Investor grievance e-mail:** investors_india@morganstanley.com **Website:** www.morganstanley.com **SEBI registration no.:** INM00001123 **CIN:** U22990MH1998PTC115305	**J.P. Morgan India Private Limited** J.P. Morgan Tower Off CST Road, Kalina Santacruz East Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6157 3000 **E-mail:** LGEIL_IPO@jpmorgan.com **Investor grievance e-mail:** investorsmb.jpmipl@jpmorgan.com **Website:** www.jpmipl.com **SEBI registration no:** INM000002970 **CIN:** U67120MH1992FTC068724	**BofA Securities India Limited** Ground Floor, "A" Wing One BKC, "G" Block Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_lgeil_ipo@bofa.com **Investor grievance e-mail:** dg.india_merchantbanking@bofa.com **Website:** https://business.bofa.com/bofas-india **SEBI registration no.:** INM000011625 **CIN:** U74140MH1975PLC018618	**Citigroup Global Markets India Private Limited** 1202, 14th Floor First International Financial Center Plot Nos. C-54 & C-55, G – Block Bandra Kurla Complex Bandra (East), Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6175 9999 **E-mail:** lgeindiaipo@citi.com **Investor grievance e-mail:** investors.cgmib@citi.com **Website:** www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm **SEBI registration no.:** INM000010718 **CIN:** U99999MH2000PTC126657

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For J.P. Morgan India Private Limited

Authorized Signatory
Name: Ravi Shankar
Designation: Managing Director
Contact: +912261573086
E-mail: r.shankar@jpmorgan.com

[*Reminder of this page intentionally left blank*]

AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India **Tel:** +91 22 4325 2183 **E-mail:** lgindia.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **SEBI Registration No.:** INM000012029 **CIN:** U51900MH2005PLC157853	**Morgan Stanley India Company Private Limited** 18F, Tower 2 One World Centre Plot 841, Jupiter Textile Mill Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Maharashtra, India **Tel:** +91 22 6118 1000 **E-mail:** lgindiaipo@morganstanley.com **Investor grievance e-mail:** investors_india@morganstanley.com **Website:** www.morganstanley.com **SEBI registration no.:** INM00001123 **CIN:** U22990MH1998PTC115305	**J.P. Morgan India Private Limited** J.P. Morgan Tower Off CST Road, Kalina Santacruz East Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6157 3000 **E-mail:** LGEIL_IPO@jpmorgan.com **Investor grievance e-mail:** investorsmb.jpmipl@jpmorgan.com **Website:** www.jpmipl.com **SEBI registration no:** INM000002970 **CIN:** U67120MH1992FTC068724	**BofA Securities India Limited** Ground Floor, "A" Wing One BKC, "G" Block Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_lgeil_ipo@bofa.com **Investor grievance e-mail:** dg.india_merchantbanking@bofa.com **Website:** https://business.bofa.com/bofas-india **SEBI registration no.:** INM000011625 **CIN:** U74140MH1975PLC018618	**Citigroup Global Markets India Private Limited** 1202, 14th Floor First International Financial Center Plot Nos. C-54 & C-55, G – Block Bandra Kurla Complex Bandra (East), Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6175 9999 **E-mail:** lgeindiaipo@citi.com **Investor grievance e-mail:** investors.cgmib@citi.com **Website:** www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm **SEBI registration no.:** INM000010718 **CIN:** U99999MH2000PTC126657

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For BofA Securities India Limited

Authorized Signatory
Name: Raj Balakrishnan
Designation: Managing Director
Contact: +91-2266328253
E-mail: raj.balakrishnan@bofa.com

[*Reminder of this page intentionally left blank*]

