STEAMHOUSE WELFARE FOUNDATION

CIN: U85190GJ2022NPL136678
Registered Address: SY. No. 55/F Paiky, Tps-8, Plot-98, Subhash Nagar, Co-Op H. Society Ghod Dod Road, Athwa, Surat 395007
Phone: +91 9727740708 Email Id: accounts1@steamhouse.in

Date: June 30, 2025

To,
The Board of Directors
Steamhouse India Limited
Office No. 324, Second Floor,
Four Point, V.I.P Road,
Vesu, Surat 395 007
Gujarat, India

Equirus Capital Private Limited ("Equirus")
12th Floor, C Wing
Marathon Futurex, N. M. Joshi Marg
Lower Parel, Mumbai 400 013
Maharashtra, India

(Equirus, the "**Book Running Lead Manager**" or "**BRLM**")

Dear Ladies and Gentlemen,

We, Steamhouse Welfare Foundation (**"we"** , "**Subsidiary**" or **"us"**) consent to be named as a subsidiary of the Company and for the inclusion of the information contained in this certificate (in part or full) in the pre-filed draft red herring prospectus (the "**Pre-Filed DRHP**") intended to be filed by the Company with the Securities and Exchange Board of India (the "**SEBI**"), and the stock exchange(s) where the Equity Shares are proposed to be listed (the "**Stock Exchanges**"), the updated draft red herring prospectus- I ("**UDRHP-I**"), the updated draft red herring prospectus- II ("**UDRHP-II**"), and red herring prospectus (the "**RHP**") and the prospectus (the "**Prospectus**"), which the Company intends to file with the Registrar of Companies, Gujarat at Ahmedabad (the "**RoC**") and the Securities and Exchange Board of India (the "**SEBI**"), the BSE Limited (the "**BSE**") and the National Stock Exchange of India Limited (the "**NSE**", and together with the BSE, the "**Stock Exchanges**") and in any other Offer-related documents.

We confirm that the information and confirmations set out in this certificate are true, fair, correct, adequate and complete in all aspects and not misleading in any respect.

A copy of our PAN card is enclosed as **Annexure – I**.

Steamhouse Welfare Foundation was incorporated as a Section 8 company under the Companies Act, 2013 pursuant to a certificate of incorporation dated 14.11.2022, with the Registrar of Companies, Gujarat at Ahmedabad . Its corporate identification number is U85190GJ2022NPL136678. Its registered office is situated at SY. No. 55/F Paiky, Tps-8, Plot-98, Subhash Nagar, Co-Op H. Society Ghod Dod Road, Athwa, Surat, Gujarat, India, 395007

Steamhouse Welfare Foundation is engaged in the business of charitable cause as authorized under the objects clause of its memorandum of association.

Capital Structure

Type of share capital of the Company	Number of Equity Shares	Aggregate Nominal Value (in ₹)
Authorised capital	10,000	100,000
Issued, subscribed and paid-up capital	10,000	100,000

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Shareholding Pattern

The following table sets forth the details of the shareholding of Steamhouse Welfare Foundation:

S. No.	Name of the shareholder	Number of Equity Shares of face value ₹10 each	Percentage of total shareholding (%)
1.	Steamhouse India Limited	9,999	100
2.	Vishal Sanwarprasad Budhia*	1	0.00
Total		**10,000**	**100**

(Nominee Shareholder of Steamhouse India Limited*).

