



SUNDARLAL, DESAI & KANODIA
CHARTERED ACCOUNTANTS

204, The Summit Business Bay, Behind Gurunanak Petrol Pump, Off. Andheri Kurla Road, Andheri (East), Mumbai - 400 093.
Tel.: 91-22-2682 4100 / 4200 / 2400 Website : www.sdka.in Email : sdkoffice@sdka.in, sdka89@yahoo.com

To,
The Board of Directors,
Shiv Texchem Limited
(Formerly known as Shiv Texchem Private Limited)
Kamla Space, Unit No. 216,
2nd Floor Khira Nagar Tps III,
S.V.Road, Santacruz, (West),
Mumbai, Maharashtra, India-400054

To,
Vivro Financial Services Private Limited
607-608 Marathon Icon,
Veer Santaji Lane,
Off Ganpatrao Kadam Marg,
Lower Parel, Mumbai - 400013,
Maharashtra, India
(the "Book Running Lead Manager")

Dear Sirs/Madams,

Sub: Statement of possible special tax benefit (the "Statement") available to Shiv Texchem Limited (Formerly known as Shiv Texchem Private Limited) (the "Company"), and its shareholders prepared to comply with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018 as amended (the "SEBI ICDR Regulations) in connection with the proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of the Company.

We, **Sundarlal Desai & Kanodia**, Chartered Accountants, Statutory Auditor of the Company, have received a request from the Company to state the possible special tax benefits and to its shareholders under direct tax and indirect tax laws presently in force in India, including the Income-tax Act, 1961 and Income tax Rules, 1962, as amended (hereinafter referred to as "**Direct Tax Laws**"), and indirect tax laws i.e., the Central Goods and Services Tax Act, 2017, Integrated Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017, Customs Act, 1962 and the Customs Tariff Act, 1975 Foreign Trade (Development and Regulation) Act, 1992 read with Foreign Trade Policy, as amended, the rules, circulars and notifications issued in connection thereto (hereinafter referred to as "**Indirect Tax Laws**"), presently in force in India, available to the Company and its shareholders. Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant statutory provisions. Hence, the ability of the Company and/or its shareholders to derive the tax benefits is dependent upon fulfilling such conditions, which based on business imperatives the Company faces in the future, the Company may or may not choose to fulfil.

Management's Responsibility

The Management of the Company is responsible for ascertaining and confirming whether any special tax benefits are available to the Company and to the Shareholders of the Company.

Auditor's Responsibility



Our responsibility for this Certificate is to obtain reasonable assurance whether any special tax benefit is available to the Company and its Shareholders.

We conducted our examination on the above said requirements for proposed Issue of securities in accordance with the Guidance Note on 'Reports or Certificates for Special Purposes (Revised 2016)' issued by the Institute of Chartered Accountants of India ('the **Guidance Note**'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI").

We have complied with the Code of Ethics and relevant applicable requirements of the Standard on Quality Control (SQC) 1, 'Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements,' issued by the ICAI.

We also consent to the references to us as "Experts" as defined under Section 2(38) of the Companies Act, 2013, read with Section 26(5) of the Companies Act, 2013 to the extent of the certification provided hereunder and included in the Red herring Prospectus and the Prospectus ("Issue Documents") of the Company or in any other documents in connection with the Issue.

We hereby give consent to include this Statement of special tax benefits in the Issue Documents and in any other material used in connection with the Issue.

Certificate

Based on the information, explanations and representation obtained from the Management of the Company, except as mentioned the enclosed Statement in the Annexure, we confirm that no special tax benefit is available to the Company and its shareholders'.

The benefits discussed in the enclosed Statement in the Annexure cover only special tax benefits available to the Company and to the shareholders of the Company and are not exhaustive and also do not cover any general tax benefits available to the Company. Further, any benefits available under any other laws within or outside India have not been examined and covered in the Annexure.

The benefits discussed in the enclosed Statement in the Annexure are not exhaustive. This Statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the Issue. Neither are we suggesting nor advising the investor to invest in the Issue based on this Statement.

We do not express any opinion or provide any assurance as to whether:

- i. the Company or its shareholders will continue to obtain these benefits in future; or
- ii. the conditions prescribed for availing the benefits have been/would be met with; or,
- iii. the revenue authorities/courts will concur with the views expressed herein.

