

Date: April 17, 2025

To,
Securities and Exchange Board of India
Corporate Finance Department,
Division of Issue and Listing,
SEBI Bhavan, Plot No. C4-A, 'G' Block,
Bandra-Kurla Complex, Bandra (East)
Mumbai 40005, Maharashtra

Kind Attention: Ms. Anmola Agrawal

Sub.: Request for seeking exemption under Regulation 300(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and pursuant to SEBI's email to the Association of Investment Bankers of India dated April 26, 2022 (the "Exemption Application")

Proposed Initial Public Offering of equity shares of face value of ₹10/- each ("Equity Shares") of Sattva Engineering Construction Limited (the "Company") comprising fresh issue of Equity Shares ("Issue")

Ref.: Email dated April 15, 2025, received from the Securities and Exchange Board of India ("SEBI") on the request for seeking exemption under Regulation 300(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018

With reference to the subject mentioned above and the email dated April 15, 2025, received from SEBI, please find below our pointwise responses to the clarifications sought:

1. Submit due diligence certificate by the appointed BRLM, Vivro Financial Services Private Limited.

The Due Diligence Certificate issued by us as an appointed Book Running Lead Manager for the captioned Initial Public Offering of the Company addressed to EMERGE platform of the National Stock Exchange of India Limited, is enclosed as **Exhibit 1**.

2. LM is advised to provide relationship of each promoter group company with the promoter.

Following is the relationship of one of the Promoters i.e., Santhanam Seshadri with promoter group companies:

Sr. No.	Name of Promoter Group Companies	Relationship of the Promoter, Santhanam Seshadri with the companies
1.	Sattva Industries Private Limited	Santhanam Seshadri is holding 5,045 equity shares representing 14.75% of the total equity share capital and along with his immediate relatives holds 22,572 equity shares representing 66.00% the total equity share capital.
2.	Sattva Logistics Private Limited	Santhanam Seshadri is a director and holds 29,500 equity shares representing 14.75% of the total equity share capital and along with his immediate relatives holds 1,32,000 equity shares representing 66.00% the total equity share capital.
3.	Sattva Hi-Tech and Conware Private Limited	Santhanam Seshadri is the Director and holds 110 equity shares representing negligible percentage of the total equity share capital and along with his immediate relatives holds 360 equity shares representing negligible percentage of the total equity share capital. Sattva Logistics Private Limited is



Sr. No.	Name of Promoter Companies	Group	Relationship of the Promoter, Santhanam Seshadri with the companies
			holding 33,22,500 equity shares representing 90.85% of the total equity share capital
4.	Sattva Agro Expo Private Limited	Private	Santhanam Seshadri is holding 200 equity shares representing 0.03% of the total equity share capital and along with his immediate relatives holds 6,92,288 equity shares representing 96.97% the total equity share capital.
5.	Sical Sattva Rail Terminal Private Limited	Private	Santhanam Seshadri is holding 10 equity shares representing negligible percentage of the total equity share capital and along with his immediate relatives holds 260 equity shares representing negligible percentage the total equity share capital. Sattva Logistics Private Limited is holding 17,24,700 equity shares representing 49.99% of the total equity share capital
6.	Sattva CFS & Logistics Private Limited	Private	Santhanam Seshadri is holding 2,200 equity shares representing 0.03% of the total equity share capital and along with his immediate relatives holds 7,200 equity shares representing 0.09% the total equity share capital. Sattva Logistics Private Limited is holding 69,56,103 equity shares representing 86.97% of the total equity share capital and Sattva Hi-Tech and Conware Private Limited is holding 8,11,669 equity shares representing 10.15% of the total equity share capital
7.	Visakha CFS and Logistics Private Limited	Private	Sattva CFS & Logistics Private Limited is holding 1,11,93,188* equity shares representing 100.00% of the total equity share capital. <i>* Immediate relative holds 1 equity share as a nominee.</i>
8.	Vintage Integrated Logistics Private Limited	Private	Immediate relative is holding 15,668 equity shares representing 40.00% of the total equity share capital.
9.	Durai Shipping and Services Private Limited	Private	Santhanam Seshadri is holding 40 equity shares representing negligible percentage of the total equity share capital and along with his immediate relatives holds 440 equity shares representing negligible percentage of the total equity share capital. Sattva CFS and Logistics Private Limited is holding 17,66,800 equity shares representing 99.96% of the total equity share capital
10.	Western Gateway Cargo Services Private Limited	Private	Immediate relative is holding 5,000 equity shares representing 0.27% of the total equity share capital. Sattva Logistics Private Limited is holding 18,750 equity shares representing 1.00% of the total equity share capital. Sattva CFS and Logistics Private Limited is holding 9,13,750 equity shares representing 48.73% of the total equity share capital.

3. Confirm whether there are any past/ongoing litigations or legal disputes between promoter and dissenting promoter group persons.

We confirm there are no past or ongoing litigations or legal disputes between the promoter and the dissenting promoter group persons.

4. Confirm whether the Company has entered into any related party transactions, directly or indirectly, with the dissenting promoter group companies and their connected entities in the past.

A summary of the related party transactions with the dissenting promoter group companies and their connected entities in the past, as at and for the nine-month period ended December 31, 2024, Fiscal 2024,



Fiscal 2023 and Fiscal 2022 as per AS 18 – Related Party Disclosures read with the SEBI ICDR Regulations and derived from our Restated Financial Information is set out below:

(₹ in lakhs)

Sr. No	Name of Related Party	Nature of Transaction	For the nine month ended December 31, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
1	Sattva Logistics Private Limited	Rental Income*	11.42	15.23	15.23	15.23
2	Sattva CFS & Logistics Private Limited	Investment	23.46	-	-	-

**This lease has been terminated since January 2025.*

For any further information or clarifications, you may contact the following representatives of Vivro Financial Services Private Limited:

Contact Person	Telephone	E-mail
Hardik Vanpariya	+91-79 4040 4242	investors@vivro.net
Aradhy Rajyaguru	+91-22 6666 8040	

Thanking you,
Your sincerely,

For, Vivro Financial Services Private Limited



Authorised Signatory
Name: Vivek Vaishnav
Designation: Director



Enclosed: As above