

CHARTERED ACCOUNTANTS
(A Peer Reviewed Firm)

#### CERTIFICATE IN RELATION TO OBJECTS OF THE OFFER - REPAYMENT

Date - 26.09.2024

The Board of Directors

Deepak Builders and Engineers India Limited,
Ahluwalia Chambers, 1st Floor,
Plot No. 16 & 17, Local Shopping Centre,
Madangir, Near Pushpa Bhawan,
New Delhi, Delhi, India, 110062

Re: Proposed initial public Offer ("IPO") of equity shares of face value Rs. 10 each ("Equity Shares") by Deepak Builders & Engineers India Limited ("Company") (the "Offer") in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), and other applicable laws, as amended.

We, Parmod G Gupta & Associates, Chartered Accountants, Ludhiana, FRN – 018870N, the present statutory auditors of the Company, have been informed by the Company that it proposes to undertake the Offer in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and the Companies Act, 2013, as amended ("Companies Act"). We have been requested by the Company to verify and certify the details / information related to the certain borrowings availed by the company. The company has proposed for the repayment of few of the borrowings out of the borrowing table as mentioned below herein.

Our engagement has been undertaken in accordance with the Standard on Related Services (SRS) 4400 ("SRS 4400") "Engagements to Perform Agreed-upon Procedures regarding Financial Information", issued by the Institute of Chartered Accountants of India. SRS 4400 is generally adopted to perform agreed upon procedures regarding financial information, however, this standard can also be used as a guide to perform agreed upon procedures regarding non-financial information.

We have reviewed the restated financial statements of the Company as on June 30, 2024 and for the Fiscals 2024, 2023 and 2022, which was audited in accordance with the Companies Act, 2013, as amended and the rules framed thereunder, the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India and restated in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "Restated Financial Statements").

In this regard, we have obtained and reviewed the various documents related to borrowings a mentioned in the table below of the company, as on August 31, 2024 and compared the amount as per such schedule with the Restated Financial Statements as at June 30, 2024, of the Company, to confirm the accuracy and completeness of such amounts to the extent applicable. We have also reviewed the

Page 1 of 7

CHARTERED ACCOUNTANTS

(A Peer Reviewed Firm)

er accounts of the loans, loan documentations undertaken by the company, sanction letters, bank statements, repayment schedule, CHG-1 filed with ROC and other documents that we have deemed necessary in this regard.

Based on the above information and explanations provided by the management of the Company, we certify the detail as listed in Annexure A.

Based on our examination and as per information and explanation given to us, we confirm that the information in this certificate is true, fair, correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context.

We conducted our examination of the information given in this certificate (including the annexures thereto) in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India ("ICAI"), as revised from time to time, to obtain a reasonable assurance that such details are in agreement with the books of accounts and other relevant records provided to us, in all material respects; the aforesaid Guidance Note requires that we comply with the ethical requirements of the 'Code of Ethics' issued by the ICAI, as revised from time to time. Further, we have complied with the 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', as revised from time to time.

This certificate is issued for the purpose of the Offer, and can be used, in full or part, for inclusion in the draft red herring prospectus, updated draft red herring prospectus, red herring prospectus, prospectus and any other material used in connection with the Offer (together, the "Offer Documents").

This certificate may be relied on by the BRLM, their affiliates and legal counsel in relation to the Offer and to assist the BRLM in conducting and documenting their investigation of the affairs of the Company in connection with the Offer. We hereby consent to this certificate letter 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 hereby indemnify and keep indemnified, saved, defended and harmless the BRLM and Legal Counsel to the proposed Offer of the Company and all persons claiming under them ("Indemnified Persons"), from and against all losses and/or damages arising as a result of the aforementioned representations made by us in order to disclose details of the same in the Abridged Prospectus for the Offer or arising as a result of any notices, proceedings, litigations, claims, penalties, demands and costs that may be made and/or raised on the Indemnified Persons by any third parties and/or with regard to any matter arising in connection thereto or otherwise by reason of the matter contemplated herein and/or sustained by the BRLM and/or Legal Counsel to the Offer as a result of any statements, representations, assurances, confirmations hereinunder given being untrue.

