

Manoj Singh

Address: Tulsipur Majha, Nawabganj, Tulsipur Majha, P.O. Tulsipur Majha Dist.: Gonda Uttar Pradesh-271303

CERTIFICATE FROM SENIOR MANAGEMENT PERSONNEL

Date:

To,

**The Board of Directors,
Kheria Autocomp Limited ("The Company")**
Plot No. B6, B7 & B8, Tata Vendor Park,
Revenue Survey No.1, Village.
Northkot Pura, Sanand,
Gujarat, India, 382170,

And

SMC Capitals Limited ("BRLM")
A- 401/402, Lotus Corporate Park,
Off Western Express Highway,
Jai Coach Signal, Goregaon (East),
Mumbai – 40006,
Maharashtra, India.

Re: Proposed Initial Public Offering of Equity Shares of face value of Rs. 10 each (the "Equity Shares" and such issuance, the "Issue") of Kheria Autocomp Limited (the "Company")

I, **Manoj Singh**, Senior management personnel in the Company, as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. I confirm that the following information with respect to me is true, correct and adequate and not misleading in any material respect.

Profile

1.I, Manoj Singh, am the Chief Operating Officer of our Company, following description contained in the chapter titled "**Our Management**", as applicable to me, is true and accurate:

2.I have more than 11 years of experience in the field of production and plant management. I have been associated with the Company since August 2015, initially joining as the Production and Planning Manager and later being designated as the Chief Operating Officer on July 05, 2025. I am responsible for overseeing day to day business operations of the Company, implementing strategic plans, optimizing efficiency, managing resources, ensuring compliance with Company policies, monitoring business performance.

3.Interest of Senior Management Personnel

Neither I, nor any of my relatives (as defined under the Companies Act, 2013), hold any Equity Shares, warrants, employee stock options or any other convertible instrument in the Company.

Except as disclosed, I have no interest in the Company except to the extent of remuneration of ₹ 23.37 lakhs paid to me in the last fiscal (including contingent or deferred compensation) by the Company.

Except as disclosed, no benefits in kind were granted to me on an individual basis by the Company for services in all capacities to the Company. There is no contingent or deferred compensation accrued for the year, including any compensation payable at a later date.

4.I confirm that no amount or benefit, other than the compensation, has been paid or given to me within the two preceding years or intended to be paid or given to me.

5.I have not entered into any contracts or arrangement with the Company relating to my appointment and remuneration or providing



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- for benefits upon termination of employment/retirement.
6. I am not party to any bonus or profit-sharing plan of the Company.
7. There is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was selected as senior management personnel.
8. I have not entered into any service contracts with the Company which will provide for benefits upon the termination of employment.
9. I have not entered into any agreement either on my own or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.
10. I confirm that there is no excessive dependence on me by the Company for the project for which the Issue is being made.
11. I am not directly or indirectly (including through my relatives, as defined under the Companies Act, 2013) interested in any contract, agreement or arrangement entered into by the Company, and no payments have been made in respect of these contracts, agreements or arrangements or are proposed to be made.
12. I confirm that I will not receive any portion of the proceeds of the Issue and there are no material existing or anticipated transactions in relation to utilisation of the Issue proceeds or project cost entered into or to be entered into by me.
13. I am not related to any of the key managerial personnels or directors or any other senior management personnel of the Company.
14. No incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise, has been provided or will be provided by me to any person for making an application for equity shares in the Issue, except for fees or commission for services rendered in relation to the Issue.
15. I am not interested in the appointment of any person(s) acting as the underwriter, registrar, Legal Counsel or BRLM to the Issue or any such intermediary appointed in connection with the Issue.
16. I am familiar and undertake to comply with the regulations on publicity, marketing and research restrictions given in any publicity guidelines circulated by the Legal Counsel in relation to the Issue and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable law.
17. I have not entered into any agreement which, either directly or indirectly or potentially or whose purpose and effect is to impact the management or control of the Company or impose any restriction or create any liability upon the Company.
18. There is/are no:
action(s) initiated or orders passed by any regulatory authority, statutory authority, enforcement authority or judicial body, in respect of search or seizure or re-opening of accounts under section 130 of the Companies Act, 2013 or investigation under the provisions of Chapter XIV of the Companies Act, 2013 against me;
action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body, in respect suspension, imposition of fine or penalty or settlement of proceedings debarment, disqualification or closure of operations or sanctions imposed or warning or caution or any other similar action(s) by whatever name called against me.
19. There are no suits, cases, or proceedings filed against me which are reported by Credit Bureau or any other similar agency.
20. No show cause notice(s), order(s), caution notice(s), or communication(s) have been issued against me by any regulatory authority.
21. There is no disciplinary action, litigation, or proceeding, civil or criminal, initiated or pending against me before any judicial, quasi-judicial, or administrative authority, including tribunals, arbitration forums, or police authorities.
22. There are no outstanding loans, borrowings, or other financial obligations which are in default or delay in repayment of principal and/or interest, and that there are no pending claims or proceedings with respect to any default, recovery, or enforcement action initiated by any lender, financial institution, or bank.



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23. I hereby confirm that I am not associated in the capacity of Promoter, selling shareholder, member of Promoter group, or group entity, have ever been part of or delisted under Chapter III, Chapter V, or Chapter VI of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended.
24. I confirm that there is no pending or past police action proceeding by the Financial Intelligence Unit (FIU), or any investigation, attachment, or enforcement action by any competent authority under the Prevention of Money Laundering Act, 2002 or any other law in force against me.
25. I am not a Politically Exposed Person (PEP) or related to any such person in a manner that would attract disclosure or restrictions under applicable laws.
26. I have not been a director, promoter, member or person in control of any entity that has been identified as a shell company identified by the Ministry of Corporate Affairs through its letter to the Securities Exchange Board of India dated June 9, 2017 (bearing reference 03/73/2017-CL-II) and subsequently published by the Securities Exchange Board of India through its letter dated August 7, 2017, bearing no. SEBI /HO/ISD/OW/P/2017/18183.
27. There is no conflict of interest between the suppliers of raw materials and third-party service providers (crucial for operations) of the Company and me.
28. There is no conflict of interest the between lessor of the immovable properties (crucial for operations) of the Company and me.

I certify that I am in full compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. I confirm that I have not leaked, communicated, or shared any financial estimates, targets, or internal data with external parties or intermediaries except on a strict 'need-to-know' basis. I further confirm that any sharing of sensitive information has been properly captured under the Company's internally maintained Structured Digital Database (SDD).

I confirm that I will immediately communicate any changes in writing to the above information to the Company and the BRLM until the date when the Equity Shares commence trading on the Stock Exchange. 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 Exchange pursuant to the Issue.

This certificate is for information and for inclusion (in part or full) the RHP and the Prospectus in relation to the Issue or any other Issue-related material, and may be relied upon by the Company, the BRLM and the Legal Counsel to the Issue. I hereby consent to the submission of this certificate as may be necessary to the SEBI (if required), the RoC, the Stock Exchange and any other regulatory authority and/or for the records to be maintained by the BRLM and in accordance with applicable law.

All capitalized terms used herein but not specifically defined shall have the same meaning as ascribed to them in the Draft Red Herring Prospectus.

Yours faithfully,



Name: **Manoj Singh**

Designation: **Chief Operating Officer**

CC:

Mindspright Legal

712-714, C-Wing, Trade World, Kamla City,
Senapati Bapat Marg, Lower Parel (West),
Mumbai-400013, Maharashtra, India.