AXIS CAPITAL	Morgan Stanley	J.P.Morgan	BofA SECURITIES	citi
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai 400 025, Maharashtra, India **Tel:** +91 22 4325 2183 **E-mail:** lgindia.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **SEBI Registration No.:** INM000012029 **CIN:** U51900MH2005PLC157853	**Morgan Stanley India Company Private Limited** 18F, Tower 2 One World Centre Plot 841, Jupiter Textile Mill Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Maharashtra, India **Tel:** +91 22 6118 1000 **E-mail:** lgindiaipo@morganstanley.com **Investor grievance e-mail:** investors_india@morganstanley.com **Website:** www.morganstanley.com **SEBI registration no.:** INM00001123 **CIN:** U22990MH1998PTC115305	**J.P. Morgan India Private Limited** J.P. Morgan Tower Off CST Road, Kalina Santacruz East Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6157 3000 **E-mail:** LGEIL_IPO@jpmorgan.com **Investor grievance e-mail:** investorsmb.jpmipl@jpmorgan.com **Website:** www.jpmipl.com **SEBI registration no:** INM000002970 **CIN:** U67120MH1992FTC068724	**BofA Securities India Limited** Ground Floor, "A" Wing One BKC, "G" Block Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_lgeil_ipo@bofa.com **Investor grievance e-mail:** dg.india_merchantbanking@bofa.com **Website:** https://business.bofa.com/bofas-india **SEBI registration no.:** INM000011625 **CIN:** U74140MH1975PLC018618	**Citigroup Global Markets India Private Limited** 1202, 14th Floor First International Financial Center Plot Nos. C-54 & C-55, G – Block Bandra Kurla Complex Bandra (East), Mumbai 400 098 Maharashtra, India **Tel:** +91 22 6175 9999 **E-mail:** lgeindiaipo@citi.com **Investor grievance e-mail:** investors.cgmib@citi.com **Website:** www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm **SEBI registration no.:** INM000010718 **CIN:** U99999MH2000PTC126657

This signature page forms an integral part of the letter submitted to Securities and Exchange Board of India, in relation to the initial public offering of LG Electronics India Limited.

For Citigroup Global Markets India Private Limited

MUMBAI

(Authorised Signatory)

Name: Varun Chokhani
Designation: Director

[*Reminder of this page intentionally left blank*]

ANNEXURE A

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LG

LG Electronics India Limited
(16th to 20th Floor) C- 001 ,Tower D, KK Project , Sector-16 B.
Noida - 201301 Dist. Gautam Buddha Nagar, UP (India)
T: 91-120-651-6700 Website: www.lge.com

March 10, 2025

Manisha Nimesh Mehta
1905 Rosella, Vallabh Baug Lane
Ghatkopar, Mumbai 400 075
Maharashtra, India
Phone No.: +91 98219 31014
Email: mm@perfectinfra.com

RE: Your e-mail dated February 28, 2025 to the Securities and Exchange Board of India ("SEBI") in relation to the draft red herring prospectus dated December 6, 2024 ("DRHP") filed by LG Electronics India Limited (the "Company") ("Complaint") for the proposed initial public offering of its equity shares ("Offer")

Dear Ms. Mehta,

This is in relation to the Complaint, alleging misrepresentation and omission in the DRHP. At the outset, we deny allegations made by you in the Complaint, including omission to disclose details of litigation in the DRHP. Please note that the disclosures in the DRHP, including in relation to outstanding litigation involving the Company, its Directors and its Promoter, have been made in accordance with the requirements under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**"SEBI ICDR Regulations"**) and other applicable laws.

We have attached herewith our paragraph-wise responses to the specific issues raised in the Complaint as **Annexure A**.

All capitalized terms not defined herein shall have the meaning ascribed to such terms in the DRHP.

We trust this clarifies the issues raised in the Complaint.

Thanking you.

Yours faithfully,
F[illegible] **imited**

Authorised Signatory
Name: Hanjun Kim
Designation: Team Leader Sales Finance & Accounts

LG Electronics India Limited

Regd. Office : A-24/6 Mohan Cooperative Industrial Estate, Mathura Road New Delhi - 110044
CIN : U32107DL1997PLC220109

Annexure A

<table>
<tr><th>S. No.</th><th>Issue Raised</th><th>Company's response</th></tr>
<tr><td>1.</td><td>

Maintenance Services Contract & Outstanding Payments:

- On 23rd December 2017, the Petitioner entered into an Annual Maintenance Contract (AMC) with the Respondent for maintenance services of VRV machines.
- The Petitioner issued invoices for the services provided, specifically Invoice No. AMC17181630129 dated 24th January 2018 (Rs. 3,75,526) and Invoice No. AMC1819-1630021 dated 1st June 2018 (Rs. 3,72,526). The total outstanding payment of Rs. 7,45,052 remains unpaid, along with 21% annual interest as per the terms agreed.