Except as stated below, there are no amounts of accumulated profits or losses of us that are not accounted for by the Company:

Board of directors

The following constitute the board of directors of :

S. No.	Name of Director	DIN	Designation
1	Sanwarprasad Ramkumar Budhia	00398509	Director
2	Vishal Sanwarprasad Budhia	00017705	Director

***Confirmations regarding no prohibition/wilful defaulter/fraudulent borrower**:*

We confirm that we are not categorised as wilful defaulters or fraudulent borrowers as defined under the SEBI ICDR Regulations nor does our name appear in the intermediary caution list or list of vanishing companies. Further, we confirm that our name does not appear on the data base or list maintained by watchout investors or Credit Information Bureau (India) Limited ("**CIBIL**"), and the results set out under **Annexure C** do not pertain to us.
We confirm that we do not occur on any lists of shell/inoperative companies identified by the Ministry of Corporate Affairs through its letter to the SEBI dated June 9, 2017 (bearing reference 03/73/2017-CL-II) and subsequently published by the SEBI through its letter dated August 7, 2017, bearing no. SEBI /HO/ISD/OW/P/2017/18183 or any other similar list issued by the appropriate regulatory authority in the jurisdiction where we have been incorporated or any other governmental or regulatory authority or statutory body nor has any governmental or regulatory authority or statutory body initiated any action or imposed any penalties against us.

We confirm that we are not prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by the SEBI or any other securities market regulator in any other jurisdiction or any other authority/court. We confirm that our directors and promoters have not been declared fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 or under any comparable law of the jurisdiction where we are incorporated.

We certify that we are not associated and have not been associated with the securities market or any securities related business, and neither we nor any company/entity with which we are associated as a promoter are or is registered or required to be registered with the SEBI except as mentioned below:

Particulars	Information

STEAMHOUSE WELFARE FOUNDATION

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Phone: +91 9727740708 Email Id: accounts1@steamhouse.in

Name of the entity	Nil
SEBI Registration Number of the entity	Nil
Category of registration	Nil
If registration has expired, reasons for non-renewal	Nil
Details of renewal application, if any	Nil
Details of any inquiry/investigation conducted by SEBI at any time	Nil
Penalty imposed by SEBI (Penalty includes deficiency/warning letter, adjudication proceedings, suspension/cancellation/prohibitory orders)	Nil
Outstanding fees payable to SEBI by the entity, if any	Nil

Please find enclosed copy/copies of the SEBI registration certificate(s) and renewal applications made

Not Applicable

We are not registered with SEBI in any capacity

We certify that we are not registered with any financial regulatory authority such as the RBI, the Insurance Regulatory and Development Authority etc.

Particulars	**Details**
Name of the entity	Nil
Name of the regulator	Nil
Registration No.	Nil
Category of registration	Nil
Date of expiry of registration	Nil
If registration has expired, reasons for non-renewal	Nil
Details of outstanding action (including enquiry or investigation) initiated by the regulator in the last five years	Nil
Penalty imposed by the regulator, if any (Penalty includes deficiency/warning letter, adjudication proceedings, suspension/cancellation / prohibitory orders)	Nil
Outstanding fees payable to the regulator, if any	Nil

Financial Indebtedness

We confirm that there are no unsecured loans taken by us that can be recalled at any time:

We confirm that there has been neither any default in repayment of deposits nor payment of interest thereon by us, or rollover of our liability:

We are not a beneficiary of or interested in any outstanding loan or advance (including guarantees of any kind) given by the Company or any of its other subsidiaries, associates or joint ventures to any person or entity, nor have we granted any loan or advance to the Company or any of its other subsidiaries, associates or joint ventures (including unsecured loans which may be recalled at any time).

Our debt securities are not listed on any stock exchange

We have not made any capital issue during the last three years:

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Phone: +91 9727740708 Email Id: accounts1@steamhouse.in

There are no investor grievances pending against us, as on the date of this certificate:

There have not been any shortfalls in performance vis-à-vis the objects stated in any issue made by us in the last ten years.

We further confirm that, all the objects mentioned in the offer document of our last public/rights issue during the preceding five years have been met:

There is no proposal whereby we will receive any portion of the proceeds from the proposed Offer and there is no material existing or anticipated transaction with us in relation to utilization of such proceeds.

There have been no instances of issuance of equity shares by us, in the past to more than 49/200 investors in violation of:

i. Section 67(3) of Companies Act, 1956; or
ii. relevant section(s) of Companies Act, 2013, including Section 42 and the rules notified thereunder; or
iii. the SEBI Regulations; or
iv. the SEBI (Disclosure and Investor Protection) Guidelines, 2000.

