



SWAROOP JAIN & CO.

CHARTERED ACCOUNTANTS

802 Wallfort House Off Dutt Mandir Vivek College SV Road, Goregaon West, Mumbai, 400104
Tel.No-8655008989, Email: swaroopjain.co@gmail.com Website: swaroopjain.com

Certificate on Statement of Special Tax Benefits

To,
Kasliwal Projects Limited
(Formerly known as the Kasliwal Projects Private Limited)
A 1024-1025, Corporate Avenue CHS. Ltd,
Near Udyog Bhavan, Sonawala Road,
Goregaon East, Mumbai, Maharashtra,
India, 400063
(the "Company")

Statement of special tax benefits ('the statement') available to Kasliwal Projects Limited ('the company'), and its shareholder prepared in accordance with the requirement in Point No. 9 (L) of Part A of Schedule VI to the Securities Exchange Board of India (Issue of Capital Disclosure Requirements) Regulations, 2018.

This certificate is being issued in accordance with the terms of our original engagement letter to the Board of Directors dated **June 29, 2024**

We hereby report that the enclosed Annexure I and Annexure II prepared by the Company, initiated by us for identification purpose, states the possible special-tax benefits available to the Company and its shareholders under direct or/ and indirect taxes (together "**the Tax Laws**"), presently in force in India as on the signing date, which are defined in Annexure I. These possible special tax benefits are dependent on the Company and its shareholders fulfilling the conditions prescribed under the relevant provisions of the Tax Laws. Hence, the ability of the Company and its shareholders to derive these possible special tax benefits is dependent upon their fulfilling such conditions, which is based on business imperatives the Company may face in the future and accordingly, the Company and its shareholders may or may not choose to fulfil.

The benefits discussed in the enclosed Annexure II are limited to the possible special tax benefits available to the Company and its shareholders and do not cover any general tax benefits available to the Company and its shareholders. Further, the preparation of the enclosed Annexure II and its contents is the responsibility of the Management of the Company. We have been informed that the 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 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 proposed SME initial public offering of equity shares of the Company (the "**Proposed Offer**") particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have a different interpretation on the possible special tax benefits, which an investor can avail. We are neither suggesting nor advising the investors to invest money based on the Statement.

Branches: Kishangarh(Rajasthan)

Nathdwara(Rajasthan)

Jaipur(Rajasthan)

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

We have also 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.

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

- i. the Company and its shareholders will continue to obtain these possible special tax benefits in future, or
- ii. the conditions prescribed for availing the possible special tax benefits where applicable, have been/would be met with.

The contents of the enclosed Annexures are based on the information, explanation and representations obtained from the Company and 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/ court 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 consent to inclusion of this Statement in the Draft Red Herring Prospectus(DRHP), Red Herring Prospectus(RHP), prospectus and in any other material used in connection with the Proposed Offer and submission of this Statement to the Securities and Exchange Board of India, the stock exchanges where the Equity Shares of the Company are proposed to be listed and the Registrar of Company of Mumbai.

This Statement is not to be used, referred to, or distributed for any purpose other than in connection with the Proposed Offer without our prior written consent.

For Swaroop Jain & Co
Chartered Accountants
FRN: 112058W

(CA Saurabh Jain)
Partner
Membership No 141336
UDIN: 25141336BMGTEU7358
Date: June 13, 2025
Place: Mumbai

ANNEXURE I

LIST OF DIRECT AND INDIRECT TAX LAWS ('TAX LAWS')

Sr. No.	Details of tax laws
1	Income-tax Act, 1961 and Income-tax Rules, 1962
2	Central Goods and Services Tax Act, 2017
3	Integrated Goods and Services Tax Act. 2017
4	State Goods and Services Tax Act, 2017

Sr. No. 1 referred to as Direct Tax Laws

Sr. No. 2 to 4 jointly referred to as Indirect Tax Laws

ANNEXURE II

STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS AVAILABLE TO KASLIWAL PROJECTS LIMITED ("THE COMPANY") AND ITS SHAREHOLDERS UNDER THE APPLICABLE DIRECT AND INDIRECT TAXES ("TAX LAWS")

Outlined below are the Possible Special Tax Benefits available to the Company and its shareholders under the Tax Laws. These Possible Special Tax Benefits are dependent on the Company and its shareholders fulfilling the conditions prescribed under the Tax Laws. Hence, the ability of the Company and its shareholders to derive the Possible Special Tax Benefits is dependent upon fulfilling such conditions, which are based on business imperatives it faces in the future, it may or may not choose to fulfil.