</td><td>

Please note that in accordance with para 12(A)(2) of Part A of Schedule VI of the SEBI ICDR Regulations (reproduced below), our Company is required to disclose the following information in the DRHP, RHP and Prospectus in relation to outstanding dues to its creditors:

"*(i) Based on the policy on materiality defined by the board of directors of the issuer, details of creditors which include the consolidated number of creditors and the aggregate amount involved*
(ii) Consolidated information on outstanding dues to micro, small and medium enterprises and other creditors, separately giving details of number of cases and amount involved;"

Accordingly, in accordance with the requirements under the SEBI ICDR Regulations, our Board, pursuant to its resolution dated December 4, 2024, adopted the policy on, among others, the identification of outstanding dues to material creditors of our Company ("**Materiality Policy**"). Pursuant to the Materiality Policy our Company considered all creditors to whom the amount due by our Company exceeded 5% of the total trade payables as at three month ended June 30, 2024 as material creditors for disclosure in the DRHP.

Please note that in accordance with para 12(A)(2) of Part A of Schedule VI of the SEBI ICDR Regulations, our Company has appropriately disclosed details of outstanding dues to its creditors, reflecting the consolidated number of creditors and the aggregate amount involved, under "***Outstanding Litigation and Material Developments – Outstanding Dues to Creditors***" on page 358 of the DRHP, in the manner set out below:

"***Outstanding Dues to Creditors***

In accordance with the SEBI ICDR Regulations, our Company, pursuant to the Materiality Policy, considers all creditors to whom the amount due by our Company exceeds 5% of the total trade payables as per the latest period of the Restated Financial Information (i.e., 5% of ₹ 30,286.34 million which is ₹ 1,514.32 million as at three month ended June 30, 2024). Details of outstanding dues owed to material creditors, MSME creditors and other creditors of our Company based on such determination are disclosed below:

<table>
<tr><th>Types of Creditors</th><th>Number of Creditors</th><th>Amount (₹ million)</th></tr>
<tr><td>Material creditors</td><td>2</td><td>6,482.02</td></tr>
<tr><td>Other than material creditors</td><td>2,534</td><td>16,871.67</td></tr>
<tr><td>Total</td><td>2,536</td><td>23,353.69</td></tr>
</table>

As of June 30, 2024, there are no outstanding overdues to material creditors. The details pertaining to outstanding dues to the material creditors, along with names and amounts

</td></tr>
</table>

S. No.	Issue Raised	Company's response
		involved for each such material creditor are available on the website of our Company at www.lg.com/in/investorrelations/details-of-outstanding-dues-to-material-creditors/."
2.	**C-Form and VAT Issues - Misleading and Irrelevant Dispute:** • The Respondent raised a dispute based on the non-deposit of VAT for the financial years 2015-16 and 2016-17 under the Maharashtra Value Added Tax Act (MVAT Act). The matter pertains to a separate transaction involving the installation of LG Chillers at Pune and Rajasthan, which is unrelated to the maintenance contract. • The Petitioner has already settled the C-Form issue by paying INR 97,84,984 on 12th February 2019, in addition to issuing the necessary GST payments, resolving the dispute. However, the Respondent continued with a cheque bounce case under the Negotiable Instruments Act (Case No. 868/2018) despite the dispute being resolved in 2019.	We deny all allegations made in this paragraph. Please note that in accordance with para 12(A)(1) of Part A of Schedule VI of the SEBI ICDR Regulations (reproduced below), our Company is required to disclose all outstanding criminal proceedings involving our Company. "*12 (A). Pending Litigations involving the issuer/ its directors/ promoters/ subsidiaries:* *(i)All criminal proceedings;* *(ii)All actions by regulatory authorities and statutory authorities;* ***(iii)Disciplinary action including penalty imposed by SEBI or stock exchanges against the promoters in the last five financial years including outstanding action;*** ***(iv) Claims related to direct and indirect taxes, in a consolidated manner, giving the number of cases and total amount,*** *(v)Other pending litigations - As per the policy of materiality defined by the board of directors of the issuer and disclosed in the offer document.*" We deny the allegation that the dispute was resolved in 2019. Please note that our Company filed a complaint against Perfect Infraengineers Limited before the Metropolitan Magistrate 23rd Court at Esplande, Mumbai under section 138 of the Negotiable Instruments Act, 1881 for the dishonor of cheques issued by Perfect Infraengineers Limited to our Company for the payment towards sale of goods by our Company to Perfect Infraengineers Limited ("**Complaint**"). Further, please note that in accordance with para 12(A)(1) of Part A of Schedule VI of the SEBI ICDR Regulations, our Company has appropriately disclosed details of all outstanding criminal matters, including the Complaint, under "***Outstanding Litigation and Material Developments – Litigation involving our Company – Criminal proceedings by our Company***" on pages 349-350 of the DRHP, in the manner out below. "***Our Company has, between 2012 to 2018, initiated five criminal proceedings before various judicial fora for alleged violations of Section 138 of the Negotiable Instruments Act, 1881, against various parties, including our customers, in relation to dishonor of cheques tendered towards payments due to our Company. The aggregate amount involved in all these matters is approximately ₹ 15.84 million. The matters are currently pending.***"
3.	**Ongoing Legal Harassment and Unwarranted Case:** • Despite resolution of the underlying issue and payment made, the Respondent has failed to withdraw the cheque bounce case, causing unwarranted harassment to the Petitioner and a further strain on its business operations. The Respondent is fully aware that the legal case is no longer maintainable.	We deny all allegations made in this paragraph. Please refer to our response to point 2 above.
4.	**Material Non-Disclosure in DRHP for Upcoming IPO:** • The Respondent is currently planning a large Initial Public Offering (IPO) and has filed a Draft Red Herring Prospectus (DRHP) with the relevant authorities.	We deny all allegations made in this paragraph. Please refer to our response to point 2 above in relation to the outstanding criminal complaint filed by our Company against Perfect Infraengineers Limited under section 138 of the Negotiable Instruments Act, 1881, as disclosed [illegible]