The debt securities of Steamhouse Welfare Foundation are not listed on any stock exchanges.

We are/were not a promoter of, nor are/ were we promoted by, any company which has been compulsorily delisted under the terms of Chapter V of the SEBI Delisting Regulations, 2021, or Chapter V of the SEBI Delisting Regulations, 2009, each as amended, in the preceding ten years.

Litigation and other confirmations

We confirm that we are in compliance with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, as may be applicable.

We further confirm that we have not:

a. been refused listing of any securities during the last ten years by any of the stock exchanges, in India or abroad; or

b. failed to meet the listing requirements of any stock exchange in India or abroad and been imposed any penalty, if any, including suspension of trading, imposed by such stock exchanges[, except as stated below:

c. been found to be non-compliant with applicable securities laws in India or abroad and have not committed any securities market violations in the past and there has been no action taken in this regard by any regulatory authority or stock exchanges;

d. been subject to any legal authority finding any probable cause for enquiry, adjudication, prosecution or other regulatory action because of which observations on the draft red herring prospectus filed with SEBI may be kept in abeyance in accordance with the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order, 2020 pursuant to which observations on the Pre-filed DRHP may be kept in abeyance, as set out in **Annexure C**;

e. been associated with securities related business and are not registered with SEBI or required to be registered with SEBI.

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We hereby declare, confirm, clarify and undertake that no communication, queries, or correspondences have been received from any regulator, such as SEBI, any stock exchange involving me, wherein, they sought information regarding the following:

a. transactions or trading in securities of the Company, or its subsidiaries (including erstwhile companies which may be amalgamated, merged or demerged pursuant to any merger / demerger);
b. transactions or trading in securities of any listed company (other than Company and its subsidiaries), whether merged or demerged or delisted, among other things; and
c. any other information.

Except as stated in **Annexure A**, there are/is no .

i. pending criminal proceedings involving us;
ii. pending actions taken by statutory or regulatory authorities against us;
iii. pending claims involving taxation matters (both direct and indirect tax cases) and
iv. other pending litigation in accordance with the materiality policy and threshold determined by the board of directors of the Company pursuant to its resolution dated June 17, 2025.

There are no injunction or restraining order operating against us.

We confirm that all government and other approvals which are material and necessary for carrying on our business and operations have been obtained from respective authorities. We confirm that we can undertake our present activities and activities proposed by us in view of the present approvals and no further approvals from any governmental / statutory authority are required by us to undertake the activities.

We confirm that we have made applications for renewals of all material government and other approvals that have expired but not been renewed:

We confirm that there are no material government or other approvals that have expired but have not been renewed

We confirm that there is no remuneration (including contingent or deferred compensation) paid or payable by us to a director, whole-time director, managing director or manager of the Company during the last financial year:

We confirm that there are no common pursuits between us and the Company or any of its other subsidiaries, associates or group companies

We confirm that, there are no other related business transactions with the Company or any of its other subsidiaries, associates or group companies

(Rs. in millions)

Sr. No.	Nature of Transaction	Name of the Party	March 31, 2024	March 31, 2023	March 31, 2022
1.	Nil	Nil	Nil	Nil	Nil

We neither have nor propose to have any business interest in the Company:

Except for fees or commission for services rendered in relation to the Offer, we confirm that no incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise, shall be provided by us to any person for making an application for Equity Shares in the Offer.