We undertake to update you of any changes in the abovementioned position until the date the Equity Shares issued pursuant to the Offer commence trading on the stock exchanges. In the absence of any communication from us till the Equity Shares commence trading on the stock exchanges, you may assume that there is no change in respect of the matters covered in this certificate.

**CHARTERED ACCOUNTANTS** 

(A Peer Reviewed Firm)

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

Yours Sincerely,

For Parmod G Gupta & Associates,

**Chartered Accountants** 

Firm Reg. No. - 018870N

**Parmod Gupta** 

Partner

Membership No. - 096109

UDIN - 24096109BKDSFP8614

Place: Ludhiana

CC:

Fedex Securities Private Limited

3rd Floor, B Wing, Jay Chambers,

Dayaldas Road, Vile Parle East,

Mumbai - 400057

(\*Fedex Securities Private Limited is referred to as the "Book Running Lead Manager" or "BRLM")

Vidhigya Associates

501, 5th Floor, Jeevan Sahakar Building

Sir P M Road, Homji Street

Fort, Mumbai - 400 001

(\*Vidhigya Associates is referred to as the "Legal Counsel to the Offer")



CHARTERED ACCOUNTANTS (A Peer Reviewed Firm)

Page 4 of

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Whether loan	expenditure	No	No	No	No	No	ė					No No
Prepayment terms /	Penalty	Lock-in for 12 months and thereafter 5% floor rate (taxes as applicable) on the principal outstanding as on the date of	prepayment No prepayment Charges	3% plus applicable taxes	5% of principal	Tenor between 12 and 17	the outstanding principal amount +GST	Tenor between 18 and 24 months 4% of	the outstanding principal	amount +GST Tenor between 25 and 36 months 3% of	outstanding principal amount +GST	Not allowed in the first 12 months of the
Tenor and	schedule	August 1, 2025	November 10, 2026	April 15, 2035	December 3,	2026 November 3, 2025						January 5, 2026
Rate of Interest/	Commission	15.00%	14.67%	11.00%	15.50%	16.50%						17.00%
As on August 31, 2024 (in ₹ million)	Amount	2.88	7.88	165.31	8.16	3.30						3.87
As on Augi (in ₹ n	Amount	7.50	10.00	175.30	10.00	5.00						5.00
Date of disbursement		July 31, 2022	November 16, 2023	March 31, 2023	November 29, 2023	November 10, 2023						November 23, 2023
Date of original	Sanction	July 31, 2022	November 16, 2023	March 31, 2023	November 29, 2023	November 10, 2023						November 16, 2023
Purpose		Working Capital	Working Capital	Working Capital	Working Capital	Working Capital	,				, A	Capital
Nature of loan		Loan	Business Loan	Loan Against Property	Business	Business					Business	Loan
Name of the lender		Notak Mahindra Bank"	Kotak Mahindra Bank**	Aditya Birla Finance Limited	Bank Limited	Kisetsu Saison Finance India Private	Limited				Protium	
No.	-	d.	2.	i	ř v	ń					9	PARA



CHARTERED ACCOUNTANTS (A Peer Reviewed Firm)