The contents of the enclosed Statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company.

Restriction on Use

This Certificate is issued for the sole purpose of the Issue, and can be used, in full or part, for inclusion in the Issue Documents and any other material used in connection with the Issue, and for the submission of this Certificate as may be necessary, to any regulatory/statutory authority, recognised stock exchanges, any other authority as may be required and/or for the records to be maintained by the Lead Manager and Legal Counsel in



connection with the Issue and in accordance with applicable law.

This certificate may be relied on by the BRLM, their affiliates and legal counsel in relation to the Issue and to assist the BRLM in conducting and documenting their investigation of the affairs of the Company in connection with the Issue. We hereby consent to this certificate being disclosed by the BRLM, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

We undertake to immediately communicate, in writing, any changes to the above information/confirmations to the BRLM and the Company until the equity shares allotted in the Issue commence trading on the relevant stock exchanges. In the absence of any such communication from us, the Company, the BRLM and the legal advisor appointed with respect to Issue can assume that there is no change to the information/confirmations forming part of this certificate and accordingly, such information should be considered to be true and correct.

All capitalized terms used but not defined herein shall have the meaning assigned to them in the Issue Documents.

Yours faithfully,

For and on behalf of
Sundarlal Desai & Kanodia
Chartered Accountants



Mukul B. Desai
Partner
Membership No.: 033978
ICAI Firm Registration Number: 0110560W
UDIN : 24033978BKAWQ7415
Date : 30/09/2024
Place : Mumbai



CC:

Legal Advisor to the Issue:
Rajani Associates, Advocates and Solicitors
204-207, Krishna Chambers,
59, New Marine Lines,
Mumbai-400020,
Maharashtra, India.

To,
The Board of Directors,
Shiv Texchem Limited
(Formerly known as Shiv Texchem Private Limited)
Kamla Space, Unit No. 216,
2nd Floor Khira Nagar Tps III,
S.V.Road, Santacruz, (West),
Mumbai, Maharashtra, India-400054

Dear Sirs/Madams,

Sub: Statement of possible special tax benefit (the "Statement") available to Shiv Texchem Limited (Formerly known as Shiv Texchem Private Limited) (the "Company"), and its shareholders prepared to comply with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018 as amended (the "SEBI ICDR Regulations) in connection with the proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of the Company.

We, **Sundarlal Desai & Kanodia**, Chartered Accountants, hereby confirm that the enclosed **Annexure A**, prepared by the Company and initiated by us for identification purpose ("**Statement**") for the Issue, provides the possible special tax benefits available to the Company and to its shareholders under direct tax and indirect tax laws presently in force in India, including the Income-tax Act, 1961 and Income tax Rules, 1962, as amended (hereinafter referred to as "**Direct Tax Laws**"), and indirect tax laws i.e., the Central Goods and Services Tax Act, 2017, Integrated Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017, Customs Act, 1962 and the Customs Tariff Act, 1975 Foreign Trade (Development and Regulation) Act, 1992 read with Foreign Trade Policy, as amended, the rules, circulars and notifications issued in connection thereto (hereinafter referred to as "**Indirect Tax Laws**"), presently in force in India, available to the Company and its shareholders. Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant statutory provisions. Hence, the ability of the Company and/or its shareholders to derive the tax benefits is dependent upon fulfilling such conditions, which based on business imperatives the Company faces in the future, the Company may or may not choose to fulfil.

This statement of possible special tax benefits is required as per Schedule VI (Part A)(9)(L) of the SEBI ICDR Regulations. While the term 'special tax benefits' has not been defined under the SEBI ICDR Regulations, for the purpose of this Statement, it is assumed that with respect to special tax benefits available to the Company, the same would include those benefits as enumerated in the **Annexure A**. Any benefits under the taxation laws other than those specified in **Annexure A** are considered to be general tax benefits and therefore not covered within the ambit of this Statement. Further, any benefits available under any other laws within or outside India, except for those mentioned in the **Annexure A** have not been examined and covered by this statement.

The benefits discussed in the enclosed Statement are not exhaustive. The Statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the Issue.



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In respect of non-residents, the tax rates and the consequent taxation shall be further subject to any benefits available under the applicable Double Taxation Avoidance Agreement, if any, between India and the country in which the non-resident has fiscal domicile.