We confirm that we: (i) have not been referred to the Board of Industrial and Financial Reconstruction or the National Company Law Tribunal, as applicable or any other comparable authority in the jurisdiction where we are incorporated; (ii) are not a sick company within the meaning of the erstwhile Indian Sick Industrial Companies

(Special Provisions) Act, 1985, as amended or a company under the corporate insolvency resolution process under the Insolvency and Bankruptcy Code, 2016; as amended or under any comparable law of the jurisdiction where we are incorporated; and (iii) are not under winding up nor has our name been struck off from any list of companies by any statutory or regulatory authority, ministry or other government body

We confirm that except: (i) properties acquired on a leasehold basis; and (ii) property mortgaged in favour of the Company's lenders in accordance with the requirements of the relevant terms and conditions governing the loans, the Company has a clean and valid title on its Properties and such Properties are free from all encumbrances. Details of such properties are enumerated in **Annexure D.**

We confirm that there are no intellectual property rights ("**IPR**") being used by us that are licensed to any entity in which the Promoters or the Directors of the Company are interested.

The IPR, which are not registered in the name of the Company or us, are being used by us, under the following arrangements:

For the following IPR, we have applied for registration, which is pending for approval:

Nil

We are not registered with SEBI in any capacity.

Particulars	**Information**
Name of the entity	Nil
SEBI Registration Number of the entity	Nil
Category of registration	Nil
If registration has expired, reasons for non-renewal	Nil
Details of renewal application, if any	Nil
Details of any inquiry/investigation conducted by SEBI at any time	Nil
Penalty imposed by SEBI (Penalty includes deficiency/warning letter, adjudication proceedings, suspension/cancellation/prohibitory orders)	Nil
Outstanding fees payable to SEBI by the entity, if any	Nil

We are not registered with any other financial regulatory body like the Reserve Bank of India, the Insurance Regulatory and Development Authority etc, in any capacity.

Particulars	**Details**
Name of the entity	Nil
Name of the regulator	Nil
Registration No.	Nil
Category of registration	Nil
Date of expiry of registration	Nil
If registration has expired, reasons for non-renewal	Nil
Details of outstanding action (including enquiry or investigation) initiated by the regulator in the last five years	Nil
Penalty imposed by the regulator, if any (Penalty includes deficiency/warning letter, adjudication proceedings, suspension/cancellation/prohibitory orders)	Nil

Outstanding fees payable to the regulator, if any	Nil

None of our debt securities are listed.

Neither us nor our directors have any conflict of interest with the suppliers of raw materials and third-party service providers, which are crucial for the Company's operations, as disclosed below:

Neither us nor our directors have any conflict of interest with the lessor of the immovable properties which have been leased by the Company and are crucial for the Company's operations, as disclosed below:

There are no agreements/ arrangements and clauses / covenants entered into by us which are material and which needs to be disclosed or non-disclosure of which may have bearing on the investment decision.

No notice, queries or communications from Stock Exchanges or SEBI regarding buying or selling of any securities in the securities market involving me, wherein, they sought information regarding the following:

a. transactions or trading in securities of the Company, or its subsidiaries (including erstwhile companies which may be amalgamated, merged or demerged pursuant to any merger / demerger);
b. transactions or trading in securities of any listed company (other than Company and its subsidiaries), whether merged or demerged or delisted, among other things; and
c. any other information.

Financial Indebtedness

Details of outstanding financial indebtedness of the subsidiary as on 31-05-2025 are provided in **Annexure B.**

We confirm that the contents of this certificate are true, fair, correct, adequate and not misleading in any material respect.

We confirm that we will immediately communicate any changes in writing to the above information to the Company and the BRLMs until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from me, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This certificate is for information and for inclusion (in part or full) in the Pre-filed DRHP, UDRHP-I, UDRHP-II, the RHP and the Prospectus in relation to the Offer or any other Offer-related material, and may be relied upon by the Company, the BRLMs, its associates and the legal counsel to each of the Company and the BRLMs. We hereby consent to the submission of this certificate as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory authority including the repository system of SEBI and/or Stock Exchanges and any other regulatory authority and/or for the records to be maintained by the BRLMs and in accordance with applicable law. We also consent to this certificate being disclosed by the BRLMs, 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.

Capitalised terms used herein but not defined shall have the same meaning as ascribed to them in the Offer Documents for the Offer.

