Market Intelligence & Analytics



22nd December, 2023

To, **Diffusion Engineers Limited,** T-5 & 6, MIDC, Hingana Road, Nagpur, Maharashtra – 440016

Kind Attn.: Mr. Abhishek Gupta, Chief Financial Officer

Dear Sir,

Re.: Proposed initial public offering of Equity shares in India (the "Issue") by Diffusion Engineers Limited (the "Company")

We refer to your e-mail/ request dated 22nd December, 2023 regarding the content provided to you for your internal use by CRISIL Market Intelligence & Analytics (CRISIL MI&A) as part of your subscription to its Industry Research on the following industry:

• CRISIL Market Intelligence & Analytics (CRISIL MI&A) – Assessment of welding consumables, wear plates and heavy engineering market in India, in December 2023

As requested by you, we accord our no objection and give consent to your reproducing contents from the aforesaid CRISIL Report, whether in part or whole (hereinafter referred to as `Material') available to you as part of the above subscription in the draft red herring prospectus ("DRHP") to be filed with Securities and Exchange Board of India ("SEBI") and the stock exchanges where the Issue is proposed to be listed (the "Stock Exchanges"), the red herring prospectus ("RHP") and the prospectus ("Prospectus") to be filed with the Registrar of Companies, Maharashtra at Mumbai ("RoC"), SEBI and the Stock Exchanges or any other document to be issued or filed in relation to the Issue in India, subject to the following:

- Your reproducing the Material on an `as is where is basis' clearly mentioning the document source & date of release. Eg. CRISIL Report on Assessment of welding consumables, wear plates and heavy engineering market in India, in December 2023
- Your ensuring that there is no misrepresentation/modification to our views/opinions and that the Material is not mentioned out of context or misguidingly.
- Your ensuring that the Material consisting of charts/graphs also contains the relevant notes/ footnotes explaining the charts / graphs.
- Your ensuring that the Disclaimer of CRISIL (given below) is also reproduced along with the Report, at the relevant place in the Issue Documents.

You agree and undertake not to misrepresent, make any changes to, obliterate or tamper with the Report or present any part thereof out of context or in violation of applicable laws and regulations, if any. Further, you acknowledge and agree that CRISIL does not accept responsibility for the Issue Documents or any part thereof.

Market Intelligence & Analytics



Given below is the disclaimer to be used in the Issue Documents.

"CRISIL Market Intelligence & Analytics (CRISIL MI&A), a division of CRISIL Limited (CRISIL) has taken due care and caution in preparing this report (Report) based on the Information obtained by CRISIL from sources which it considers reliable (Data). However, CRISIL does not guarantee the accuracy, adequacy or completeness of the Data / Report and is not responsible for any errors or omissions or for the results obtained from the use of Data / Report. This Report is not a recommendation to invest / disinvest in any entity covered in the Report and no part of this Report should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. CRISIL especially states that it has no liability whatsoever to the subscribers / users / transmitters/ distributors of this Report. Without limiting the generality of the foregoing, nothing in the Report is to be construed as CRISIL providing or intending to provide any services in jurisdictions where CRISIL does not have the necessary permission and/or registration to carry out its business activities in this regard. Diffusion Engineers Limited will be responsible for ensuring compliances and consequences of non-compliances for use of the Report or part thereof outside India. CRISIL MI&A operates independently of, and does not have access to information obtained by CRISIL Ratings Limited, which may, in their regular operations, obtain information of a confidential nature. The views expressed in this Report are that of CRISIL MI&A and not of CRISIL Ratings Limited. No part of this Report may be published/reproduced in any form without CRISIL's prior written approval."

This letter may be shared by the Company, with the Book Running Lead Manager(s) and advisers concerned in relation to the Offer.

We agree to keep strictly confidential, the non- public information relating to the Issue until such time that: (A) such disclosure by us is approved by the Company; or (B) such disclosure is required by law or regulation; or (C) such information is already in public domain or comes into public domain through no fault of ours.

For CRISIL Limited

Rahul Prithiani, Senior Director, CRISIL MI&A

GENERAL INFORMATION

Registered Office of our Company

Diffusion Engineers Limited

T-5 & 6, MIDC, Hingana, Nagpur, Maharashtra, India, 440016.

Company Registration Number and Corporate Identity Number

The registration number and corporate identity number of our Company are as follows:

- a) Registration number: 124154
- b) Corporate identity number: U99999MH2000PLC124154

Promoters of our Company

The Promoters of our Company are Prashant Garg, Dr. Nitin Garg and Chitra Garg.

Board of Directors

As on the date of this Draft Red Herring Prospectus, our Company's Board comprises of the following Directors:

Name, and	Nature of Directorship	DIN	Residential Address
Prashant Garg	Managing Director	00049106	Plot No. 03, Pawan Bhumi, Wardha road, Somalwada, Khamla, Nagpur– 440025, Maharashtra, India
Dr. Renuka Garg	Non - Executive Director	02815373	Flat No. C 1/404, Block no. 6, 4 th Floor, Paras Urban Park, Rohit Nagar, Huzur, Bhopal– 462039, Madhya Pradesh, India.
Chitra Garg	Non – Executive Director	01784644	Plot No. 3, Somalwada, Pragati Society, Pavbhumi, Somalvada Nagpur, Khamla Nagpur– 440025, Maharashtra, India.
Anita Avinash Vijayakar	Independent Director	01190200	Plot No. 07, Krishna Vatika, Amravati road, Shankar Nagar, Opp Law college Tilak Nagar, Nagpur– 440010, Maharashtra, India.
Ajay Motilal Jain	Independent Director	02815416	EMP – 49, Flat No. 802, Thakur Village, Kandivali East, Mumbai– 400101, Maharashtra, India
Anil Trigunayat	Independent Director	07900294	B-701, Ridgeview IFS Apartments, Plot No. GH – 87, Opposite Ansal University, Sector – 54, Gurgaon Sector – 56, Haryana – 122011, India.

For further details of the Board of Directors, please refer to the section titled "*Our Management*" beginning on page **Error! Bookmark not defined.** of this Draft Red Herring Prospectus.

Market Intelligence & Analytics



Company Secretary & Compliance Officer

Chanchal Jaiswal is the Company Secretary and Compliance Officer of our Company.

Chief Financial Officer

Abhishek Mehta is our Chief Financial Officer.

DETAILS OF KEY INTERMEDIARIES PERTAINING TO THIS ISSUE AND OUR COMPANY

Book Running Lead Manager

Unistone Capital Private Limited A/ 305, Dynasty Business Park, Andheri-Kurla Road, Andheri East, Mumbai – 400 059 Telephone: +91 9820057533 Email: mb@unistonecapital.com Investor grievance email: <u>compliance@unistonecapital.com</u> Contact Person: Brijesh Parekh Website: <u>www.unistonecapital.com</u> SEBI Registration number: INM000012449 CIN: U65999MH2019PTC330850

Legal Advisor to the Issue

M/s. Alliance Law Address: 801, 8th Floor, Raheja Centre, Free Press Journal Marg, Nariman Point, Mumbai – 400 021. Telephone: +91 9987011250 E-mail: ipo@alliancelaw.in