Page 5 of

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Whether loan	expenditure		o <sub>N</sub>	°Z		Ñ	SZ.
Prepayment terms /	Penalty	or 6% of the principal outstanding Post 12 months-5% of principal	4% + applicable taxes of outstanding	Upto 17 EMI 7% of principal 7% of principal outstanding 18-23 EMI 5% of principal loan amount outstanding 24-35 EMI 3%	loan amount outstanding No prepayment charges after repayment of 36 EMI	2.25% on the principal outstanding at the time of foreclosure Foreclosure will not be levied if the new rate is lower than the existing rate	2.25% on the principal outstanding at the time of foreclosure Foreclosure will not be levied if
Tenor and	schedule		June 2, 2026	August 5, 2025	w.	December 3, 2026	December 31, 2027
Rate of Interest/	Commission		16.00%	16.00%		16.00%	16.50%
illion)	Amount		2.32	5.26		6.13	4.10
As on August 31, 2024 (in ₹ million)	Amount sanctioned		3.01	7.50		7.50	5.00
Date of disbursement			November 15, 2023	November 10, 2023		November 21, 2023	December 7, 2023
Date of original	Sanction		November 4, 2023	November 9, 2023		November 17, 2023	November 30, 2023
Purpose			Working Capital	Working Capital		Working Capital	Working Capital
Nature of loan			Business	Business		Loan	Business
Name of the lender			Fedbank Financial Services Limited	SFMG India Credit Company Limited (Fullerton India)		I ata Capital Limited	Shri Ram Finance Limited
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CHARTERED ACCOUNTANTS (A Peer Reviewed Firm)