Yours faithfully,

STEAMHOUSE WELFARE FOUNDATION

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For and on behalf of **Steamhouse Welfare Foundation**



Authorized signatory
Name: Vishal Sanwarprasad Budhia
Designation: Director

CC:

Legal Counsel to the Book Running Lead Managers as to Indian Law

Trilegal
DLF Cyber Park, Tower C, 1st Floor
Phase II, Udyog Vihar, Sector 20
Gurugram 122 008
Haryana, India

Legal Counsel to the Company as to Indian Law

AZB & Partners
AZB House, Peninsula Corporate Park
Ganpatrao Kadam Marg, Lower Parel
Mumbai 400 013
Maharashtra, India

International Legal Counsel to the Company
Dentons US LLP
100 Crescent Court
Suite 900, Dallas
Texas 75201

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Appendix – I

Our permanent account number ("**PAN**") is ABJCS7256F and address is SY. No. 55/F Paiky, Tps-8, Plot-98, Subhash Nagar, Co-Op H. Society Ghod Dod Road, Athwa, Surat, Surat, Gujarat, India, 395007 .



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ANNEXURE A

OUTSTANDING LITIGATIONS

i. All pending criminal proceedings:

Nil

ii. All pending actions by regulatory authorities and statutory authorities:

Nil

iii. Pending claims related to direct and indirect taxes, in a consolidated manner, giving the number of cases and total amount:

Nil

iv. Other pending litigation - As per the following materiality policy dated June 17, 2025.

Nil

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ANNEXURE B

FINANCIAL INDEBTEDNESS

Sr. No.	Name of lender	Nature of the borrowing facility	Date of loan agreement / sanction letter	Type of loan agreement / sanction letter	Amount outstanding as on 31/05/2025
1	Nil	Nil	Nil	NIl	Nil

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ANNEXURE C

Checklist for confirmation with the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order, 2020 dated February 5, 2020

Paragraph	Contents	Status
1.	**Treatment where there is a probable cause for investigation or enquiry or when an investigation or enquiry is in progress against the entities.** (1) Where there is a probable cause for investigation, examination or enquiry against the entities, the observations on the draft offer document filed by the issuer with the Board shall be kept in abeyance for a period of thirty days after such probable cause arises or the date of filing of the draft offer document with the Board, whichever is later. (2) Where the Board is unable to conclude such investigation, examination or enquiry against the entities due to the reasons beyond its control or due to the conduct of the parties other than the entities, the observations on the draft offer document shall be kept in abeyance for a further period of thirty days. (3) Where the Board is unable to conclude such investigation, examination or enquiry against the entities due to the conduct of the entities, the observations on the draft offer document shall be kept in abeyance till the time such investigation, examination or enquiry is concluded.	Nil
2.	**Treatment where show cause notice has been issued** (1) Where a show cause notice has been issued to the entities in an adjudication proceeding, the Board may process the draft offer document and issue observations and advice the entities to make necessary disclosures and statements in respect of such proceedings and the possible adverse impact of an order on the entities, in the offer document. (2) Where a show cause notice has been issued in respect of proceedings under sub-section (4) of section 11 or section 11B(1), the Board shall keep in abeyance the issuance of observations for a period of ninety days from the date of filing of the draft offer document with the Board. (3) Where the Board is unable to conclude the proceedings as referred to sub-clause (2) due to the reasons beyond its control or due to the conduct of the parties other than the entities, the observations on the draft offer document shall be kept in abeyance for a further period of forty-five days. (4) Where the Board is unable to conclude the proceedings as referred to sub-clause (2) due to the conduct of the entities, the observations on the draft offer document shall be kept in abeyance till the time such proceedings are concluded. (5) Where no order is passed within the time period specified in clause (3), the Board may process the draft offer document and issue observations and advise the entities to make necessary disclosures and statements in respect of such proceedings and the possible adverse impact of an order on the entities, in the offer document.	Nil
3.	**Treatment where recovery proceedings have been initiated or an order for disgorgement or monetary penalty has not been complied with or in case of non-compliance with any direction issued by the Board.** Where the Board has initiated proceedings for recovery against the entities or when an order for disgorgement or monetary penalty passed against the entities is not complied with or in case of non-compliance with any direction issued by the Board, the observations on the draft offer document filed by the	Nil