UNDER THE TAX LAWS

A. Special tax benefits available to the Company and its subsidiaries

Except as mentioned herein, there are no possible special tax benefits available to the company under Income Tax Act, 1961 read with the relevant Income Tax Rules, 1962, the Customs Tariff Act, 1975, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, the Union Territory Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017 and Goods and Services Tax (Compensation to States) Act, 2017 read with the relevant Central Goods and Services Tax Rules, 2017, Integrated Goods and Services Tax Rules, 2017, Union Territory Goods and Services Tax Rules, State Goods and Services Tax Rules, 2017 and notifications issued under these Acts and Rules and the foreign trade policy.

Name of the Company	Nature of Holding	Section as per Income Tax Act, 1961	Applied from Assessment Year	Applicable Tax rate including surcharge and Cess
Kasliwal Projects Limited	Issuer Company	115BAA	2020-21	25.168%
Aramex Appliances Private Limited	Subsidiary of Issuer Company	115BAA	2025-26	25.168%
Chef Story Home Appliances Private Limited	Subsidiary of Issuer Company	115BAA	2024-25	25.168%
Kasliwal Housewares Private Limited	Subsidiary of Issuer Company	115BAA	2024-25	25.168%
Suyukti Home Solutions Private Limited	Subsidiary of Issuer Company	115BAB	2021-22	17.16%
Splashcraft Houseware Private Limited	Subsidiary of Issuer Company	115BAA	2025-26	25.168%
Smidge Home Products Private Limited	Subsidiary of Issuer Company	115BAB	2021-22	17.16%

a) Direct Tax Laws

- 1) Section 115BAA, inserted by the Taxation Laws (Amendment) Act, 2019, provides that a domestic company may opt to be taxed at a concessional rate of 22%, plus applicable surcharge and health & education cess, with effect from the financial year 2019-20 onwards. This option is subject to the condition that the total income of the company is computed without claiming certain specified deductions, incentives, or set-off of brought forward losses or unabsorbed depreciation relating to such deductions. Depreciation is required to be claimed only as per the manner prescribed under the Income-tax Rules. Where a company opts for taxation under section 115BAA, the provisions of Minimum Alternate Tax (MAT) under section 115JB shall not apply, and MAT credit, if any, shall not be available for set-off. The option must be exercised on or before the due date of filing the income tax return for the relevant assessment year. Once exercised, the option is irrevocable and cannot be withdrawn for the same or any subsequent year. Further, if the company fails to satisfy the conditions specified under section 115BAA in any financial year, the option shall be deemed invalid for that year and all subsequent years, and the company shall be taxed as per the regular provisions of the Income-tax Act. The application of section 115BAA to the holding company and relevant subsidiaries, as detailed in the table above, is based on representations received from the management and the supporting documentation provided to us.
- 2) Section 115BAB, as introduced by The Taxation Laws (Amendment) Act, 2019, provides that a new domestic manufacturing company incorporated on or after 1st October 2019, and commencing production on or before 31st March 2023, may opt to be taxed at a base rate of 15% (plus applicable surcharge and health & education cess), resulting in an effective tax rate of 17.16%. This concessional rate is subject to the condition that the total income is computed without claiming specified deductions, exemptions, or set-off of brought forward losses or depreciation attributable to such deductions. In addition, depreciation is to be claimed only as per the prescribed manner under the Income-tax Rules. Further, if a company opts for taxation under section 115BAB, the provisions of Minimum Alternate Tax (MAT) under section 115JB shall not apply, and any MAT credit relating to earlier years shall not be available for set-off. The option must be exercised on or before the due date of filing the income tax return for the relevant assessment year, and once exercised, cannot be withdrawn subsequently. If at any time the company fails to satisfy the conditions prescribed under section 115BAB, the option shall be deemed invalid for that year and all subsequent years, and the company will be taxed as per the normal provisions of the Act. The applicability of section 115BAB to the relevant subsidiaries mentioned in the table above is based on representations received from the management and review of supporting documents.