We do not express any opinion or provide any assurance as to whether:

1. the Company or its shareholders will continue to obtain these benefits in the future; or
2. the conditions prescribed for availing of the benefits, where applicable have been/would be met with.
3. the revenue authorities/courts will concur with the views expressed herein.


The contents of the enclosed Statement are based on information, explanations and representations obtained from the Company on the basis of our understanding of the business activities and operations of the Company.

Our views expressed herein are based on the facts and assumptions indicated to us. No assurance is given that the revenue authorities / courts will concur with the views expressed herein. Our views are based on the existing provisions of the Tax Laws and its interpretation, which are subject to change from time to time. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to the Company for any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to the Company and any other person in respect of this Statement, except as per applicable law.

We hereby give consent to include this Report in the Red Herring Prospectus and the Prospectus and in any other material used in connection with the Proposed Issue, and it is not to be used, referred to or distributed for any other purpose without our prior written consent.

Yours faithfully,

For and on behalf of
Sundarlal Desai & Kanodia
Chartered Accountants


Mukul B. Desai
Partner
Membership No.: 033978
ICAI Firm Registration Number: 0110560W
UDIN : 24033978BKCAWQ7415
Date : 30/09/2024
Place : Mumbai



Encl: As above

SHIV TEXCHEM LIMITED

(Formerly known as Shiv Texchem Private Limited)



Regd. Off.: 216, 2nd FLOOR, KAMLA SPACE, KHIRA NAGAR, S.V.ROAD, SANTACRUZ(W), MUMBAI - 400 054

Corporate Off.: 602/A/B/C, 17D SAVOY CHAMBER, OPP.TPS II V.P.ROAD, DATTATRAYA ROAD, SANTACRUZ(W), MUMBAI - 400 054

CIN : U24110MH2005PLC152341 Tel : +91-22 -35236213 / +91-22-35221869 E-mail: shivtex.chokhani@gmail.com & info@shivtexchem.com

Ankleshwar Off. : 126/3 GIDC ESTATE, NEAR LUPIN LTD., ANKLESHWAR - 393 002. Tel.: 02646-22821

Gandhidham Off. : 14, 2nd FLOOR MADHAV DARSHAN, PLOT NO. 7 SECTOR-8, OPP. POST OFFICE, GANDHIDHAM, KUTCH - 370 201

ANNEXURE A

STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS AVAILABLE TO THE COMPANY, AND THE SHAREHOLDERS OF THE COMPANY UNDER THE APPLICABLE DIRECT AND INDIRECT TAX LAWS IN INDIA

This statement of possible special tax benefits is required as per Schedule VI (Part A)(9)(L) of the SEBI ICDR Regulations. While the term '*special tax benefits*' has not been defined under the SEBI ICDR Regulations. for the purpose of this Statement, it is assumed that with respect to special tax benefits available to the Company, the same would include those benefits as enumerated in this Annexure. Any benefits under the taxation laws other than those specified in this Annexure are considered to be general tax benefits and therefore not covered within the ambit of this Statement. Further, any benefits available under any other laws within or outside India, except for those mentioned in this Annexure have not been reviewed and covered by this statement.

I. Special Direct tax benefits available to the Company

There are no special tax benefits available to the Company under Direct Tax Laws

II. Special Indirect tax benefits available to the Company

There are no special tax benefits available to the Company under Indirect Tax Laws

III. Special tax benefits available to Shareholders

There are no special tax benefits available to the Company under Direct and Indirect Tax Laws

Notes:

- i. The above Statement of Tax benefits sets out the special tax benefits available to the Company, and its shareholders under the tax laws mentioned above.
- ii. The above Statement covers only above-mentioned tax laws benefits and does not cover any general tax benefits under any other law.
- iii. This Statement is intended only to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of tax consequences, each investor is advised to consult his/her own tax advisor with respect to specific tax consequences of his/her investment in the shares of the Company.
- iv. No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes.
- v. This statement does not discuss any tax consequences under any law for the time being in force, as applicable of any country outside India. The shareholders / investors are advised to consult their own



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professional advisors regarding possible tax consequences that apply to them in any country other than India.

For and on behalf of Shiv Texchem Limited

(formerly known as Shiv Texchem Private Limited)

Vikas Pavankumar
Managing Director
Date: 30/09/2024
Place: Mumbai