Paragraph	Contents	Status
	issuer with the Board shall be kept in abeyance till such proceedings are concluded or until the directions are complied with.	
4.	**Reconsideration of proceedings pursuant to remand by the Securities Appellate Tribunal or court.** Where proceedings has been remanded by the Securities Appellate Tribunal or a court, the same shall in effect be treated as proceedings covered under this Order, and the Board may take appropriate action in respect of the draft offer document under the provisions of this general order, subject to any order passed by the Securities Appellate Tribunal or a court, as the case may be, while remanding the matter.	Nil
5.	**Issuance of observations when the issuer is restrained by a court from making a public issue or filing of offer document:** Where the issuer has been restrained by a court or tribunal from making an issue of securities or from issuing offer document to the public, the Board may examine the offer document and issue its observations thereof with a qualification that said observations are issued in accordance with the regulatory powers conferred on the Board and that the public issue or issuance of the offer document to the public by the issuer shall be subject to the orders of such court or tribunal or authority.	Nil

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Annexure D

CIBIL/ Watchout Search Results

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Suit Filed Accounts - Defaulters Rs 1 crore and above as on 30-Apr-2025 Search Details
Date of extraction 29-Jun-2025
Borrower Containing - Steamhouse Welfare Foundation

Go To Bottom

Bank	Branch	Quarter	Borrower Name	Registered Address	Director Name--DIN no. Detail	OutStanding Amount (Rs. in Lacs)
No Records						

Page 1 of 1

No Records

Go To Top

Suit Filed Accounts - Wilful Defaulters Rs 25 lacs and above as on 30-Apr-2025 Search Details
Date of extraction 29-Jun-2025
Borrower Containing - Steamhouse Welfare Foundation

Go To Bottom

Bank	Branch	Quarter	Borrower Name	Registered Address	Director Name--DIN no. Detail	OutStanding Amount (Rs. in Lacs)
No Records						

Page 1 of 1

No Records

Go To Top

Non Suit Filed Accounts - Wilful Defaulters Rs 25 lacs and above as on 30-Apr-2025 Search Details
Date of Extraction 29-Jun-2025
Borrower Containing - Steamhouse Welfare Foundation

Bank	Branch	Quarter	Borrower Name	Registered Address	Director Name--DIN no. Detail	OutStanding Amount (Rs. in Lacs)
No Records						

Page 1 of 1

No Records

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Co-Sponsor NSE

PRIME DATABASE GROUP

A national web-based registry of economic defaulters covering entities and persons



Home » Search Result

CAUTION (PLEASE CLICK HERE)

SEARCH PARAMETERS

Name of Entity/Person	STEAMHOUSE WELFARE FOUNDATION
Entity/Person	ENTITY

If you wish to search again, enter name of Entity/Person: STEAMHOUSE WELFARE FC Like Search **or PAN/CIN/DIN:** **in** Entity GO

ENTITY	PERSON	COMPETENT AUTHORITY	REGULATORY CHARGES	REGULATORY ACTION(S) / DATE OF ORDER	FURTHER DEVELOPMENTS
No Record					

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Home » Search Result

CAUTION (PLEASE CLICK HERE)

SEARCH PARAMETERS

Entity/Person	ENTITY
PAN/CIN/DIN	ABJCS7256F

If you wish to search again, enter name of Entity/Person: Exact Search **or PAN/CIN/DIN:** ABJCS7256F **in** Entity GO

ENTITY	PERSON	COMPETENT AUTHORITY	REGULATORY CHARGES	REGULATORY ACTION(S) / DATE OF ORDER	FURTHER DEVELOPMENTS
No Record					

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