2) Deductions from Gross Total Income

a) Deduction under Section 80JJAA of the Income-tax Act, 1961

Subject to fulfilment of the prescribed conditions, the Issuer and its Subsidiaries are eligible to claim a deduction under **Section 80JJAA** of the Income-tax Act, 1961. The deduction is equal to **30% of the additional employee cost** incurred on the employment of **new regular workmen** (meeting the specified criteria) during the course of business in the relevant previous year. This deduction is allowable for a period of **three consecutive assessment years**, including the year in which such employment is first provided. The benefit is available only where the business is subject to audit under section 44AB and where the conditions specified under section 80JJAA are satisfied.

b) Deduction in Respect of Inter-Corporate Dividends – Section 80M of the Income-tax Act, 1961

With effect from **1st April 2020**, the **Dividend Distribution Tax (DDT)** has been abolished pursuant to the **Finance Act, 2020**, and dividends are now **taxable in the hands of the recipient shareholder**, except were covered under section 115-O. In order to **eliminate the cascading effect of taxation** on inter-corporate dividends, **Section 80M** has been introduced. It allows a deduction to a **domestic company** (including the Issuer and its Subsidiaries) in respect of **dividends received** from another **domestic company, foreign company, or business trust**, to the extent of **dividends distributed** by it to its shareholders **on or before the due date**. The “due date” is defined as **one month prior to the due date** for filing the return of income under section 139(1) of the Act. Accordingly, to the extent the dividends received by the Issuer and its Subsidiaries are distributed within the prescribed timelines, a deduction under section 80M may be claimed, thereby **mitigating the tax impact on inter-corporate dividend income**.

b) Indirect Tax Laws

- As per current applicable laws and based on information provided to us, no specific indirect tax benefits are available to the Issuer or its Subsidiaries under the Goods and Services Tax (GST) regime or other indirect tax laws in India.

B. Special tax benefits available to Shareholders

1) Dividend income earned by the shareholders would be taxable in their hands at the applicable rates. However, in case of domestic corporate shareholders, deduction under Section 80M of the Act would be available on fulfilling the conditions (as discussed above). Further, in case of shareholders who are individuals, Hindu Undivided Family, Association of Persons, Body of Individuals, whether incorporated or not, surcharge would be restricted to 15%, irrespective of the amount of dividend.

2) Long term capital gains exceeding ₹ 1,25,000 on transfer of listed equity shares on which Securities Transactions Tax has been paid will be subject to tax in the hands of shareholders as per the provisions of Section 112A of the Act at 12.5% (plus applicable surcharge and cess). The benefit of indexation of costs shall not be available. As per section 2(29AA) read with section 2(42A) of the Act, a listed equity share is treated as a long-term capital asset if the same is held for more than 12 months immediately preceding the date of its transfer. Short term capital gains arising on transfer of shares on which Securities Transactions Tax has been paid will be subject to tax in the hands of shareholders as per the provisions of section 111A of the Act at 20% (plus applicable surcharge and cess). Non-resident shareholders including foreign portfolio investors may choose to be governed by the provisions of Double Taxation Avoidance Agreement, to the extent they are more beneficial and subject to provision of the prescribed documents.

NOTES:

1. We have not considered the general tax benefits available to the Company, or shareholders of the Company.
2. The above is as per the Tax Laws as on date.
3. The above Statement of possible special tax benefits sets out the provisions of Tax Laws in a summary manner only and is not a complete analysis or listing of all the existing and potential tax consequences of the purchase, ownership and disposal of Equity Shares.

4. This Statement does not discuss any tax consequences in any country outside India of an investment in the Equity Shares. The subscribers of the Equity Shares in the country other than India are urged to consult their own professional advisers regarding possible income -tax consequences that apply to them.
5. The benefits in I and II above are as per the current tax law as amended by the Finance Act, 2025.
6. This statement does not discuss any tax consequences in the country outside India of an investment in the shares. The shareholders / investors in the country outside India are advised to consult their own professional advisors regarding possible Income tax consequences that apply to them.
7. Surcharge is to be levied on domestic companies at the rate of 7% where the income exceeds INR one crore but does not exceed INR ten crores and at the rate of 12% where the income exceeds INR ten crores.
8. If the Company opts for concessional income tax rate under section 115BAA of the Act, surcharge shall be levied at the rate of 10% irrespective of the amount of total income.
9. Health and Education Cess @ 4% on the tax and surcharge is payable by all category of tax payers.
10. Further, it is also clarified in section 115JB (5A) that if the Company opts for concessional income tax rate under section 115BAA, the provisions of section 115JB regarding Minimum Alternate Tax (MAT) are not applicable. Further, such company will not be entitled to claim tax credit relating to MAT.
11. 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. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to 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 any other person in respect of this statement.

For Swaroop Jain & Co
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