S. No.	Issue Raised	Company's response
	• Notably, the Respondent has failed to properly disclose the ongoing financial disputes with the Petitioner in the DRHP, including the significant outstanding payments, unresolved legal matters, and the financial loss faced by the Petitioner due to the Respondent's actions. This omission could mislead potential investors and result in them making decisions based on incomplete and inaccurate financial information.	under "***Outstanding Litigation and Material Developments – Litigation involving our Company – Criminal proceedings by our Company***" on pages 349-350 of the DRHP. Further, please note that Perfect Infraengineers Limited filed an application before the National Company Law Tribunal, New Delhi Bench at New Delhi under the Insolvency and Bankruptcy Code, 2016 that was dismissed by the National Company Law Tribunal, New Delhi Bench at New Delhi pursuant to its order dated September 30, 2024. Subsequently, Perfect Infraengineers Limited has filed another application before the National Company Law Tribunal, New Delhi Bench at New Delhi ("**Application 2**"). While our Company has not received any notice from the National Company Law Tribunal, New Delhi Bench at New Delhi in relation to Application 2, appropriate disclosures in this regard have also been included by our Company under "***Outstanding Litigation and Material Developments – Litigation involving our Company – Material civil litigation against our Company***" on pages 354 of the DRHP, in the manner set out below. "*Perfect Infraengineers Limited ("PIL") filed an application before the National Company Law Tribunal, New Delhi Bench at New Delhi under the Insolvency and Bankruptcy Code, 2016 against our Company alleging that our Company had failed to pay PIL an amount of ₹ 0.74 million payable for services provided by PIL to our Company under an agreement dated December 23, 2017. Pursuant to an order dated September 30, 2024 the National Company Law Tribunal, New Delhi Bench at New Delhi dismissed the application. PIL has filed an application before the National Company Law Tribunal, New Delhi Bench at New Delhi for review of the order dated September 30, 2024. Our Company has not received any notice from the National Company Law Tribunal, New Delhi Bench at New Delhi in this matter.*"
5.	**Concealment of Outstanding Dues to Micro, Small, and Medium Enterprises (MSMEs):** • The Respondent has deliberately failed to disclose its outstanding dues to the Petitioner, a Micro, Small, and Medium Enterprise (MSME), in their DRHP, as required under applicable laws. The Petitioner's dues are a clear liability, yet these have been concealed by the Respondent, misrepresenting their financial standing. • The non-disclosure of such critical information about liabilities to MSMEs, as required under the Micro, Small, and Medium Enterprises Development (MSMED) Act, 2006, raises serious concerns. The Petitioner has suffered financially due to this non-payment, and the failure to disclose these liabilities could mislead investors and regulatory authorities, making the IPO filing incomplete and misleading.	We deny all allegations made in this paragraph. Please refer to our response to points 1 and 4 above.
6.	**Misleading SEBI and Investors:** • The Petitioner is concerned that the Respondent is deliberately concealing material facts in the DRHP to present a falsely favorable financial position,	We deny all allegations made in this paragraph. Please refer to our responses to points 1, 2 and 4 above.

S. No.	Issue Raised	Company's response
	which could mislead investors and lead to wrongful public investment in the upcoming IPO. • The Petitioner's outstanding debts, unresolved disputes, and the legal actions mentioned above should have been disclosed in the DRHP to provide investors with a full and transparent picture of the Respondent's financial liabilities	