Page 6 of

Amount Amount Commission schedule Penalty   1   1   1   1   1   1   1   1   1	Sr. No.	Name of the lender	Nature of loan	Purpose	Date of original	Date of disbursement	As on August 31, (in ₹ million)	As on August 31, 2024 (in ₹ million)	Rate of Interest/	Tenor and repayment	Prepayment terms/	Whether loan is for capital	
Moneywise   Business   Working   May 31, 2023   May 31, 2023   Limited   Loan   Capital   Loan   Limited   Loan   Capital   Limited   Loan   Capital   Loan   Capital   Loan   Capital   Limited   Loan   Loan					Sanction		Amount	Amount	Commission	schedule	Penalty	expenditure requirements	
Moneywise   Business   Working   November   Society   May 31, 2023   May 31, 2023   Limited   Loan   Capital   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Loan   Capital   Loan   Loan   Capital   Loan   Loan   Loan   Loan   Capital   Loan   Loan   Loan   Loan   Loan   Loan   Loan   Capital   Loan   Loan   Loan   Loan   Loan   Loan   Loan   Capital   Loan   Loa											lower than the		
Moneywise   Business   Working   November 30,   6.01   4.92   16.50%   December 5,   4% of the loan   months											No foreclosure		
Moneywise   Business   Working   November 30,   6.01   4.92   16.50%   December 5,   4% of the loan											will be allowed		
Moneywise   Business   Working   November 30,   6.01   4.92   16.50%   December 5,   4% of the total											in first 9		
Moneywise         Business         Working         November         30, 2023         6.01         4.92         16.50%         December 5, amount pad amount outstanding as anount outstanding as private Limited*         Loan         Capital Loan         August 31, 2023         6.01         4.92         16.50%         December 5, amount outstanding as anount outstanding as on date of pre-payment outstanding as anount outstanding as on date of pre-payment outstanding as anount outstanding as on date of pre-payment outstanding											6.5% will be		
Moneywise         Business         Working         November 30         6.01         4.92         16.50%         December 5, 4% of the loan amount outstanding as private Limited*         Finst 9 months amount and the loan amount outstanding as private Limited*         August 31, 2023											charged if		
Moneywise         Business         Working         November 30, 2023         6.01         4.92         16.50%         December 5, 2026         4% of the loan amount 2026           Financial Financial Financial Financial Services         Loan         Capital Capital         30, 2023         2023         4% of the loan amount 2026         amount 2022											foreclosed in first 9 months		
Financial   Loan   Capital   30, 2023   2025   2023   20	=	Moneywise	Business	Working	November	November 30,	10.9	4.92	16.50%	December 5,	4% of the loan	No	
Private Limited (SMC Finance)         Business         Working Loan         August 31, 2023         August 32, 2023         August		Financial	Loan	Capital	30, 2023	2023		The state of the s		2026	amount		
Private Limited   SMC Finance   SMC Financ		Services		16							outstanding as		
(SMC Finance)         (SMC Fin		Private Limited									on date of pre-		
HDFC Bank Business   Working   August 31,   August 31,   Business   Working   Capital   2023   2023   120.00   115.00   10.33%   May 31,   4% of the total   Amgust 31,   2025   Credit facility   Amgust 31,   2023   Amgust 31		(SMC Finance)									payment/ pre-		
HDFC Bank         Business         Working         August 31, 2023         Business         Working Limited         August 31, 2023         August 31, 2023         Limited         Limited         Loan         August 31, 2023         August 31, 2023         Limited         Limited         Loan         Capital         August 31, 2023         August 31, 2023         Limited         Limited         Loan         Capital         August 31, 2023         May 31, 2023         Limited         Limited         Limited         Limited         Loan         Capital         December 26, 2022         Limited         Limited         Loan         August 31, 2023         Limited         Limited         Limited         Limited         Loan         August 31, 2023         Limited         Li		<									paid amount		_
Limited         Loan         Capital         2023         2023         credit facility           HDFC Bank         Business         Working         May 31, 2023         May 31, 2023         120.00         115.00         10.33%         June 13, 4% of the total amount           HDFC Bank         Business         Working         December 26, 2022         120.00         108.85         10.33%         November 4% of the total amount           Limited         Loan         Capital         2022         2022         2022         2022         amount           Total         Total         Total         A72.27         A72.27         A72.27         A72.27	12.	HDFC Bank	Business	Working	August 31,	August 31,	80.00	34.29	10.33%	May 31,	4% of the total	No	
HDFC Bank         Business         Working         May 31, 2023         May 31, 2023         120.00         115.00         10.33%         June 13, 4% of the total         4% of the total           Limited         Loan         Capital         December 26, 2022         December 26, 2022         120.00         108.85         10.33%         November 4% of the total           Limited         Loan         Capital         2022         2022         30, 2025         credit facility           Total         Total         Total         472.27         A72.27         A72.27		Limited	Loan	Capital	2023	2023				2025	credit facility		_
HDFC Bank         Business Loan         Working Loan         May 31, 2023         May 31, 2023         120.00         115.00         10.33%         June 13, 4% of the total amount 2025         4% of the total amount 2025           HDFC Bank         Business Working Limited         Capital         December 26, 2022         120.00         108.85         10.33%         November 4% of the total amount 2022         4% of the total amount 2022           Total         Total         Total         A72.27         A72.27         A72.27         A 72.27											amount		_
Limited         Loan         Capital         December 26, Limited         December 26, Limited         December 26, Limited         Loan Capital         December 2022         Loan Capital         December 2022         Limited         Loan Limited         Loan Capital         Limited Af72.27         Loan Road Road Road Road Road Road Road Road	13.	HDFC Bank	Business	Working	May 31, 2023	May 31, 2023	120.00	115.00	10.33%	June 13,	4% of the total	No	
HDFC Bank         Business         Working         December 26, Loan         December 26, Loan         December 26, Loan         Limited         Loan Loan         Capital         December 2022         Capital         A72.27         November 30, 2025         4% of the total amount a		Limited	Loan	Capital						2025	credit facility		
HDFC Bank         Business         Working         December 26, 2022         December 26, 2022         120.00         108.85         10.33%         November 4% of the total         4% of the total           Limited         Loan         Capital         2022         2022         30, 2025         credit facility amount           Total         Total         551.82         472.27         mount											amount		_
Loan Capital 2022 2022 30, 2025 30, 2025 561.82 472.27	14.	HDFC Bank	Business	Working		December 26,	120.00	108.85	10.33%	November	4% of the total	No	
561.82 472.27		Limited	Loan	Capital	2022	2022				30, 2025	credit facility		
561.82											amount		_
		Total					561.82	472.27					_

\*Details of loan availed within 1 year before filing the DRHP with SEBI i.e. April 9, 2024 #As per sanction letteriterms of repayment

